THE COMPANIES ACT 1985

Private Company Limited by shares

SPECIAL RESOLUTIONS

of

NON STOP PARTY SHOP LIMITED

(passed on 31st August 1995)

At the ANNUAL GENERAL MEETING of the above named Company duly convened and held at the registered office of the Company at 700 p.m. on 31st August 1995 the following two Resolutions were duly passed as Special Resolutions of the Company:-

SPECIAL RESOLUTIONS

- 1. That the 30,000 non-voting shares of £1 each forming part of the authorised share capital of the Company (whether allotted or otherwise) be converted into ordinary voting shares of £1 each ranking pari passu in all respects with the existing voting shares and that the Memorandum and Articles of Association of the Company be altered accordingly.
- 2. That the Articles of Association of the Company be altered by inserting an additional Article 5(A) as follows:-

"Sections 89 and 90 of the Companies Act 1985 shall not apply to the Company."

Chairman

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