

Company Number: 04396107

THE COMPANIES ACT 2006
WRITTEN RESOLUTIONS OF THE SOLE MEMBER
OF
CLIPPER WINDPOWER MARINE LIMITED
(the "Company")

We, the undersigned, being the sole member of the Company who, at the date of this resolution, is entitled to attend and vote at a general meeting of the Company, hereby pass the following resolutions and hereby agree that, pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the resolutions shall for the purposes be as valid and effective as if passed at a general meeting of the Company duly convened and held -

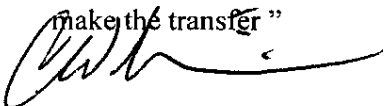
ORDINARY RESOLUTION

- 1 **THAT** the directors shall have a general and unconditional authority for the purposes of Section 80 of the Companies Act 1985 to allot any unissued shares of the Company forming part of its original capital upon such terms and conditions as they may determine (but so that no shares shall be issued at a discount) for a period of five years from the date hereof unless and until such authority shall have been previously revoked or varied by the Company in a general meeting

SPECIAL RESOLUTIONS

- 2 **THAT** Section 89(1) of the Companies Act 1985 shall be excluded in respect of any allotment of shares by the directors or otherwise
- 3 **THAT** the Articles of Association of the Company be amended by the deletion of Article 8 and the insertion of the following new Article 8 -

"8 The directors may refuse to register a transfer of shares in the Company unless it is lodged at the office or at such other place as the directors may appoint and is accompanied by the certificate for the shares to which it relates and such other evidence as the directors may reasonably require to show the right of the transferor to make the transfer"


Duly authorised for and on behalf of
CLIPPER WINDPOWER, INC.
Acting by Charles H Williams
as Chief Financial Officer

Date 20 March 2008

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