

Company Number: 5011189



DEUXMIL LIMITED
("the Company")

424683

WRITTEN RESOLUTIONS

WE, the undersigned, being the members for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company, hereby pass the following Resolutions and declare that the said Resolutions shall, pursuant to Article 54 of the Articles of Association, for all purposes be as valid and effective as if passed at a General Meeting of the Company duly convened.

ORDINARY RESOLUTIONS

1. THAT the authorised share capital of the Company be increased by £499,000 to £500,000 by the creation of 499,000 Ordinary Shares of £1.00 each, having the rights and subject to the restrictions set out in the Articles of Association.
2. THAT pursuant to Section 80 of the Companies Act 1985, the directors be and are hereby authorised generally and unconditionally to allot relevant securities (as defined in section 80 of the Companies Act) up to an aggregate nominal amount of £499,998 provided that this authority, unless renewed shall expire five years from the date on which this resolution is passed save that the Company may, before such expiry, make such offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot such relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

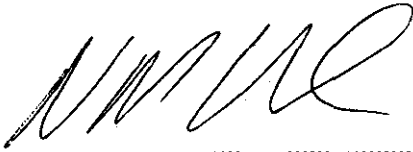
SPECIAL RESOLUTIONS

3. THAT the Company be re-registered as a public company as defined in section 1(3) of the Companies Act 1985.
4. THAT the Company name be changed from Deuxmil plc to Deuxmil Marine plc.
5. THAT pursuant to Section 95 of the Companies Act 1985 the provisions of Section 89(1) of the said Act shall not apply to the allotment of shares authorised under Resolution 2 above provided such allotment is made within one month of the passing of this Resolution.
6. THAT the provisions of the Memorandum of Association of the Company be altered by the adoption of the form of Memorandum of Association attached to this written resolution.
7. THAT the regulations annexed hereto be adopted as the Articles of Association of the Company in substitution for the existing articles of association of the Company and to the exclusion of all other regulations.

Dated this 22 day of April 2005


.....
Laurence Milton



A handwritten signature in black ink, appearing to read 'NMMLR', positioned above a horizontal dotted line.

Neil Miller