

THE COMPANIES ACT 1985
(as amended by the Companies Act 1989)

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

REUBEN POWER LIMITED

("the Company")

Passed: 23 May 2006

By written resolutions signed by or on behalf of the members of the Company, the following resolutions were passed:

1. THAT the authorised share capital of the Company be increased from £100 to £5,000 by the creation of 98,000 ordinary shares of £0.05 each
2. THAT the 100 shares of £1.00 each owned by WTG MANAGERS LTD be converted into 2,000 ordinary shares of £0.05 each, all issued as fully paid to WTG MANAGERS LTD
3. THAT the rights of pre-emption contained in article 4(i) of the Articles of Association of the Company, shall not apply to the issue of the following ordinary £0.05 shares to the following parties:

| Applicant | Class of shares | No. of Shares | Subscription Money |
|----------------------|-------------------------|---------------|--------------------|
| Predanen Vurdien | 5 pence Ordinary Shares | 6,500 | £325 |
| Michael Benson-Colpi | 5 pence Ordinary Shares | 3,500 | £175 |
| WTG Managers Ltd | 5 pence Ordinary Shares | 900 | £45 |
| Valetrade Ltd | 5 pence Ordinary Shares | 55,600 | £2,780 |



| | | | |
|------------------------|----------------------------|--------|--------|
| Devos Worldwide Ltd | 5 pence Ordinary Shares | 31,500 | £1,575 |
|------------------------|----------------------------|--------|--------|


For Laytons Secretaries Limited

.....
Signed by ~~DIRECTOR~~/SECRETARY