

THE COMPANIES ACTS 1985 1989

COMPANY LIMITED BY SHARES

HOTEL PROPERTY FUND (SYNDICATE 2) LIMITED

(COMPANY NO. SC292735)
(the "Company")

The undernoted Resolution was duly approved as a Special Resolution of the Company by Written Resolution on 11 October 2006, viz

Special Resolution

"THAT

Part 1 in substitution for any existing authority under Section 80 of the Companies Act 1985 (as amended) (the "Act") but without prejudice to the exercise of any such authority prior to the date hereof, the directors of the Company be and are hereby generally and unconditionally authorised in accordance with Section 80 of the Act to exercise all powers of the Company to allot relevant securities (as defined in Section 80(2) of the Act) up to an aggregate nominal value equal to the whole of the authorised but unissued share capital of the Company immediately following the passing of this resolution provided that such authority shall (unless and to the extent previously renewed, varied or revoked by the Company in general meeting) expire on the day prior to the fifth anniversary of the date upon which this resolution is passed and provided that such authority shall allow the Company to make an offer or enter into an agreement before the expiry of such authority which would or might require relevant securities to be allotted after the expiry or replacement of such authority, and the directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred by this resolution had not expired, or as the case may be, been replaced, and

Part 2 the authorised share capital of the Company be and is hereby increased by £9,100 to £109,100 by the creation of an additional 9,100 Ordinary shares of £1.00 each having the rights and being subject to the restrictions set out in the Articles of Association in the Company "

Dated this 11th day of October 2006

CERTIFIED A TRUE COPY



Director, for and on behalf of
Etchecan Limited

