

The Companies Act 2006

Private Company Limited by Shares

Written Resolutions

of

HMS (881) Limited (the "Company")

13th June 2011

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions below are passed as special resolutions ("**Special Resolutions**")

Special Resolutions

1. That the name of the Company be changed to Kirkgate Homes Limited.
2. That the regulations contained in the attached document be and are hereby approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company.

Agreement

Please read the notes at the end of this document before signifying your agreement to the Special Resolutions.

The undersigned, being entitled to vote on the above resolutions on 13th June 2011 hereby irrevocably agree to the Special Resolutions.

Signed by

For and on behalf of HMS Directors Limited



Date:

13th June 2011

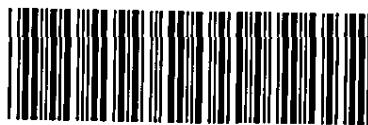
For and on behalf of HMS Secretaries Limited



Date:

13th June 2011

WEDNESDAY



SCT

"ST002V7D"

22/06/2011

383

COMPANIES HOUSE

NOTES

1. If you agree with the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- By hand: delivering the signed copy to Gail Weir, Harper Macleod LLP, The Ca'd'oro, 45 Gordon Street, Glasgow, G1 3PE; or
- Post: returning the signed copy by post to Gail Weir, Harper Macleod LLP, The Ca'd'oro, 45 Gordon Street, Glasgow, G1 3PE.

If you do not agree to the resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
3. Unless by 10th July 2011, sufficient agreement has been received for the resolution to pass, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing the document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.