

No. of Company : 02792285

PUBLIC COMPANY LIMITED BY SHARES

RESOLUTION  
OF  
**BARCHESTER HEALTHCARE PLC**  
PASSED on 2 August 2002

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at Suite 201, The Chambers, Chelsea Harbour, London SW10 OXF on the 2<sup>nd</sup> day of August 2002, the following RESOLUTION was duly passed, as a Special Resolution, namely:-

SPECIAL RESOLUTION

"THAT:-

1. the Company be re-registered as a private company and that in consequence:
  - (a) the name of the Company be changed to "Barchester Healthcare Limited";
  - (b) the Memorandum of Association of the Company be altered as follows:
    - (i) by inserting in place of the existing Clause 1 the following:

"The name of the Company is "Barchester Healthcare Limited";
    - (ii) by deleting Clause 2; and
    - (iii) by re-numbering Clauses 3 to Clause 6 as Clauses 2 to 5 respectively.

Signature ..... 

Chairman

2<sup>nd</sup> August 2002

