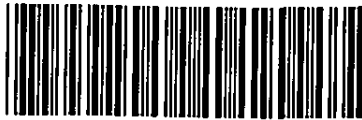


Co. No 06708193

WEDNESDAY



AX5UQQ5R

A52

22/12/2010

172

COMPANIES HOUSE

RTIFIED A TRUE COPY

the original this 21st
of DECEMBER 2010
Macdonalds

Companies Act 2006

A Private Company Limited by Shares

Macdonalds

Written Resolution

Of

UNIONJACKPOTS.COM LIMITED (hereinafter referred to as "the Company")

Pursuant to Section 288 to 300 inclusive of the Companies Act 2006

We, the undersigned, being the members of the Company who at the date hereof represents not less than 75% of the total voting rights of those members who would be entitled to attend and vote at a general meeting of the Company agree that the following resolution shall have effect as if passed by the Company in a general meeting as a special resolution and accordingly we resolve as follows -

Special Resolutions

(1) THAT the Articles of Association of the Company be altered by cancelling the present Articles of Association and substituting therefor the Articles of Association set out in the print thereof annexed hereto

(2) THAT the 76 A Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Andrew Denton, be and are hereby reclassified from 76 A Ordinary Shares of £1 each into 76 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

(3) THAT the 58 A Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Mark Hillman, be and are hereby reclassified from 58 A Ordinary Shares of £1 each into 58 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

(4) THAT the 66 A Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Clayton Graham Advertising Limited, be and are hereby reclassified from 66 A Ordinary Shares of £1 each into 66 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

(5) THAT the 200 B Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Clayton Graham Advertising Limited, be and are hereby reclassified from 200 B Ordinary Shares of £1 each into 200 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

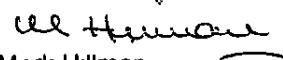
Declaring that pursuant to Sections 291 and 293 of the Companies Act 2006, circulation of this Written Resolution can be effected by sending a separate copy to each of the eligible members simultaneously (so far as reasonably practicable) or if it is possible to do so without undue delay by sending the same copy to each eligible member consecutively, or by a combination of any of these. Circulation can be effected by hard copy form, electronic form or by means of a website. In the case of a written resolution proposed by members, the Company must send or submit copies (or, if copies are sent or submitted to members on different days, the first of those copies) not more than 21 days after it becomes subject to the requirement under section 292 to circulate the resolution.

Andrew Denton

Date

For and on behalf of
Clayton Graham Advertising Limited

Date


Mark Hillman

15 December 2010
Date

Accompanying Statement

- 1 A member of the Company can signify his agreement to a proposed written resolution when the Company receives from him (or someone acting on his behalf) an authenticated document identifying the resolution to which it relates, and indicating his agreement to the resolution
- 2 The document must be sent to the Company in hard copy form or in electronic form
- 3 A member's agreement to a written resolution, once signified, may not be revoked
- 4 A written resolution is passed when the majority of eligible members have signified their agreement to it
- 5 A proposed written resolution lapses if it is not passed before the end of the period specified for this purpose in the Company's articles, or if none is specified, the period of 28 days beginning with the circulation date. The agreement of a member to a written resolution is ineffective if signified after the expiry of that period

Co. No 06708193

A52

22/12/2010
COMPANIES HOUSE

173

Companies Act 2006

A Private Company Limited by Shares

Written Resolution

Of

UNIONJACKPOTS.COM LIMITED (hereinafter referred to as "the Company")

Pursuant to Section 288 to 300 inclusive of the Companies Act 2006

We, the undersigned, being the members of the Company who at the date hereof represents not less than 75% of the total voting rights of those members who would be entitled to attend and vote at a general meeting of the Company agree that the following resolution shall have effect as if passed by the Company in a general meeting as a special resolution and accordingly we resolve as follows -

Special Resolutions

(1) THAT the Articles of Association of the Company be altered by cancelling the present Articles of Association and substituting therefor the Articles of Association set out in the print thereof annexed hereto

(2) THAT the 76 A Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Andrew Denton, be and are hereby reclassified from 76 A Ordinary Shares of £1 each into 76 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

(3) THAT the 58 A Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Mark Hillman, be and are hereby reclassified from 58 A Ordinary Shares of £1 each into 58 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

