Company No. 2487446

The Companies Act 1985 Company Limited by Shares

SPECIAL RESOLUTION

OF

HAZELGROVE LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at 120 East Road, London, N1 6AA on 5th April 1990 the following Resolution was duly passed as a SPECIAL RESOLUTION of the Company, viz:

RESOLUTION

THAT Clause 3A of the Memorandum of Association of the Company be and is hereby duly deleted and the Clause 3A as attached hereto be substituted therefor.

CHAIRMAN

COMPANIES HOUSE RECEIVED

LONDON 24 APR 1990 25 APR 1990

CARDIFF

MEMORANDUM OF ASSOCIATION

OF

HAZELGROVE LIMITED

- 1. The Company's name is Hazelgrove Limited.
- 2. The Company's Registered Office is to situated in England.
- 3. The Company's objects are:-
- (A) (i) To carry on the business of a holding and investment company and to do all lawful acts and things whatever, that are necessary or convenient in carrying on the business of a holding company or the business of an investment company.
 - (ii) To carry on the business of a management and servicing company and to act as managers or to direct the management of other companies or of the business, property and estates of corporations, private persons or companies to undertake and carry out all such services in connection therewith as may be deemed expedient and to exercise its powers as a controlling shareholder of other companies.
 - (iii) To acquire by purchase, lease, concession, grant, licence, or otherwise such lands, buildings, leases, underleases, rights, privileges, stocks, shares and debentures in public or private companies, corporate or unincorporate, policies of insurance and other such property, real or personal and rights and interest in property as the Company shall deemed fit.

