

**SPECIAL RESOLUTION J84a**

Pursuant to section 283 of the  
Companies Act 2006 and section 84  
Of the Insolvency Act 1986

Company Number 05819693

Name of Company WINDERMERE VIII CMBS PLC

Previous Name of Company

Passed on the 19 June 2015

At a General meeting of the Members of the above named company, duly convened and held Wilmington Trust SP Services (London) Limited, Third Floor, 1 King's Arm Yard, London, EC2R 7AF on 19 June 2015, the following resolutions were passed

Special Resolutions

- That the company be wound up voluntarily, and

Signature

Description CHAIRMAN – MARK FILER

NOTES

This form should be signed by the Chairman of the Meeting at which the Resolution was passed, or by a Director or the Secretary of the Company

This copy Resolution must be filed with the Registrar of Companies within 15 days after it was passed

Presented by MARK FILER - CHAIRMAN  
c/o Mercer & Hole  
Fleet Place House, 2 Fleet Place, London, EC4M 7RF

Presenter's Reference WIN6902

