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THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

PROTEK RACING INTERNATIONAL LIMITED

Passed: 19th December, 1996

By Written Resolution of the Company dated 19th December 1996 the following Resolutions were duly passed as Special Resolutions:-

- 1. "To change the name to John Clark Motor Group Limited".
- 2. "That the Memorandum of Association of the Company be and is hereby altered by the deletion of Clause III and the substitution of the following Clause:-
 - "III The objects for which the Company is established are to carry on the business of providing management operational advice to the Directors of John Clark (Holdings) Limited a company incorporated in Scotland (Company Number 98411) and having its Registered Office at The Autoplex, Abbotswell Road, West Tullos, Aberdeen, AB12 3AD and for no other objects".

John H,&. Clark

Director

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