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THE COMPANIES ACTS 1948 TO 1986 COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

PAPERCOURT SAILING CLUB LIMITED

(the "Company")

At the Annual General Meeting of the Company held on 8th June 1995 at Papercourt Sailing Club Polesden Lane Ripley Surrey, the following resolution was passed as a special resolution:

SPECIAL RESOLUTION

"That the Articles of Association of the Company be amended as follows:

- 1. by the deletion of article 10 and by its substitution with the following:
 "10. All business shall be deemed special that is transacted at an Extraordinary General Meeting, and also all that is transacted at an Annual General Meeting, with the exception of the consideration of the accounts, balance sheets, and the report of the directors, and the election of directors in the place of those retiring."
- 2. by the deletion of articles 52 54 inclusive;
- 3. by the deletion of sub-paragraph (c) of article 56; and
- 4. that the existing paragraphs 55 and 56 be re-numbered accordingly."

Chairman

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