

COMPANY NUMBER 3093716

THE COMPANIES ACTS 1985 TO 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

EUROPA OIL & GAS LIMITED

Dated this 28th day of September 2000.

WRITTEN RESOLUTIONS

Pursuant to Section 381A, Companies Act 1985, we, the undersigned, being all the members of the company who, at the date of these resolutions, would be entitled to attend and vote at general meetings of the company HEREBY PASS the following resolutions as

Ordinary Resolutions

and agree that said resolutions shall, for all purposes, be as valid and effective as if the same had been passed by all at a general meeting of the company duly convened and held:

- (i) THAT the existing 100 Ordinary £1 Shares shall be re-designated as 1000 Ordinary 10p Shares
- (ii) That the share capital of the Company be increased from £100 to £100,000 by the creation of 999,000 Ordinary Shares of £0.10 each ranking pari passu subject to the rights and restrictions contained in the Articles of Association.
- (iii) That the directors are unconditionally authorised, pursuant to S 80 of the Companies Act 1985, to allot all shares in the authorised share capital of the company which are unissued at the time of the passing of this resolution at any time or times during the period of five years from the date hereof.


Chairman

