

Registered No. 3084447

COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

of

Intrepid Energy North Sea Limited ("the Company")

PASSED on October 9, 1996

Pursuant to Section 381A of the Companies Act 1985, I the undersigned, being the sole member of the Company entitled to receive notice of, to attend and vote at a general meeting of the Company, hereby resolve:

**SPECIAL RESOLUTIONS**

1. That the Memorandum of Association of the Company be amended by the deletion of the present Clause 3 thereof and the substitution thereof of new Clause 3 as set out in the draft produced to the Meeting and for the purpose of identification signed by Mr. Michael Lynch.
2. That the Company adopt new Articles of Association, in the form of the draft produced to the Meeting and for the purpose of identification signed by Mr. Michael Lynch, in substitution for and to the exclusion of the existing Articles of Association.

Date: October 9, 1996

