

Number of Company: 04101667

**THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION OF
BROWNING MANAGEMENT COMPANY LIMITED**

Passed: MARCH 2009

At an Extraordinary Meeting of the above named Company, duly convened and held at Islington Gates Management Company Limited, King Edwards Wharf, Sheepcote Street, Birmingham B16 8AB on Monday ~~23~~ March 2009 at 10.30 am/pm the following resolution was duly passed as a Special Resolution

That the main objects of the Memorandum of Association of the Company be and is hereby altered by the deletion of the existing clause:

- 5 The share capital of the Company is £111 divided into 111 Shares of £1 each. The Company has power to increase the share capital and to divide the shares (whether original or increased) into several classes and attach thereto any preferred, deferred or other special rights, privileges or conditions as regards dividends repayment of capital, voting or otherwise.

and the insertion of the following new clause:

5. The share capital of the Company is £140 divided into 140 Shares of £1 each. The Company has power to increase the share capital and to divide the shares (whether original or increased) into several classes and attach thereto any preferred, deferred or other special rights, privileges or conditions as regards dividends repayment of capital, voting or otherwise.

That the main objects of the Articles of Association of the Company be and is hereby altered by the deletion of the existing clauses:-

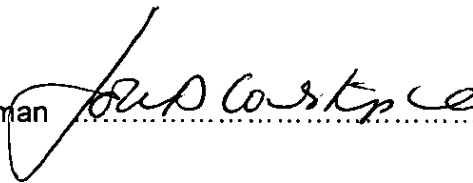
- 4.1 The share capital of the Company at the time of adoption of these Articles is £111 divided into 111 Ordinary Shares of £1 each.
- 4.4 Pursuant to Section 80 of the Act, the Directors are hereby given general authority to allot up to 110 Ordinary Shares of £1 each in the capital of the Company in accordance with Article 4.3 in addition to shares shown in the Memorandum of Association to have been taken by the subscribers thereto, such authority to expire on the last day of the period of 5 years commencing on the date of incorporation of the Company.



and the insertion of the following new clauses:

- 4.1 The share capital of the Company at the time of adoption of these Articles is £140 divided into 140 Ordinary Shares of £1 each.
- 4.4 Pursuant to Section 80 of the Act, the Directors are hereby given general authority to allot up to 139 Ordinary Shares of £1 each in the capital of the Company in accordance with Article 4.3 in addition to shares shown in the Memorandum of Association to have been taken by the subscribers thereto, such authority to expire on the last day of the period of 5 years commencing on the date of this Special Resolution.

Chairman



Date:

23-03-2009