

Company No : 982171

THE COMPANIES ACTS 1948 TO 1981
THE COMPANIES ACT 1985

A COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL

SPECIAL RESOLUTIONS

OF

BRITISH MOTORCYCLISTS FEDERATION (ENTERPRISES) LIMITED

(passed 21 August 1994)

At an Extraordinary General Meeting of the above-named Company duly convened and held at the Coventry Hill Hotel, Rye Hill, Allesley, Coventry on Sunday the 21st day of August 1994 at 9.30am the following resolutions were duly passed as Special Resolutions of the Company:

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the deletion of the first sentence of Article 3.

SPECIAL RESOLUTION

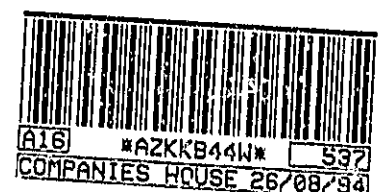
THAT the Articles of Association of the Company be amended by the deletion of the existing Article 4 and by the insertion of a new Article 4 as follows:

- "4. A member shall automatically cease to be a member of the company in the event that he shall retire or cease to be a member of the management committee of the Federation for any reason."

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the renumbering of the existing Article 7 as Article 7(a) and the insertion of a new Article 7(b) as follows:

- "(b) On a show of hands, or on a poll, votes may be given either personally or by proxy."



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SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the insertion of a new Article 11 as follows and the subsequent renumbering of the following Articles:

- "11. Any director (other than an alternate director) may appoint any person to be an alternate director and may remove from office an alternate director so appointed by him provided that no person may be an alternate director for more than one director at any one time."

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the insertion of a new Article 12 as follows and the subsequent renumbering of the following Articles:

- "12. When an alternate director is also a director such alternate director shall have one vote for the director so represented by him (in addition to his own vote) and when so acting shall be considered as two directors for the purpose of making a quorum if the quorum exceeds two."

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the renumbering of Article 14 as Article 14(a) and the addition of a new Article 14(b) as follows:

- "(b) The directors shall not without the prior approval of the General Council of the Federation dispose of any fixed asset of the company with a value in excess of Ten Thousand Pounds (£10,000)"

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the addition of a new Article 14(c) as follows:

- "(c) Article 14(b) above may only be amended by a Resolution for which all the members of the company entitled to attend and vote at general meetings have voted in favour or by a written Resolution signed by all the members of the company"

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the deletion of the Article 16 and the addition of a new Article 16 as follows:

- "16. The directors shall not be subject to retirement by rotation and accordingly Clauses 39 to 43 (inclusive) of Table C of the First Schedule to the Companies Act 1948 shall not apply to the company."

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the deletion in Article 17 of the words "Clauses 41 to 47" and the insertion of the words "Clauses 44 to 47" in substitution therefor.

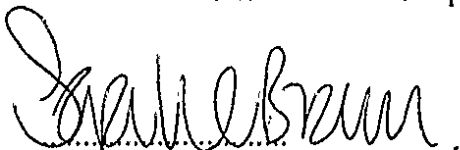
SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the renumbering of Article 18 as Article 18(a) and the insertion of a new Article 18(b) as follows:

"(b) Any director (including an alternate director) may participate in a meeting of the directors or a committee of directors of which he is a member by means of a conference telephone or similar communicating equipment whereby all persons participating in the meeting can hear each other and participation in a meeting in this manner shall be deemed to constitute presence in person at such meeting."

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be amended by the deletion of Article 19 and the subsequent re-numbering of the following Articles.


Secretary