

PRIVATE COMPANY LIMITED BY GUARANTEE

WRITTEN RESOLUTIONS OF

**THE RETREAT YORK
('THE COMPANY')**

COMPANY NO: 4325622

Circulation Date 27 August 2008

MONDAY



A04 *A1A233XQ* 123
13/10/2008
COMPANIES HOUSE

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

SPECIAL RESOLUTIONS

- 1 THAT the attached form of Memorandum of Association be and is approved and adopted as the new Memorandum of Association of the Company in full replacement and to the full exclusion of the existing Memorandum of Association
- 2 THAT the attached form of Articles of Association be and is approved and adopted as the new Articles of Association of the Company in full replacement and to the full exclusion of the existing Articles of Association

AGREEMENT

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

The undersigned being the members of the Company entitled to vote on the above resolutions on 27 August 2008, hereby irrevocably agree to the Special Resolutions

Signed by the following member

Member's Signature . *George Mawer...*

Member's Name *GEORGE MAWER*

Date of Signature the *10th* day of *Sept.* 2008

NOTES

- 1 You can choose to agree to all the Special Resolutions or none of them, but you cannot agree to only some of the Special Resolutions. If you agree to all of the Special Resolutions, please indicate your agreement by signing and dating this document where indicated above. If you do not agree to all of the Special Resolutions, 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 Special Resolutions, you may not revoke your agreement.
- 3 Unless, by 25 September 2008, sufficient agreement has been received for the Special Resolutions to pass, they will lapse. If you agree to the Special Resolutions, 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 whose 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 this document on behalf of a person under a power of attorney or other authority, please supply a copy of the relevant power of attorney or authority when signing this document.