



Company No. 3090647

WHITEHALL RESOURCES LIMITED
WRITTEN RESOLUTIONS OF SOLE MEMBER

Pursuant to Regulation 53 of Table A (which Regulation is incorporated in the Memorandum and Articles of the above Company) we, the undersigned being all the members of the Company who at the date of this Resolution are entitled to attend and vote at general meetings of the Company hereby pass the following resolutions as special resolutions and agree that the said resolutions shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

Special Resolutions

1. That the Memorandum of Association of the Company be and is hereby amended by the insertion of the following new paragraph 3.30 after 3.29 renumbering existing paragraphs 3.30 onwards as 3.31 et seq:

"3.30 To support and subscribe to and make donations to any charity including without limitation Letchworth garden City Heritage Foundation, whether by way of covenanted donation or otherwise, and for these purposes to execute and carry into effect any covenant or covenants for payments to any charity representing the whole or any part of the Company's distributable income by reference to one or more of its accounting periods or any other moneys, property or assets of the Company and otherwise generally to make any such donations on such terms as may seem expedient or desirable."

2. That Article 9 be amended by the insertion of "or other duly authorised officer" after the word "secretary".

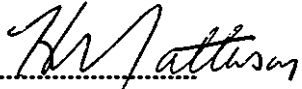
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3. That the name of the Company be changed to "Letchworth Garden City Services Limited".


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~~Chairman~~/Secretary
For and on behalf of
Letchworth Garden City Corporation
SOLE MEMBER

Dated: 27 September 1995