

Company Number: 5998024

**WRITTEN RESOLUTION OF THE MEMBERS
OF
MEADHURST SERVICES (NO.3) LIMITED**

Passed 17 November 2006

We, the undersigned being the Sole Member of the Company for the time being having a right to attend and vote at General Meetings, hereby pass the following special resolution dated 17 November 2006 in accordance with Section 381A of the Companies Act 1985.

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

- (a) the Company hereby elects (for the purposes of Section 366A of the said Act) to dispense with the holding of Annual General Meetings;
- (b) the Company hereby elects (for the purposes of Section 252 of the said Act) to dispense with the laying of accounts and reports before the Company in general meetings;
- (c) the Company hereby elects (for the purposes of Section 386 of the said Act) to dispense with the obligation to appoint auditors annually;
- (d) the Company hereby elects (for the purposes of Sections 369 and 378(3) of the said Act) that the provisions of the said sections shall have effect in relation to the Company as if for the references to 95 per cent there were to be substituted references to 90 per cent;
- (e) 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.

For and On Behalf of
BP Global Investments Limited

CERTIFIED AS A TRUE COPY

[Signature]

[Signature]

COMPANY SECRETARY

