

FILE COPY



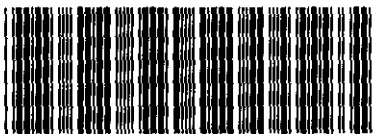
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3754338

The Registrar of Companies for England and Wales hereby certifies that
SEAMER CARR ENERGY LIMITED

having by special resolution changed its name, is now incorporated
under the name of
BOLAM ENERGY LIMITED

Given at Companies House, Cardiff, the 25th February 2000



C037543380



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E

HC006B

138456

25/2
CERTIFIED TO BE A TRUE COPY OF THE ORIGINAL

Gould

NEW COMPANIES
2
GOULDENS
10 Old Bailey 19 FEB 2000
London EC4M 7NG
£10 FEE PAID
COMPANIES
HOUSE

SEAMER CARR ENERGY LIMITED

Company Number 3754338

WRITTEN RESOLUTION

(Passed on 11/2/ 2000)

We, being all of the holders of all of the issued Ordinary Shares of £1 each in the capital of the Company and being all of the members of the Company who would at the date of this resolution be entitled to attend and vote at a general meeting of the Company hereby RESOLVE in accordance with Section 381A of the Companies Act 1985 (as amended) as follows, such resolution to take effect as a Special Resolution (and agree that such Resolution shall be as effective as if it had been passed at a general meeting of the Company duly convened and held):

SPECIAL RESOLUTION

THAT the name of the Company be changed to BOLAM ENERGY LIMITED.

SIGNED
[Signature]
DAVID HENRY FITZHERBERT

DATE: 3/2/2000

SIGNED
[Signature]
HARRY HUGH PATRICK WYNDHAM

DATE: 3/2/2000

SIGNED
[Signature]
for and on behalf of
GUINNESS MAHON GROUP LTD

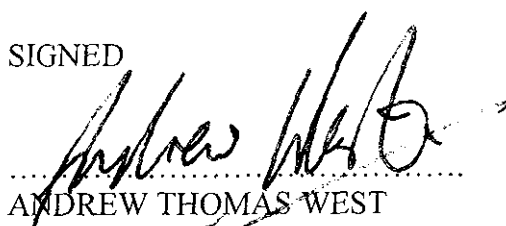
DATE: 9/2/00

SIGNED
[Signature]
for and on behalf of
WAVERLEY LIMITED

DATE: 11. 2. 00

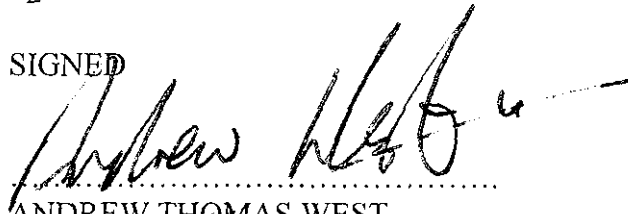
A39
COMPANIES HOUSE
A0618045
0382
19/02/00

SIGNED


.....
ANDREW THOMAS WEST
as Attorney for
GEORGE EDWARD SYLVANUS
ROBINSON

Date: 4 . ii . 2000

SIGNED


.....
ANDREW THOMAS WEST
as Attorney for
DOMINIC ANDREW GREENOUGH


Date: 4 . ii . 2000

SIGNED


.....
ANDREW THOMAS WEST
as Attorney for
STEPHEN GEORGE PACKHAM


Date: 4 . ii . 2000

SIGNED


.....
ANDREW THOMAS WEST
as Attorney for
CHRISTOPHER PHILLIP EDEN

Date: 4 . ii . 2000

SIGNED


.....
ANDREW THOMAS WEST
as Attorney for
GROSMONT LIMITED

Date: 4 . ii . 2000