

COMPANY NUMBER: 3407430

**COMPANIES ACT 1985
COMPANIES ACT 1989**

COMPANY LIMITED BY SHARES

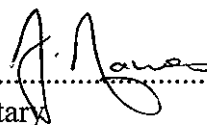
ORDINARY RESOLUTION

of

STERLING GAS LIMITED

NOTICE is hereby given that at an Extraordinary General Meeting of the above named company duly convened and held at Corporate Office, Woodyard Lane, Wollaton, Nottingham on 22 January 1998 the following Ordinary Resolutions were duly passed:

- 1** **THAT** the Company's authorised share capital be increased to £3,000,000 by the creation of an additional 2,999,000 Ordinary Shares of £1 each ranking pari passu in all respects with the existing ordinary share capital in the Company.
- 2** **THAT** the Directors be generally authorised for the purposes of Section 80 of the Companies Act 1985, to exercise all the powers of the Company to allot relevant securities (as defined by Section 80(2) of the said Act) for an indefinite period from the date of the passing of this resolution of an aggregate nominal value up to £2,999,998 (being the amount of the authorised but unissued share capital of the Company following the passing of this resolution), and previous authorities given in respect of said Section 80 are hereby revoked.


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Secretary

