

No. 2706333

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

VOLUNTEER ENERGY LIMITED

passed on 14 April 1999

By signature of all the members of the Company entitled to attend and vote at general meetings of the Company the following resolutions were duly passed No.1 as an ordinary resolution and No.2 as a special resolution and confirmed as being passed in pursuance of the power reserved in that behalf by the articles of association of the Company:

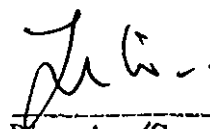
RESOLUTION No.1

THAT the share capital of the Company be increased from £1,000,000 to £1,500,000 by the creation of 500,000 new ordinary shares of £1 each ranking in all respects pari passu with the existing 1,000,000 ordinary shares of £1 each in the capital of the Company and that the memorandum of association be amended accordingly.

RESOLUTION No.2

THAT the directors be and are unconditionally authorised, pursuant to section 80 of the Companies Act 1985, to allot all shares in the authorised share capital of the Company which are unissued at the time of the passing of this resolution at any time during the period of five years from the date hereof and that section 89(1) of the Companies Act 1985 shall not apply to any allotment pursuant to such authority.

CERTIFIED TO BE A TRUE COPY



Director/Secretary

HS-224/2.KL



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COMPANIES HOUSE 23/04/99