

Company No. 1611316

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

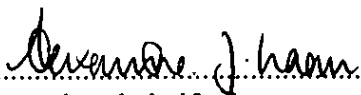
WRITTEN RESOLUTION OF
BRIGHT'N EARLY LIMITED
(the "**Company**")

Passed on 14 September 2009

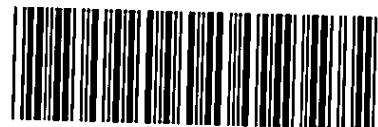
The following written resolution of the members of the Company was passed as a special resolution of the Company pursuant to Chapter 2, Part 13 Companies Act 2006:

THAT:

- (a) the issued share capital of the Company be reduced from £59,212, divided into 59,212 ordinary shares of £1 each, to £1 divided into 1 ordinary shares of £1 each and that such reduction be effected by cancelling and extinguishing 59,110 ordinary shares of £1 each and registered in the name of Rentokil Initial 1927 plc and 101 ordinary shares of £1 each and registered in the name of Rentokil Initial UK Limited;
- (b) all unissued share capital be cancelled;
- (c) the memorandum of association of the Company be altered so that Clause 5 (*Share capital*) states that "The share capital of the Company is £1 divided into 1 ordinary shares of £1 each." and so that the previous wording of that Clause be deleted.


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For and on behalf of
Plant Nominees Limited
Secretary

WEDNESDAY



PC2 30/09/2009 516
COMPANIES HOUSE