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INCORPORATED SOCIETIES ACT, 1908

Declaration by a Member of a Society, or a Solicitor, that the Alteration of the Rules is in accordance with the Rules of the Society

I, THOMAS JAMES QUAYLE, of Petone, Chartered Accountant

do solemnly and sincerely declare as follows:—

(1) State if member of society or solicitor.

- 1. That I am a (1) Member of British Sailors Society Wellington Incorporated
2. That the alteration of the rules of British Sailors Society Wellington

Incorporated as set out in the

document, marked "A" hereto annexed has been made in accordance with the rules of the Society.

And I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Oaths and Declarations Act, 1957.

T.J. Quayle (Signature)

Declared at Wellington this 21st day of July 1980

A Justice of the Peace, Solicitor, Notary Public or other person authorized to take a Statutory Declaration (Signature)

No. of Society:

THE INCORPORATED SOCIETIES ACT 1908

COPY OF ALTERATION OF RULES

PURSUANT TO SECTION 21(2) INCORPORATED SOCIETIES ACT

Name of Society: BRITISH SAILORS SOCIETY WELLINGTON INCORPORATED

Presented by: Chapman Tripp Solicitors 1 Grey Street WELLINGTON

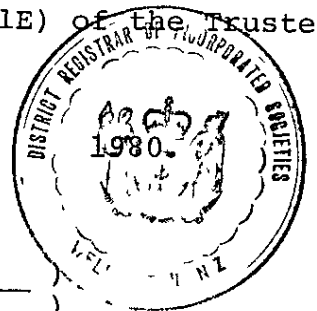
To: The District Registrar of Incorporated Societies Wellington

TAKE NOTICE that by Resolution of the Members of the Society passed at a Special General Meeting on the 28th day of May 1980 it was resolved as follows:-

THAT the Rules of the Society be added to or altered by deleting the full stop at the end of Rule 11(a)(iv) and adding the following words to Rule 11(a)(iv):-

"or invest any money of the Society in debentures (including debenture stock and bonds) constituting a charge on assets, secured by a trust deed and issued by any member for the time being of the N.Z. Finance Houses Association (Incorporated) provided that such investment shall not be made by the Management Committee until it has obtained and considered written advice as to the suitability of the investment in the same manner as is set out in Section 4(1E) of the Trustee Act 1956".

DATED the Twenty first day of July



Three members of the Society

Handwritten signatures of three members of the Society.

This is the document marked "A" referred to in the annexed Declaration of THOMAS JAMES QUAYLE declared at Wellington this 21st day of July 1980 before me -

Handwritten notes: X, all questions of the Rules, no word for

Alteration of Rules Registered this 23rd day of August 1980. Assistant Registrar of Incorporated Societies, Wellington