

231588

WALSHYS FACILITIES LIMITED

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING of the above named Company will be held at *Number Four, Millbank, SW1* on *10th November* 1994 at 11.35 a.m for the purpose of considering and, if thought fit, passing the following resolution which will be proposed as a special resolution of the company:-

SPECIAL RESOLUTION

That the articles of association of the Company be amended by the deleted therefrom of Article 13 and substitution therefor of the following:-

"Unless otherwise agreed by ordinary resolution, the maximum number of directors shall be five and the minimum number of directors shall be two."

By Order of the Board

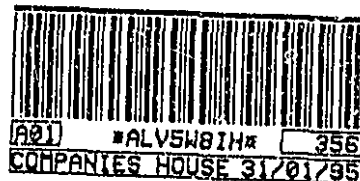
*David Roberts*  
.....  
Director

DATED *10th November* 1994

NOTE: A member entitled to attend and vote at the above mentioned meeting may appoint a proxy to attend and vote in his place. A proxy need not be a member of the Company.

Registered Office

27 Harley Street  
London  
W1N 1DA



WALSHYS FACILITIES LIMITED

Minutes of an Extraordinary General Meeting of the Company  
held at Four Millbank, Swi  
on 10th November 1944 at 11.35 am  
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PRESENT: Daniel Rooker (representing Yorkshire Television Ltd), Richard  
Rosa, Lesley Johnson.

IN ATTENDANCE:

1. Quorum

The chairman declared that a quorum was present and noted that consent to the holding of the meeting on short notice had been given by all the members.

2. Special Resolution

The chairman proposed the following resolution as a special resolution:-

That the articles of association of the company be amended by the deleted therefrom of Article 13 and substitution therefor of the following:-

"Unless otherwise agreed by ordinary resolution, the maximum number of directors shall be five and the minimum number of directors shall be two."

On a show of hands the chairman declared the resolution duly passed as a special resolution.

3. Closure

There being no further business, the meeting then terminated.

..... Daniel Rooker .....  
(Chairman)