

**The Companies Act 1985 – 1989  
Company Limited by Shares**

**WRITTEN RESOLUTION**

**OF**

**AFFINITY EDUCATIONAL LIMITED**

Passed the 6th day of October 2003

We, the undersigned, being all the Members of the Company having the right to vote at general meetings consent to short notice and signify our consent to the passing of the resolution set out below in accordance with section 381 A of the Companies Act 1985 to the effect that the resolution shall be deemed to be effective as a Special Resolution as if it had been passed at a general meeting of the Company duly convened and held:-

**SPECIAL RESOLUTION**

**THAT** the Memorandum of Association of the Company be amended by replacing the existing clause 3. (A) (i)

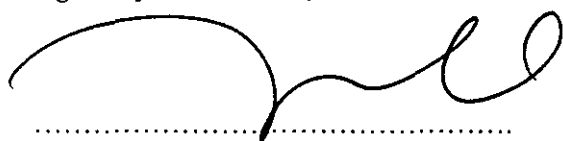
‘ To carry on the business or businesses of restaurant, hotel, boarding house, café, inn, tavern, roadhouse, motel and club proprietors and manages, to carry on as caterers in all branches of catering’

with the following new clause 3. (A) (i)

‘ To carry on the business of setting up, owning and operating an educational establishment and to carry on activities ancillary thereto’

  
Signed by **KEVIN JAMES MCNALLY**

  
Signed by **KENICHI MORI**

  
Signed by **MIE MORI** 丁 井 美江

