

We hereby certify this to be a true  
copy of the original

*Devin Jilly*  
Dated this 7/7/04

**BOOTHAM CRESCENT HOLDINGS plc**

**Company No. 3576756**

**SPECIAL RESOLUTIONS  
(PASSED AT GENERAL MEETING)**

At an Extraordinary General Meeting of the above company duly convened and held on the 6<sup>th</sup> day of July 2004 at Bootham Crescent, York the following resolutions were passed as Special Resolutions on a poll vote (191,937 votes cast in favour):

**SPECIAL RESOLUTION**

1. That the Company be re-registered as a private company under the Companies Act 1985 by the name of Bootham Crescent Holdings Limited and that its Memorandum of Association be amended accordingly as follows:
  - 1.1 In clause 1, by the deletion of the words 'Public Limited Company' and by substituting the word "Limited";
  - 1.2 By deleting clause 2;
  - 1.3 By renumbering clauses 3 – 6 as 2 –5 respectively.

**SPECIAL RESOLUTION**

2. That the Articles of Association of the Company be amended by deletion of Article 7 in its entirety and that the remaining Articles be renumbered accordingly.

SIGNED

*[Signature]*  
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Company Secretary



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