PAN ALBION GROUP LIMITED

Company No: 3525741

Passed: 12 July 2004

The Companies Acts 1985 and 1989

At an Extraordinary General Meeting of the above-named Company duly convened and held at 66 Princedale Road, Holland Park, London, W11 4NL on Monday 12 July 2004 at 2.00pm the following rsolutions were duly passed as Special Resolutions.

Special Resolutions

- 1. "That the Company be re-registered as a public limited company in the name of Pan Albion Group Plc.'
- 2. "That in accordance with the above change of status the existing Memorandum & Articles of Association be deleted and the attached Memorandum & Articles of Association be adopted in their place."

Chairman

12/104 Date

COMPANIES HOUSE