COPY SPECIAL RESOLUTION

Company number: 934139

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of S. BLACK (IMPORT & EXPORT) LIMITED

passed the 20th day of February 1998

At the extraordinary general meeting of the members of the above-named company, duly convened and held at Foxholes Business Park, John Tate Road, Hertford, Herts on the 20th day of February 1998 the following SPECIAL RESOLUTION was duly passed:

THAT the Articles of Association of the Company be and are hereby amended as follows:

- (i) by deletion of the last sentence of article 9.2;
- (ii) by the removal of the words "(but not a Deemed Transfer Notice)" from article 9.3;
- (iii)by the deletion of article 9.10 and the re-numbering of articles 9.11 and 9.12 as 9.10 and 9.11 respectively

Chairman

20 February 1998

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