

Company No. 5567332

The Companies Act 2006

Special Resolution

of

WRG Wrexham PFI Holdings Limited

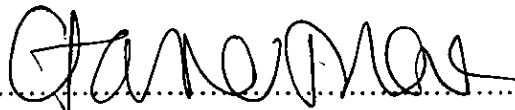
On 9 January 2009, the following resolution in writing was passed by the Sole Member of the Company who, at the date thereof entitled to attend and vote at a meeting of the Company pursuant to section 288 of the Companies Act 2006:

Amendment to the Articles of Association – Special Resolution

IT WAS RESOLVED as a Special Resolution THAT the Company's Articles of Association be amended with the addition of the following new Article:-

"A Director of the Company be authorised to receive benefits from third parties in respect of reasonable corporate hospitality (subject to such hospitality being reported by the Director to the Company in accordance with the procedure in place from time to time) and the receipt of such reasonable corporate hospitality by a Director shall not be a breach of section 176 of the Companies Act 2006."

Certified a true extract



Claire Favier-Tilston
Secretary

WEDNESDAY



DVVFS82K

DSR

11/03/2009

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COMPANIES HOUSE