

The Companies Acts 1985 and 1989

Company Number: 2756197

ORDINARY RESOLUTION

of

J.B.A. LIMITED

At an Extraordinary General Meeting of the Members of the above named Company, duly held _____ and _____ convened _____ at

Chickster House, Kennington Park, London SW6

on the 5 - 11 - 02, the following Ordinary Resolution was duly passed:

**REDESIGNATION
OF UNISSUED
AUTHORISED
SHARE CAPITAL:**

That the unissued authorised share capital of the Company be redesignated from 64,988 "A" ordinary shares of £1.00 each and 9,997 "B" ordinary share of £1.00 into 54,988 "A" ordinary shares of £1.00 each, 9,997 "B" ordinary non-voting non-participating shares of £1.00 each and 10,000 "C" ordinary non-voting non-participating shares

The holder or holders of "C" non-voting, non-participating ordinary shares shall be entitled to receive notice of and to attend all general meetings of the Company, but not to vote on any resolution proposed thereat.

On the return of assets on a liquidation or otherwise, the assets of the Company available for distribution among the members shall be applied as follows and in the following order of priority:

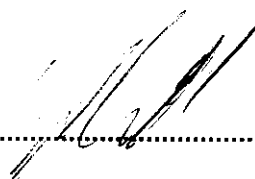
In repayment to the holders of the "B" non-voting, non-participating ordinary shares the amounts paid up on such shares together with a sum equal to the arrears of dividend, if any, due and payable thereon calculated down to the date of the winding up.

In repayment to the holders of the "C" non-voting, non-participating ordinary shares the amounts paid up on such shares together with a sum equal to the arrears of dividend, if any, due and payable thereon calculated down to the date of the winding up.

In repayment to the holders of the "A" Ordinary shares of the capital paid up thereon and the surplus shall belong to the holders of the "A" Ordinary shares in proportion to the amounts paid up on the "A" Ordinary shares held by them respectively



MEMBER:.....

A handwritten signature in black ink, appearing to be 'J. J. J.', is written over the dotted line of the 'MEMBER:' field.

Presented by: ICC Company Formations
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33 Crwys Road,
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