(4) THAT the 66 A Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Clayton Graham Advertising Limited, be and are hereby reclassified from 66 A Ordinary Shares of £1 each into 66 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

(5) THAT the 200 B Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Clayton Graham Advertising Limited, be and are hereby reclassified from 200 B Ordinary Shares of £1 each into 200 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

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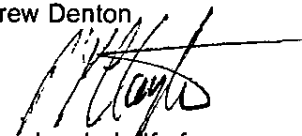
of the original this 21ST
day of DECEMBER 2010
Macdonalds

Macdonalds

Declaring that pursuant to Sections 291 and 293 of the Companies Act 2006, circulation of this Written Resolution can be effected by sending a separate copy to each of the eligible members simultaneously (so far as reasonably practicable) or if it is possible to do so without undue delay by sending the same copy to each eligible member consecutively, or by a combination of any of these. Circulation can be effected by hard copy form, electronic form or by means of a website. In the case of a written resolution proposed by members, the Company must send or submit copies (or, if copies are sent or submitted to members on different days, the first of those copies) not more than 21 days after it becomes subject to the requirement under section 292 to circulate the resolution.

Andrew Denton

Date


For and on behalf of
Clayton Graham Advertising Limited

Date

15/11/10

Mark Hillman

Date

Accompanying Statement

- 1 A member of the Company can signify his agreement to a proposed written resolution when the Company receives from him (or someone acting on his behalf) an authenticated document identifying the resolution to which it relates, and indicating his agreement to the resolution
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Co. No 06708193

Companies Act 2006

A Private Company Limited by Shares

Written Resolution

Of

UNIONJACKPOTS.COM LIMITED (hereinafter referred to as "the Company")

Pursuant to Section 288 to 300 inclusive of the Companies Act 2006

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Special Resolutions

(1) THAT the Articles of Association of the Company be altered by cancelling the present Articles of Association and substituting therefor the Articles of Association set out in the print thereof annexed hereto

(2) THAT the 76 A Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Andrew Denton, be and are hereby reclassified from 76 A Ordinary Shares of £1 each into 76 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

(3) THAT the 58 A Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Mark Hillman, be and are hereby reclassified from 58 A Ordinary Shares of £1 each into 58 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

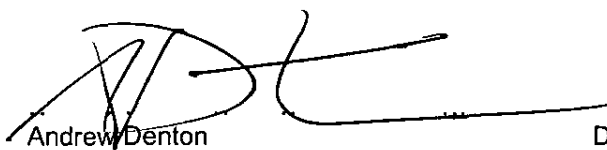
(4) THAT the 66 A Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Clayton Graham Advertising Limited, be and are hereby reclassified from 66 A Ordinary Shares of £1 each into 66 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

(5) THAT the 200 B Ordinary Shares of £1 each issued in the capital of the Company and as at the date of this Resolution held by Clayton Graham Advertising Limited, be and are hereby reclassified from 200 B Ordinary Shares of £1 each into 200 Ordinary Shares of £1 each and having the rights and privileges as set out in the Articles of Association adopted of even date,

FILED A TRUE COPY
OF THE original this 21st
day of DECEMBER 2010
Macdonalds

Macdonalds

Declaring that pursuant to Sections 291 and 293 of the Companies Act 2006, circulation of this Written Resolution can be effected by sending a separate copy to each of the eligible members simultaneously (so far as reasonably practicable) or if it is possible to do so without undue delay by sending the same copy to each eligible member consecutively, or by a combination of any of these. Circulation can be effected by hard copy form, electronic form or by means of a website. In the case of a written resolution proposed by members, the Company must send or submit copies (or, if copies are sent or submitted to members on different days, the first of those copies) not more than 21 days after it becomes subject to the requirement under section 292 to circulate the resolution

 4/12/2019
Andrew Denton Date

For and on behalf of
Clayton Graham Advertising Limited

Date

Mark Hillman

Date

Accompanying Statement

- 1 A member of the Company can signify his agreement to a proposed written resolution when the Company receives from him (or someone acting on his behalf) an authenticated document identifying the resolution to which it relates, and indicating his agreement to the resolution
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