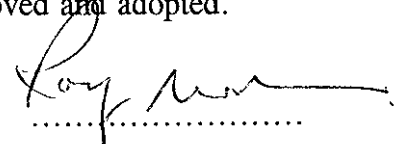


INVERNESS THISTLE AND CALEDONIAN F.C. LIMITED

Incorporated in Scotland No. 149117

At an Extraordinary General Meeting of INVERNESS THISTLE AND CALEDONIAN F.C. LIMITED duly convened and held at Inverness on 9th September 1996 the following resolutions were duly passed as Special Resolutions:-

1. That the Company be re-registered as a Public Company with the name Inverness Thistle and Caledonian F.C. plc".
2. That the Memorandum of Association of the Company be amended to reflect the change to a Public Company and specifically amending Clause I narrated the name of the Company and inserting a new Clause II stating the Company is to be a Public Company.
3. That the new Articles of Association presented to the meeting and initialled by the Chairman for identification purposes be and are hereby approved and adopted.



Director/Secretary

Presented by:
Ledingham Chalmers
21 Stafford Street
EDINBURGH

