OCEAN POWER DELIVERY LIMITED

(Registered Number SC 182368)

(the "Company")

By a Written Resolution in terms of Section 381A of the Companies Act 1985, the following **RESOLUTION** was duly passed with effect on 28 March 2001

THAT

the authorised share capital of the company be increased from £106 to £250 by the creation of 576 Ordinary Shares of 25p each, all such shares to rank pari passu with the existing ordinary share capital of the Company.

23/05/01

COMPANIES HOUSE

CERTIFIED as having been validly passed.

Richard Yemm