Number of Company: 3087129

THE COMPANIES ACT 1985

SPECIAL RESOLUTION

(Pursuant to Section 380 of The Companies Act 1985)

of

SPIRECHEM NORTH WEST LIMITED

Passed the 31d day of octobic 1995

At an Extraordinary General Meeting of the Members of the above named company, duly convened and held on the Slow. day of Octobic 1995 the following SPECIAL RESOLUTIONS were duly passed:-

- (1) That in accordance with Section 250 of the Companies Act 1985 the Company shall dispense with the requirement to appoint Auditors of the Company, and the requirement to prepare audited accounts of the Company.
- (2) That the first line of clause 3 and the whole of clause 3.(a) of the Company's Memorandum of Association be deleted and replaced by the following:-
 - "3.(i) The object of the Company is to carry on business as a general commercial company.
 - (ii) Without prejudice to the generality of the object and the powers of the Company derived from Section 3A of the Companies Act 1985 the Company has power to do all or any of the following things:-"
- (3) That clauses 3.(b) to (r) of the Company's Memorandum of Association be re-designated (a) to (q) respectively.

CHATRMAN

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COMPANIES HOUSE 09/11/95