

COMPANIES ACT 1985
SPECIAL RESOLUTIONS
COMPANY NAME
BEECHDALE HOMES PLC

At an Extraordinary General Meeting of the abovenamed company, duly convened and held at

the Registered Office

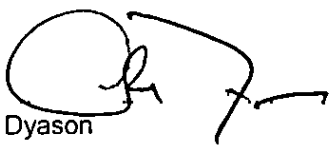
on 27 June 2007

the following Special Resolutions were duly passed

- 1 That the 500,000 Redeemable Preference Shares of £1 each of the Company be and are hereby converted into 500,000 Ordinary Shares of £1 each to rank equally with the existing 150,000 Ordinary Shares of £1 each, so that the Company's capital is now £650,000 divided into 650,000 Ordinary Shares of £1 each, all shares ranking equally with each other
- 2 That the directors are generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (such Act being hereinafter referred to as "the Act") to allot relevant securities (as defined in section 80 of the Act) provided that the aggregate nominal value of such securities allotted pursuant to this authority shall not exceed the amount of the authorised share capital at the date of the passing of this resolution, and that this authority shall expire on the fifth anniversary of the adoption of these articles unless varied or revoked or renewed by the Company in general meeting

Certified a true copy

CR Dyason
Director



MONDAY



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COMPANIES HOUSE