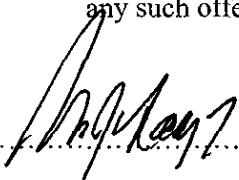


COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTIONS OF
OFFSHORE WIND POWER LIMITED
REGISTERED NO SC213646
PASSED 8th FEBRUARY 2001

SPECIAL RESOLUTIONS

1. That the Regulations contained in the document now produced to the Meeting and signed for the purpose of identification by the Chairman of the Meeting be and they are hereby adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company
2. That the one issued Ordinary Share of £1 held by British Energy Renewables Limited be and it is hereby converted into one 'A' Ordinary Share of £1 and that the remaining unissued share capital of 999 Ordinary Shares of £1 each be and they are hereby converted into 499 'A' Ordinary Shares of £1 each and 500 'B' Ordinary Shares of £1 each
3. That the Directors be and they are hereby generally and unconditionally authorised, pursuant to Section 80(1) of the Companies Act 1985, to exercise all the powers of the Company to allot relevant securities (as defined in section 80(2)) up to an aggregate nominal amount of £1000 provided that such authority shall expire on the fifth anniversary of the date of this resolution save that the Company may before such expiry make any offer or agreement which would or might require relevant securities to be allotted after such expiry and accordingly the Directors may allot relevant securities pursuant to any such offer or agreement as if such authority had not expired.
4. That the Directors be and they are hereby empowered to allot equity securities for cash within the meaning of section 94 of the Companies Act 1985 pursuant to the authority conferred by Resolution No 3 as if section 89(1) of the Companies Act 1985 did not apply to any such allotment, provided that this authority shall expire on the fifth anniversary of the date of this resolution save that the Company may before such expiry date make any offer or agreement which would or might require equity securities to be allotted after the relevant expiry date and accordingly the Directors may allot equity securities pursuant to any such offer or agreement as if such authority had not expired.

.....Director 