

Company Number: 2269493

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

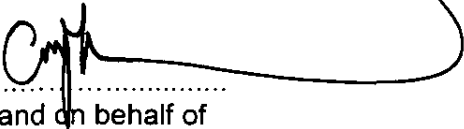
BL MEADOWHALL NO 1

(the "Company")

We, the undersigned, being the sole member of the Company who at the date hereof would be entitled to attend and vote at a general meeting of the Company, hereby resolves as follows:

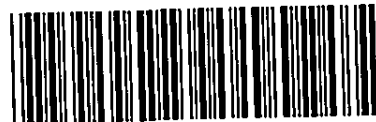
SPECIAL RESOLUTION

THAT the issued share capital of the Company be reduced from £68,410,000 to £1 by cancelling 68,409,999 ordinary shares of £1 each and that £68,409,999 being the capital amount paid up in respect of such shares, be set free for release to the distributable reserves of the Company.


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For and on behalf of
Meadowhall Centre Limited

Dated: 23 January 2009

TUESDAY



A44

AD0CR6VR

27/01/2009

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COMPANIES HOUSE