

Company Number: 3363593

The Companies Act 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Chelson Meadow Energy Limited

Dated 28 June 2000

I/We, the undersigned, being all of the shareholders entitled to attend and vote at general meetings of the above named company ("the Company"), hereby resolve in writing as follows, pursuant to Regulation 53 of Table A in the Companies (Table A to F) Regulations 1985 (as amended) (which regulation forms part of the Articles of Association of the Company), and so that such Resolution shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held:

That the Articles of Association be amended as follows:-

1. by the renumbering of article 8 to read article 8(A)
2. by the insertion of the following article:

"8(B) Notwithstanding anything in these Articles, the Directors shall not decline to register any transfer of shares, nor may they suspend registration thereof, where such transfer is executed by any bank to whom such shares have been charged or pledged by way of security, or by any nominee of such bank, pursuant to the power of sale under such security; and a certificate by any official of such bank that the shares were so charged and the transfer was so executed shall be conclusive evidence of such facts."



Name of Shareholder

Ridgewood Renewable Projects
Limited

Signature

A handwritten signature in black ink, appearing to read "Randall H. Brown", written over a dotted line.

For and on behalf of Ridgewood
Renewable Projects Limited.