



MINUTES OF EXTRAORDINARY GENERAL MEETING

on the 29th day of October 1992

of ROSSCHARM LIMITED

Present:- P I Cussins  
W I Waites  
(Representing Cussins Commercial  
Developments Ltd)

All shareholders being present or represented the meeting was declared quorate.

It was resolved by special resolution that:-

1. the requirement for 21 days notice of an Extraordinary General Meeting be dispensed with, and
2. for the purposes of enabling the Company to carry on its business more efficiently:-
  - (i) the provisions of the Memorandum of Association of the Company with respect to its objects be altered by adding at the end of paragraph (5) of Clause 3 the following words:-

"and for the avoidance of doubt the Company may carry out such disposals at an undervalue and may accept payment by means of a loan"
  - (ii) The Company change its name to Lemmington Estates Limited.

Certified a true copy of the  
minutes of an Extraordinary General Meeting

*P. I. Cussins*  
.....

Secretary

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

No. 1458612

I hereby certify that

**ROSSCHARM LIMITED**

having by special resolution changed its name,

is now incorporated under the name of

**LEMMINGTON ESTATES LIMITED**

Given under my hand at the Companies Registration Office,  
Cardiff the 19 NOVEMBER 1992.

A handwritten signature in ink, appearing to be 'J. R. Jones', written over a faint circular stamp.

an authorised officer