

THE ECHOES FOUNDATION ("the Company")
Company Number: 6742419

Notice of Written Special Resolutions passed by the Members of the Company on 10/12/2009

SPECIAL RESOLUTIONS

1. That the Articles of Association of the Company ("the Articles") be and are hereby modified by the placing of clauses 1 to 8 of the Company's Memorandum of Association ("Clauses 1 to 8") which, by virtue of section 28 of the Company's Act 2006, are to be treated as provisions of the Articles, in the Articles of Association and that Clauses 1 to 8 be consecutively renumbered Articles 1 to 8.
2. That all references to "Clauses" and "sub-Clauses" in Articles 1 to 8 (formerly Clauses 1 to 8) be and are hereby amended to references to "Articles" and "sub-Articles".
3. That the heading "Powers" be inserted immediately above Article 1 (formerly Clause 1 of the Memorandum).
4. That, following the consecutive re-numbering of Clauses 1 to 8 as Articles 1 to 8, existing Articles 1 (Interpretation) to 50 (Rules) of the Company's Articles of Association be consecutively renumbered Articles 9 to 58.
5. That Article 5 (formerly Clause 5 of the Company's Memorandum of Association) be amended by substituting the reference in Article 5 (2) (c) to "Article 49" to "Article 57".
6. That Article 22 (formerly Article 14 of the Company's Articles of Association) be amended by replacing the reference in Article 22 (5) to "sub-Clauses 14 (4)" with reference to "sub-clauses 22 (4)".
7. That Article 24 (formerly Article 16 of the Company's Articles of Association) be amended by substituting the reference to "Article 3" with reference to "Article 11".
8. That Article 27 (2) (formerly Article 19 (2) of the Company's Articles of Association) be amended by the replacement of reference to "Article 31" with reference to "Article 39".
9. That Article 40 (formerly Article 32 of the Company's Articles of Association) be amended by the replacement of reference to "Clause 5 of the Memorandum" with reference to "Article 5".
10. That Article 48 (1) (formerly Article 40 (1) of the Company's Articles of Association) be amended by the replacement of reference to "paragraph 40 (2)" with reference to "paragraph 48 (2)".
11. That Article 48 (2) (formerly Article 40 (2) of the Company's Articles of Association) be amended by the replacement of references to "paragraph 40 (1)" with references to "paragraph 48 (1)" and the replacement of the reference to "Article 39" with reference to "Article 47".
12. That Article 3 (formerly Clause 3 of the Company's Memorandum of Association) be deleted and replaced with a new Article 3 to read:

"The Charity's Objects (the Objects) are to relieve the needs of children and young people with special needs due to physical or mental disability or illness, in particular but not exclusively by providing adapted activities, facilities and services to improve and / or alleviate their condition and quality of life and to provide access to advice, information, guidance and support with regard to

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caring for such children and young people and / or alleviating their condition and quality of life to their parents, extended families and carers.

Nanni Stockton

Member / Director

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Rollits

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