

MEIF RENEWABLE ENERGY LIMITED
(the "Company")

5377478

Written Resolutions of the Sole Member of the Company

We, the undersigned, hereby resolve pursuant to Section 381A of the Companies Act 1985 (as amended) as follows:

- 1** THAT the authorised share capital of the Company be increased from £100 to £2,000,000 by the creation of 1,999,900 new ordinary shares of £1 each; and
- 2** THAT:
 - 2.1** the Directors be generally and unconditionally authorised pursuant to and in accordance with Section 80 of the Companies Act 1985 to exercise for the period of five years from the date of the passing of this resolution all the powers of the Company to allot relevant securities up to the aggregate nominal amount of £1,999,900;
 - 2.2** by such authority the Directors may make offers or agreements which would or might require the allotment of relevant securities after the expiry of such period; and
 - 2.3** words and expressions defined in or for the purposes of the said Section 80 shall have the same meanings in this resolution.


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For and on behalf of
MEIF Renewable Energy (Holdings) Limited

Dated 28 September 2005

