

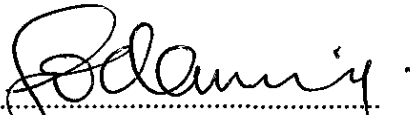
CALEDONIAN MacBRAYNE HOLDINGS LIMITED (the "Company")
(Company No: SC027370)

Written record of a decision of the sole member of the Company taken pursuant to Section 382B(1) of the Companies Act 1985 passing the following resolution of a Special Resolution:-

SPECIAL RESOLUTION

THAT the existing Articles of Association of the Company are cancelled and the Articles of Association, a print of which is signed by the sole member as relative to this written record, are hereby adopted as the Articles of Association of the Company.

Dated: 13 December 1999



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Authorised Signatory
for and on behalf of
Caledonian MacBrayne Limited
(Sole Member)

