

Company No: 2852052

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING

WINKWORTH MACHINERY LIMITED

("the Company")

SATURDAY



Pursuant to Section 381A of the Companies Act 1985 ("Act") we, the undersigned, being all the members of the Company entitled to attend and vote at any general meeting of the Company, hereby resolve that the following resolutions be duly passed as resolutions of the Company:

RESOLUTION

1. **THAT** the objects of the Company as stated in the memorandum of association be altered by the addition of the following clause 3(t).

"(t) Subject to and in accordance with due compliance with the provisions of the Sections 155-158 (inclusive) of the Act (if and so far as such provisions shall be applicable), to give, whether directly or indirectly, any kind of financial assistance (as defined in Section 152(1)(a) of the Act) for any such purpose as is specified in Section 151(1) and/or Section 151(2) of the Act."

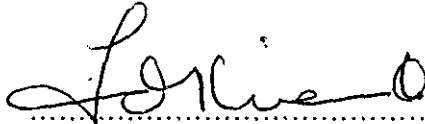
2. **THAT** the objects of the Company as stated in the Memorandum of Association be altered by the addition of the following clause 3(u):

"(u) To secure the obligations of the Company and of any other person, firm or company and for this purpose to mortgage and charge the undertaking and all or any of the real and personal property and assets (both present and future) and all or any of the uncalled capital for the time being of the Company and to enter into any deeds or give any other assurances as collateral or further security for the same."

3. **THAT** the articles of Association be altered by the addition of the following Article 7(m).

"7(m) The Directors shall register the transfer of any share in the capital of the Company transferred in pursuance of the exercise of a power of sale under a mortgage or debenture over the assets of the company which is for the time being the holding company of the Company, within the meaning given by Section 736 Companies Act 1985"

SIGNED



For and on behalf of
WINKWORTH HOLDINGS LIMITED

DATED

14/3/2007

Note: Pursuant to section 381B Companies Act 1985, if the Company has auditors, each director and the secretary has a duty to secure that a copy of the resolution(s) is sent to the auditors at the same time as it is supplied to the members for signature.