

Company No: 2907496

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION
of
FLANESFORD PRIORY LIMITED

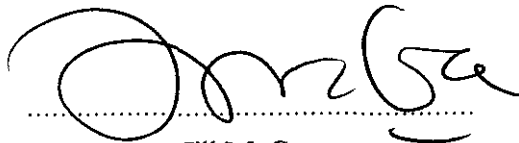
Passed on 19 November 1999

At an extraordinary general meeting of the members of the Company duly convened and held at Pine Lake Resort, Carnforth, Lancashire on 19 November 1999 the following resolution was duly passed as a special resolution:

SPECIAL RESOLUTION

1. "That the existing articles of association of the Company be and they are hereby amended by the deletion of the existing article 10(1), and the substitution of the following new article 10(1):

"10(1) No business shall be transacted at any meeting unless a quorum is present. Two persons entitled to vote upon the business to be transacted, each being a member or a proxy for a member or a duly authorised representative of a corporation shall be a quorum. Notwithstanding the above, if the Company has only one member, that one member present in person, by proxy or duly authorised representative shall be a quorum in accordance with Section 370(A) of the Companies Act 1985. "



Jill McGee
Secretary

