

Number of Company: 494320

**SPECIAL RESOLUTION**

(Pursuant to section 378 (2) of the Companies Act 1985 and  
section 84 (1) of the Insolvency Act 1986)

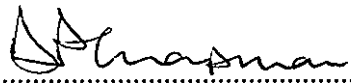
**BP VENCAP LIMITED**

Passed 21 August 1996

AT an EXTRAORDINARY GENERAL MEETING of the above named company, duly convened, and held at Britannic House, 1 Finsbury Circus, London, EC2M 7BA on 21 August 1996 the following SPECIAL RESOLUTION was duly passed, viz:-

THAT the company be wound up voluntarily and that David John Pallen of Ernst & Young, Becket House, 1 Lambeth Palace Road, London SE1 7EU be and is hereby appointed liquidator for the purpose of such winding up.

Signed:

  
.....  
Chairman of the meeting

