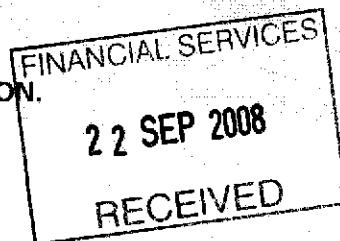




JERSEY FINANCIAL SERVICES COMMISSION

COMPANIES (JERSEY) LAW 1991
REGISTRATION OF A SPECIAL RESOLUTION.



I (Insert declarant's name)

WE, NAUTILUS CORPORATE SERVICES LIMITED

a Director ☐ Secretary ☒ * * Tick as applicable

of the company named

Company Number 9 7 8 6 1

Name of Company

NEW AGE (AFRICAN GLOBAL ENERGY) LIMITED

hereby certify that the special resolution(s) detailed below/on the attached page(s) which have been initialled by me*, was/were*
duly passed at a meeting of the company held on

1 9 S E P 2 0 0 8

Resolved that:

☐ Change of name

☒ Change of Articles

☐ Change of status

☐ Continuance

☐ Change of limited life company expiration time period

☐ Merger

☒ Change of shares

☐ Dissolution

* Tick as applicable

Insert full resolution details

Signature

John Gorman
J. Kenny

Date

1 9 S E P 2 0 0 8



DTRYPSR

Personal data provided in this application will be used by the Commission - a data controller as defined in the Data Protection Law - to discharge its statutory functions under the Companies (Jersey) Law 1991, as amended, and it may be disclosed to third parties for those purposes. Further information may be found in the Commission's data protection policy, copies of which are available on request from the Commission and which may also be found on www.jerseyfsc.org. The Commission may seek to verify the information in this application.

97861

Resolved that: (Continued)

1. THAT the share capital of the Company is converted from Pounds Sterling into US Dollars on the following basis:

- (a) THAT all of the unissued shares of the Company (being 9,900 shares of £1 each) are cancelled;
- (b) THAT the 100 issued shares of £1.00 each in the capital of the Company be converted into 100 shares of US\$1.98 each.
- (c) THAT the 100 issued shares of US\$1.98 be divided into 100 shares of US\$1.00 each and 100 shares of US\$0.98 each.
- (d) THAT for the purposes of the foregoing resolutions the rate of exchange as regards Pounds Sterling into United States

Dollar shall be deemed to be £1.00 to US\$1.98, being the rate current as at 9 June 2008.

2. THAT the authorised share capital of the Company be increased by the creation of 100 shares of US\$0.02 each.

3. THAT the Memorandum of Association of the Company be altered to give effect to the resolutions above and be deleted and replaced with the following new paragraph 5:

"The share capital of the Company is US\$200 divided into 100 shares of US\$1 each, 100 shares of US\$0.98 each and 100 shares of US\$0.02 each."

4. THAT subject to a revised COBO consent being received by the Company, new share certificates for the relevant number of shares denominated in US Dollars be issued to the shareholders of the Company.



Add Further Information 

THE COMPANIES (JERSEY) LAW 1991

MEMORANDUM OF ASSOCIATION

OF

NEW AGE (AFRICAN GLOBAL ENERGY) LIMITED



1. The name of the company is New Age (African Global Energy) Limited.
2. The share capital of the company is US\$200 divided into 100 shares of US\$1 each, 100 shares of US\$0.98 each and 100 shares of US\$0.02 each.
3. The liability of the members is limited.
4. The company has the objects and powers of a natural person.
5. The company is a private company.
6. The company is a par value company.
7. The subscribers of the company are as follows:-

Name:	Riviera Nominees Limited	St George Trustees Limited
Shares Taken	Ninety	Ten
Address:	6 Britannia Place Bath Street St Helier Jersey	6 Britannia Place Bath Street St Helier Jersey
Signature:
Witness Signature:
	Jayne Mauger	Jayne Mauger
Address:	6 Britannia Place Bath Street St Helier Jersey	6 Britannia Place Bath Street St Helier Jersey

Date: 20 June 2007