

**The Companies Act 1985**

**Private Company Limited by Shares**

**Written Resolution of  
OLD ENGLISH INNS TRUSTEE COMPANY LIMITED**

The following resolution was passed as a written resolution of the Company on 22 February 2007 pursuant to Section 381A of the Companies Act 1985 (as amended):

**RESOLUTION**

- 1 That the Memorandum of Association of the Company with respect to its objects be altered by:
  - 1.1 adding new sub-clauses (C) and (D) to paragraph 3.1 with the wording below and amending the lettering of subsequent sub-clauses accordingly:
    - (C) To undertake and carry on the office or offices and duties of trustee, custodian trustee, executor, administrator, receiver, committee, attorney, treasurer, manager; *depository agent, registrar, nominee or other office or situation of trust or confidence* of or for any person, company, corporation, association, scheme, trust fund, government, state, municipal or other body politic or corporate, whether gratuitously or otherwise.
    - (D) To undertake and execute trusts the undertaking whereof may seem desirable, whether gratuitously or otherwise, and in connection therewith to exercise every trust power or discretion lawfully exercisable by a trustee, executor or administrator and to take any proceedings necessary for executing any trust or administration.
      - (v) To hold, administer, sell, realise, invest, dispose of or otherwise deal with monies and property, both real and personal, and to carry on, manage, sell, realise, dispose of or otherwise deal with any business comprised in any trust or estate in which the Company is acting as trustee, executor, administrator or manager and to hold as nominee, or on behalf of any other person, firm or company and shares, stock, debentures or other securities of any Company incorporated in the United Kingdom or elsewhere;
      - (vi) To transact or carry on all kinds of trust and agency business and in particular in relation to the investment of money, the purchase and sale of property and the collection and receipt of money.
      - (vii) To undertake or take part in the management, supervision or control of any business operations or undertaking of any company or person, and for that purpose to appoint and remunerate any directors, secretary or secretaries, accountants or other experts or agents, and to act as directors, secretaries, registrars or managing agents, and to accept any office or trust or confidence, and to perform and discharge the duties and obligations of and incident to any such office.

FRIDAY



\*A9DGONBA\*

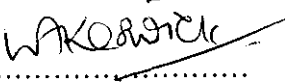
A35

23/02/2007

34

COMPANIES HOUSE

- (viii) To make deposits, enter into recognisances and bonds, and otherwise to give security for the due execution and performance (whether by the Company or any duly authorised representative or officer of the Company, or by any other company or any other person) of the duties of trustees, executors, administrators, receivers, managers, committee or liquidators, or any other duties, or any contracts, agreements or obligations and to effect and obtain insurances of every description, and generally to transact and carry on guarantee, fidelity, indemnity or insurance business of all kinds.

  
.....  
Secretary

22 February 2007