

The Arsenal Football Club plc (Company number 00109244) (the "Company")

**Written Resolution of the Members of the Company
in accordance with Article 72A of the Articles of Association of the Company
(the "Articles")**

Passed as a special resolution on 22nd August 2005

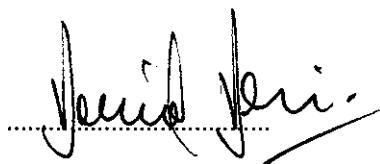
SPECIAL RESOLUTION

Whereby it was resolved:

THAT the Articles be amended as follows:

Article 63 of the Articles shall be deleted in its entirety and replaced by the following:

"63. No business shall be transacted at any General Meeting unless a quorum is present. For all purposes of these Articles apart from when the Company has only one Member, two persons present, each being a Member or a proxy for a Member or a duly authorised representative of a corporation which is a Member whose holdings together represent at least 75% of the share capital of the Company and who are each entitled to vote upon the business to be transacted, shall be a quorum. If, and for so long as, the Company has only one Member, that Member or the proxy for that Member or, where that Member is a corporation, its duly authorised representative, shall be a quorum at any General Meeting of the Company."



Signed for and on behalf of Arsenal Holdings plc

.....
Signed by Ken Friar

.....
Signed by Keith Edelman

CD052230056



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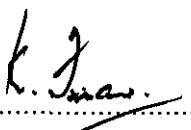
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1001001
THE COMPANIES ACT 1985

and

THE COMPANIES ACT 1989
THE COMPANIES (CONSOLIDATION) ACT, 1908
THE COMPANIES ACT, 1948

PUBLIC COMPANY LIMITED BY SHARES

THE ARSENAL FOOTBALL CLUB PLC

MEMORANDUM

(Reprinted 22nd August 2005 as amended by
Special Resolution passed on 9th May 1991 and 15th January 2004)

AND

ARTICLES OF ASSOCIATION

(Adopted by Special Resolution passed 14th December 1950
as subsequently amended by several Special Resolutions)

(Reprinted 22nd August 2005)

Incorporated the 26th day of April 1910

LAWRENCE JONES
Sea Containers House
20 Upper Ground
Blackfriars Bridge
London SE1 9LH

CC040130132