

SPECIAL RESOLUTION OF CHANGE IN MEMORANDUM AND ARTICLES OF ASSOCIATION

Company Name: **Gilmore Productions**

Company Number: **SC344711**

At a general board meeting members of the above company duly convened
and held at:

On the **1st** day of **September 2009**

The following special resolution was duly passed that the following changes to
the Memorandum and Articles of Association take place:

Additional Clause 6 in Memorandum

6. If on the winding up of the organisation any property remains after
satisfaction of all the organisation's debts and liabilities, such property shall
not be paid to or distributed among the members of the organisation; that
property shall instead be transferred to some other charity or charities
(whether incorporated or unincorporated) whose objects are similar (wholly or
in part) to the objects of the organisation.

Amendment to Article 81 to read

Winding Up

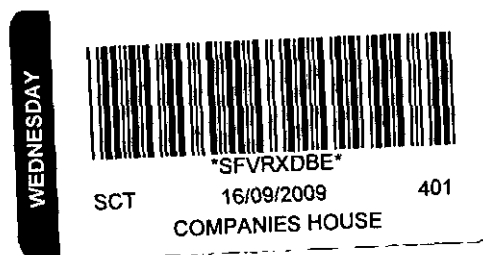
81. If the Association is wound up, the liquidator shall give effect to the
provisions of clause 6 of the memorandum of association.

Signature:



Maria L. Chirinos

Company Secretary



...the ... of the ...
...the ... of the ...
...the ... of the ...

...the ... of the ...

...the ... of the ...

...the ... of the ...
...the ... of the ...
...the ... of the ...

...the ... of the ...
...the ... of the ...
...the ... of the ...

...the ... of the ...
...the ... of the ...
...the ... of the ...

...the ... of the ...
...the ... of the ...
...the ... of the ...

...the ... of the ...

...the ... of the ...

**DRAFT AMENDMENT to
MEMORANDUM AND ARTICLES OF ASSOCIATION**

Gilmore Productions, Company No. SC344711

Additional Clause 6 in Memorandum

6. If on the winding up of the organisation any property remains after satisfaction of all the organisation's debts and liabilities, such property shall not be paid to or distributed among the members of the organisation; that property shall instead be transferred to some other charity or charities (whether incorporated or unincorporated) whose objects are similar (wholly or in part) to the objects of the organisation.

Amendment to Article 81 to read

Winding Up

81. If the Association is wound up, the liquidator shall give effect to the provisions of clause 6 of the memorandum of association.