

Company Number: 2565511

THE COMPANIES ACTS 1985 TO 1989

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*COMPANY LIMITED BY SHARES*

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**ELECTIVE RESOLUTION**  
of  
**BP AMERICA HOLDINGS LIMITED**

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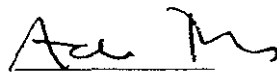
*Passed 30th June, 1999*

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At the EXTRAORDINARY GENERAL MEETING of BP AMERICA HOLDINGS LIMITED held on 30th June, 1999:-

It was Resolved, as an ELECTIVE RESOLUTION, that pursuant to Section 379A of the Companies Act 1985 (as amended):

- (a) the provisions of Section 80A of the Act shall apply, for an indefinite period and for all un-issued share capital, instead of the provisions of Section 80(4) and (5) of the Act, in relation to the giving or renewal, after the passing of this resolution, of an authority under the said Section 80.



Andrea Thomas  
Secretary

Registered Office: Breakspear Park, Breakspear Way, Hemel Hempstead, HP2 4UL

