

Number of Company: 1994330

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

pursuant to Section 378 of The Companies Act 1985  
of BLUEBECKERS LIMITED

Passed the 17 day of FEBRUARY 1988

AT an Extraordinary General Meeting of the Members of the above-named  
Company, duly convened and held at HIGHFIELDS, Brook Farm Road  
COBHAM, SURREY

on the 17 day of FEBRUARY 1988, the following  
SPECIAL RESOLUTION was duly passed:-

That the Articles of Association be and the same is hereby altered  
by the addition of a further Clause 16 as follows:-


#### EMPLOYEE DIRECTORS

16. (a) The Directors (other than the Employee Directors) may from time to time elect or appoint any persons to be Employee Directors. Employee Directors may attend and speak at Directors' Meetings at the request of the Directors (other than Employee Directors) but shall not be entitled to vote thereat nor be counted in a quorum at such meetings.

(b) Such Employee Directors shall retire immediately before each Annual General Meeting and the Directors (other than Employee Directors) may immediately before such Annual General Meeting fill the vacated offices by either re-electing or re-appointing the retired Employee Directors or electing or appointing any other persons who are qualified to be elected as Employee Directors. The Directors (other than Employee Directors) may from time to time remove any Employee Director from office before the expiration of his period of office.

(c) No election or appointment or re-election or re-appointment of an Employee Director shall be valid unless the same shall be made with the consent of a majority for the time being of the Directors (other than Employee Directors) which consent may be testified or evidenced by joint or separate consent or consents in writing signed by the consenting Directors.

(d) The Directors (other than Employee Directors) shall have authority to exercise all the powers, authorities and discretions by these presents expressed to be vested in the Directors generally and all the Employee Directors (if any) for the time being of the Company shall be under their control and be bound to conform to their directions in regard to the Company's business.

  
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Chairman/Director