

Company No. 2833005



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

OF

AARCO FIVE LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held at 5-7 Grosvenor Court, Foregate Street, Chester CH1 1HG on the 23rd day of November 1993 at 10.00 am the following resolutions were duly proposed and passed as special resolutions.

SPECIAL RESOLUTIONS

Change of Name

1. That the Company's name be changed to KING STREET FARM MANAGEMENT COMPANY LIMITED and that the Memorandum and Articles of Association be amended accordingly.

Adoption of new Memorandum and Articles of Association

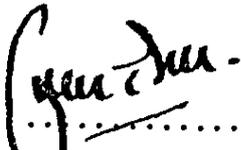
2. That the Memorandum and Articles of Association contained in the printed document produced to the meeting marked "A" and for the purpose of identification signed by Mr T J P Culpin be and the same are approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Memorandum of Association and of all the existing Articles of Association of the Company.



Approval of share allotment

and share subscription

3. (a) That the directors are unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to allot and dispose of or grant options over the Company's shares to such persons, on such terms and in such manner as they think fit, up to a total issued share capital of the Company of £1,000 at any time during the period of five years from the date hereof;
- (b) That by virtue of Section 95(1) of the Companies Act 1985, Section 89(1) shall not apply to the allotment of shares pursuant to the authority conferred by the preceding paragraph of this resolution.


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SECRETARY

Presented by:-

Aaron & Partners
Grosvenor Court
Foregate Street
Chester
CH1 1HG

Ref: TJC