

Company No. 3667797

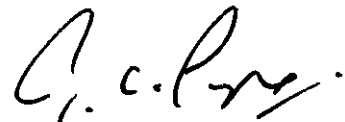
**THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF
SPO MANNING LIMITED**

(Passed 23rd August 2000)

At an Extraordinary General Meeting of the Company duly convened and held on 23rd August 2000, the following resolution was duly passed as a Special Resolution of the Company:-

SPECIAL RESOLUTION

THAT in accordance with Section 250 of the Companies Act 1985, the Company being a dormant company within the meaning of the said section, the Company shall be exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and obligation to appoint auditors.



G.C. POPE
SECRETARY

