



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