

## ZIPMODES LIMITED

Company No:  
04770119

The Companies Acts 1985 and 1989

We, the undersigned, being all the Members 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 Resolution as a Special Resolution and agree that the said Resolution 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.

### Special Resolution

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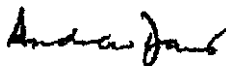
*"That the Memorandum of Association be amended by deleting therefrom the existing clause 3(A) and inserting in its stead the attached new clause 3(A)."*

Passed on: 11 June 2003

The Members:

**£1.00 Ordinary shareholders:**

SDG SECRETARIES LIMITED



p.p SDG Secretaries Limited



Clause 3 (A)

- (A) (i) To carry on the business of a holding company and the business of an investment company and or other similar or like company and to do all lawful acts and things whatever that are necessary in the ordinary way for the pursuit of such business of a holding company, investment company and or any similar or like company, the business of a management and servicing company and to act as managers including the direction and management of other companies, the businesses, property, land and estates of companies, corporations, or private persons and to carry out and undertake all such duties and matters in connection therewith as may be necessary or deemed to be expedient and to exercise its powers as a controlling shareholder of other companies or corporations.
- (ii) To acquire by purchase, lease, concession, grant, licence or otherwise such lands whether freehold or leasehold, buildings, leases, underleases, rights, concessions, privileges, stocks, shares, debentures, and bonds whether in public or private companies, whether incorporated or unincorporated, insurance policies, real, personal and any other such property as the Company shall deem fit.
- (iii) To carry on business as a general commercial company.