

No. 2931379

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

- of -

BEARWOOD LAKES GOLF & COUNTRY CLUB LIMITED

At an Extraordinary General Meeting of the Company held at
7 Old Square, Cranick on *30th August 1994* the
following resolution was passed as a special resolution:-

SPECIAL RESOLUTION

THAT:


1. The Company be re-registered as a public company under the Companies Act 1985.
- 2.1 The name of the Company be changed to Bearwood Lakes Golf Club PLC.
- 2.2 The provisions of the Memorandum of Association of the Company be altered:-
 - 2.2.1 by the deletion of the existing Clause 1 and the substitution therefor of the following new Clause 1:

"1. The Company's name is Bearwood Lakes Golf Club PLC".
 - 2.2.2 by the insertion of a new Clause 2 as follows:

"2. The Company is to be a public company";
 - 2.2.3 by renumbering existing Clauses 2 to 5 as 3 to 6 accordingly
 - 2.2.4 by the deletion of the existing Clause 5 and the substitution therefor of the following new Clause 5:



"5. The Company's share capital is £50,000 divided
into 50,000 Ordinary Shares of £1 each". . . .


.....
Chairman

[00092031]