

THE COMPANIES ACTS 1985 and 1989

FLOWERWALK PROPERTIES LIMITED

No. 4434938

PURSUANT TO REGULATION 53 OF TABLE A IN THE SCHEDULE TO THE COMPANIES (TABLES A TO F) REGULATIONS 1985 AS AMENDED BY THE COMPANIES (TABLES A TO F) (AMENDMENT) REGULATIONS 1985, I, THE UNDERSIGNED, BEING THE ONLY MEMBER OF THE ABOVE COMPANY BY VIRTUE OF THE COMPANIES (SINGLE MEMBER PRIVATE LIMITED COMPANIES) REGULATIONS 1992 AND THE ONLY PERSON FOR THE TIME BEING ENTITLED TO RECEIVE NOTICE OF AND ATTEND AND VOTE AT GENERAL MEETINGS, HEREBY PASS THE FOLLOWING RESOLUTION AND AGREE THAT THE SAID RESOLUTION SHALL FOR ALL PURPOSES BE AS VALID AND EFFECTIVE AS IF THE SAME HAD BEEN PASSED AT A GENERAL MEETING OF THE COMPANY DULY CONVENED AND HELD.

SPECIAL RESOLUTION

That £92.00 representing part of the unissued authorised capital of the Company be cancelled so that henceforth the capital of the Company be £8.00 divided into 8 shares of £1.00 each.

Dated this 1st July 2002.

R.S. Kelford, for and on behalf of
Chettleburgh's Limited

Filed by:
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