

Company Number: 3696638

ENERGY DIRECT LIMITED

WRITTEN RESOLUTION

The Companies Act 1985

Private Company Limited by Shares

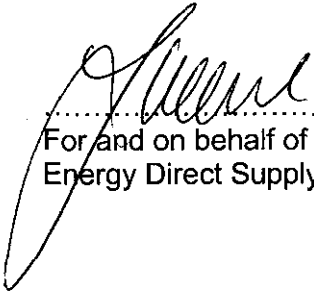
Dated: 18th August 2006

We, the undersigned, being the sole member of the company who, at the date of this resolution would be entitled to attend and vote at general meetings of the company HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to the Articles of Association of the Company, for all purposes be as valid and effective as if the same had been passed by us at a general meeting of the company duly convened and held:

Special Resolution

IT IS RESOLVED THAT

The Regulations contained in the attached document marked "A" and for the purpose of identification signed by the Company Secretary, Energy Direct Limited, be and the same are hereby approved and adopted as Article 9.1.4 of the Articles of Association of the Company


.....
For and on behalf of
Energy Direct Supply Limited



A



ENERGY DIRECT LIMITED (Company number 3696638)

Additional Article of Association

(Adopted by special resolution dated 18th August 2006)

9.1.4 All or any of the directors (including, for the avoidance of doubt, alternate directors) or any committee of directors may participate in a meeting of the directors or that committee by means inter alia of-

(a) a video conference, telephone call, online discussion, or other communication using any other means of communication (together "Communications") which allows everybody to participate in the meeting; or

(b) a series of Communications (including, without limitation, email) between the chairman of the meeting or a director nominated by him and one or more directors at any one time.

A director participating in a meeting as referred to in paragraphs (a) or (b) above shall be deemed to be present in person at the meeting and shall be entitled to vote or be counted in the quorum for that meeting. A meeting as referred to in paragraphs (a) and (b) above shall be deemed to take place where the largest group of those participating is assembled or, if there is no such group, where the chairman of the meeting or his nominee as referred to in paragraph (b) then is, unless the directors decide otherwise. The word "meeting" in these Articles shall be construed in accordance with this Article.