

Company No. 4105526

THE COMPANIES ACT 1985
COMPANY LIMITED BY GUARANTEE

WRITTEN RESOLUTIONS

of

SOUTH WEST ARTS MARKETING
("THE COMPANY")



Pursuant to Section 381A of the Companies Act 1985 the following resolution was duly passed by the Company by way of a written resolution on *6th March 2002*:-

THAT the Articles of Association of the Company be amended as follows:

1. Article 17 be amended by the addition of sub clause (e) as follows:

17(e) The Board of Trustees may at any time, by simple majority of the Board of Trustees, decide not to appoint a Vice Chairman. This situation shall then be reviewed at the next Annual General Meeting.

2. Article 20 (e) be deleted and replaced with the following:

20 (e) the Board of Trustees may act even though there is a vacancy in their body provided that if there are fewer than three Trustees, they may act as the Board of Trustees only to:

- Appoint Trustees; and/or
- Call a General meeting.

3. Article 22(a) be deleted and replaced with the following:

22(a) The presence of THREE Trustees of whom the majority are residents of the Area of Benefit (as defined in Article 1) shall form a quorum for all business transacted at meetings of the Trustees.

4. Article 22(b) be deleted and replaced with the following:

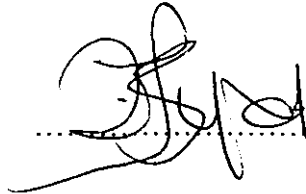
22(b) If there are fewer than THREE of the total number of members in office present at the meeting, the Board may take such action as is required for the purpose of filling vacancies in its number, but it may not carry out any other business.

5. Article 38(a) be deleted and replaced with the following:

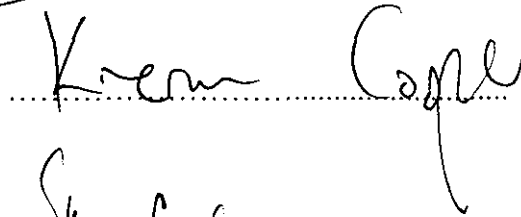
38(a) FIVE Trustees shall constitute a quorum for a General Meeting. A Trustee shall not be counted in the quorum on any matter for which he is not entitled to vote.

Signed by all the members of the Company who at the date hereof are entitled to attend and vote at any general meeting of the Company.

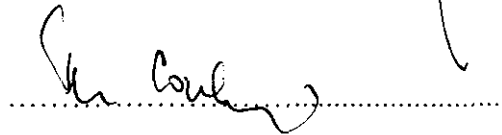
Alison Byard



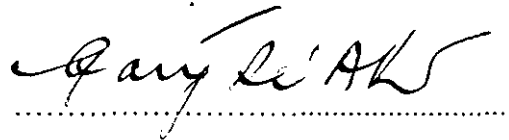
Kieran Cooper



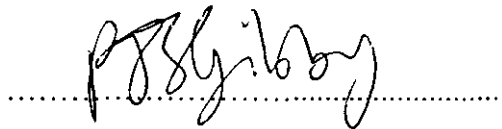
Jerry Cowhig



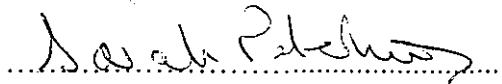
Gary De'ath




Phil Gibby



Sarah Peterkin



Mary Schwartz



Ross Williams

