

M. Neave

THE CONSERVATORY ROOF COMPANY LIMITED

Company No – 02884925

Revised Article 4 – Adopted by Special Resolution on 25 June 2002

4. a) The Share Capital of the Company is £20,000 divided into 10,000 Ordinary Shares of £1.00 each and 10,000 Ordinary-A Shares of £1.00 each.
- b) The rights and privileges attaching to the respective classes of share shall be as follows:-

As Regards Voting:

The holders of the Ordinary Shares shall have full voting rights. The Ordinary-A Shares shall be non-voting shares.

As Regards Income:

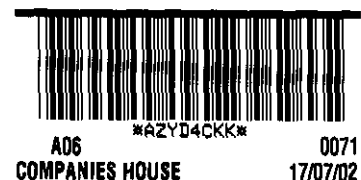
Each class of share shall rank *pari passu* with the other classes with regard to dividend except that the directors may at any time resolve to declare a dividend to one or more classes of share to the exclusion of all or any of the other classes.

As Regards Capital:

On a return of assets on liquidation, reduction of capital or otherwise, the surplus assets of the Company remaining after payment of its liabilities shall belong to and be returned to the holders of the Ordinary shares and the Ordinary-A Shares in proportion to their holdings.

The rights of the Ordinary Shares and the Ordinary-A Shares shall be equal.

The Shares shall rank *pari passu* with each other in all other respects.



THE CONSERVATORY ROOF COMPANY LIMITED

Company No:
02884925

The Companies Acts 1985 and 1989

We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following first, second and fourth Resolutions as Ordinary Resolutions and the following third Resolution as a Special Resolution and agree that the said Resolutions pursuant to section 381A of the Companies Act 1985 as amended by the Companies Act 1989, shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

Resolutions

1. *"That the capital of the Company be increased from £10,000 to £20,000 by the creation of 10,000 Ordinary-A shares of £1.00 each. The Ordinary-A shares have the rights and restrictions as set out in the amended Articles of Association of the Company."*
2. *"That the directors be and they are hereby generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority."*
3. *"That the Articles of Association of the Company be amended by inserting therein as a new Article 4 the attached document which, for the purpose of identification, has been initialled by the Chairman, and by renumbering the existing Articles 4 to 21 (inclusive) as Articles 5 to 22 respectively."*

4. *"That upon the recommendation of the directors the sum of £100.00 being part of the amount standing to the credit of the Company's Profit and Loss account be capitalised and appropriated as capital to and amongst the holders of the Ordinary shares of £1.00 each in the capital of the Company whose names appear in the register of members as at the close of business on Tuesday 25 June 2002 and that the directors be authorised and directed to apply such sum in paying up in full 100 Ordinary-A shares of £1.00 each in the capital of the Company and to allot and distribute such new Ordinary-A shares credited as fully paid to and amongst the holders of the Ordinary shares at the rate of 1 such new Ordinary-A shares for every existing 1 share(s) held by them."*

Dated: 25 June 2002

The Members:

£1.00 Ordinary shareholders:

MICHAEL NEAVES

A handwritten signature in dark ink, appearing to read 'M. Neaves', with a stylized flourish at the end.