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30 JUN 1995

LYTTELTON SEAFARERS' CENTRE INCORPORATED

SPECIAL RESOLUTION

IT IS HEREBY RESOLVED this 18 day of June 1995
by way of Special Resolution:

1. That paragraph 4 of the existing Constitution and Rules of the Centre be deleted and a new clause 4 inserted in the existing Constitution and Rules as follows:

"4. These rules may be altered, added to or recinded by resolution at a Special General Meeting of the Society of which at least fourteen days notice shall be given to members and notice of which setting out the exact nature of the business to be transacted shall be displayed on the Club's notice board and shall be advertised once in a daily paper circulating in Lyttelton at least seven days before the date of the meeting. No addition or alteration to the rules shall be made that will detract or alter in any way the non-profit nature of the Society."

2. That Rule 7(e) of the existing Constitution and Rules be deleted and a new Rule 7(e) inserted in the existing Constitution and Rules as follows:

"7(e) On reaching the legal drinking age as specified in Rule 7(v)(a) under age members must apply for ordinary membership as stipulated in Rule 7."

3. That Rule 36 of the existing Constitution and Rules be deleted and a new Rule 36 inserted in the existing Constitution and Rules as follows:

Application of Profits

1. Any income, benefit of advantage shall be applied to the non-profit purposes of the Society.
2. No member of the Society or any person associated with a member shall participate in or materially influence any decision made by the Society in respect of the payment or on behalf of that member or associated person of any income, benefit or advantage whatsoever.

3. Any such income paid shall be fair and reasonable and relative to that which would be paid in an arms length transaction (being open to the market value).

4. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any documents replacing this document.

4. That Rule 37 of the existing Constitution and Rules of the Centre be amended by adding a new paragraph c under the heading "DISSOLUTION" as follows:

"(c) In no event shall the surplus assets of the Society be divided among the members thereof nor shall the members of the Society have any beneficial interest therein."

J. E. Guthrie
Member

[Signature]
Member

[Signature]
Member

[Signature]
Member

S. G. G. + G.
Member

[Signature]
Member

J. Mitchell
Secretary

I certify this is a true copy of the original

Dated at Christchurch this 30th day of June 19 95

J. M. Law
Assistant Registrar of Companies
page (s)

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30 JUN 1995

IN THE MATTER of the Incorporated Societies Act 1908

I, TRUDI MITCHELL of Lyttelton, Secretary swear:-

1. I am the Secretary of Seafarers' Centre - Lyttelton Incorporated.
2. That at a Special General Meeting of the Centre held on the 18th June 1995 it was resolved that Rules 4 and 36 be cancelled and that Rules 7 and 37 be amended and that the new Rules and amendments submitted to the meeting be approved and adopted in the Constitution and Rules of the Centre.
3. The alteration to the existing Constitution and Rules of the Centre have been made in accordance with the Rules of the Centre.

PROCESSED OPERATOR 001

AND I MAKE this solemn Declaration conscientiously believing the same to be true and by virtue of the Oaths and Declarations Act 1957.

DECLARED at Christchurch this)
27th day of June 1995)
before me:)

J. Mitchell

[Signature]

A Solicitor of the High Court of New Zealand