

Company Number: SC268072

**THE COMPANIES ACT 1985 to 1989**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**MACDONALD SHEFFIELD LIMITED (the "Company")**

We, the undersigned, being the sole member of the Company who, at the date of these resolutions would be entitled to attend and vote at general meetings of the Company HEREBY PASS the following resolutions as special or ordinary resolutions (as indicated) and confirm that these resolutions shall, for all purposes be as valid and effective as if they had been passed at a general meeting of the company duly convened and held

**ORDINARY RESOLUTION**

- 1 That the authorised share capital of the Company be increased from £100 to £4,000,100 by the creation of 4,000,000 Ordinary Shares of £1 ranking pari passu in all respects with the existing Ordinary Shares in the share capital of the Company
- 2 That the directors are generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for, or to convert securities into, shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital immediately following resolution 1 becoming effective The authority given by this resolution shall expire 5 years after the date of the passing of this resolution unless previously renewed or varied

**SPECIAL RESOLUTION**

- 3 That sub sections 89(1) and 90(1) to (6) inclusive of the Companies Act 1985 and any rights of pre-emption (however expressed) contained in the articles of association of the Company shall not apply to any allotment of equity securities by the Company pursuant to the authority conferred upon them under resolution 2 above


Signed



Island Hospitality Ventures Limited

Date

25 January 2007

THURSDAY		
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	SCT	08/02/2007 106
	COMPANIES HOUSE	
THURSDAY	A50	08/02/2007 515
	COMPANIES HOUSE	