

# SLOUGH ACCORD LIMITED

Company No:  
4590691

The Companies Acts 1985 and 1989

We, the undersigned, being the sole Member for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following Resolutions as Ordinary Resolutions and Special Resolution respectively and agree that the said Resolutions shall, pursuant to section 381A of the Companies Act 1985 as amended by the Companies Act 1989, 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.

## Ordinary Resolutions

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1. *"That the capital of the Company be increased from £1,000 to £1,001 by the creation of 1 Special Share of £1.00. The Special Share has the rights and restrictions set out in the amended Articles of Association of the Company."*
2. *"That the directors are generally and unconditionally authorised for the purposes of s 80 Companies Act 1985 to allot the newly created Special Share in the capital of the Company to Slough Borough Council".*

## Special Resolution

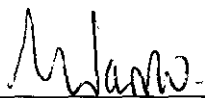
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3. *"That the Memorandum & Articles of Association of the Company be replaced by the attached form of Memorandum & Articles of Association."*

Passed on: 30 November 2002

The Members:

Ordinary shareholder



Accord Environmental Services Limited

