

2663676

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

- of -

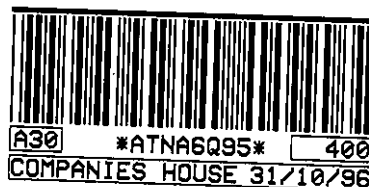
WINEWORLD LONDON LIMITED

AT AN EXTRAORDINARY GENERAL MEETING of the members of the above named company duly convened and held on ~~28 February~~ 1996 the following SPECIAL RESOLUTION was passed:-

THAT the Company be re-registered as a Public Limited Company in the name of WINEWORLD LONDON PLC.

AND ALSO THAT the existing Memorandum of Association of the Company be deleted and replaced by the new Memorandum attached hereto.

AND ALSO THAT the existing Articles of Association of the Company be deleted and replaced by the new Articles attached hereto.



Signed _____
(DIRECTOR)

(PLEASE REPEAT SIGNATURE IN BLOCK CAPITALS)

J. K. I. Vaughan - Arbuckle

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