

**FILED**

DEC 29 2006

**EQUATOR EXPLORATION LIMITED**

**CERTIFIED TRUE COPY OF A RESOLUTION  
ADOPTED BY THE DIRECTORS  
PURSUANT TO THE ARTICLES OF ASSOCIATION OF  
THE COMPANY ON THE 6TH DAY OF DECEMBER, 2006**

**REGISTRY OF CORPORATE AFFAIRS  
BVI FINANCIAL SERVICES COMMISSION**

**IT WAS RESOLVED** to amend the articles of association as follows:

- a. regulation 83 shall be deleted in its entirety and replaced with the following:

“ 83. The minimum number of directors shall be two and the maximum number of Directors shall be nine.”

- b. regulations 82A, 82B and 82C be added in the form set out below:

**“DISCLOSURE OF INTEREST IN SHARES AND FAILURE TO DISCLOSE**

82A. Notwithstanding the provisions of the International Business Companies Act, the provisions of Section 198, Section 199(1), (2), (3), (4) and (5), Section 200 and Sections 200 to 203 of the UK Companies Act, all of which relate to the requirement of the shareholders to disclose their interests in shares, shall be deemed to be incorporated into these Articles and shall bind the Company and the members, and references to “a public company” in such sections shall be deemed to be references to the Company.

82B. Notwithstanding the provisions of the International Business Companies Act, the provisions of Section 212 of the UK Companies Act shall be deemed to be incorporated into these Articles and shall bind the Company and the members and references in such section to “a public company” shall be deemed to be references to the Company.

82C. Where notice is served by the Company under section 212 of the UK Companies Act (a “section 212 notice”) on a member, or another person whom the Company knows or has reasonable cause to believe to be interested in shares held by that member, and the member or other person has failed in relation to any shares (the “default shares”, which expression includes any shares issued to such member after the date of the section 212 notice in respect of those shares) to give the Company the information required within 14 days following the date of service of the section 212 notice, the Board may serve on the holder of such default shares a notice whereupon the following sanctions apply, unless the Board otherwise decides:

(a) the member is not entitled in respect of the default shares to be present or to vote (either in person or by proxy) at a meeting of the members or at a separate meeting of the holders of a class of shares or on a poll or to exercise other rights conferred by membership in relation to the meeting or poll;

(b) where the default shares represent at least 0.25 per cent in nominal value of the issued shares of their class (calculated exclusive of any shares held as treasury shares), a dividend (or any part of a dividend) or other amount payable in respect of the default shares shall

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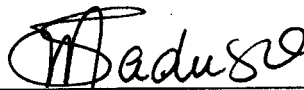
be withheld by the Company, which has no obligation to pay interest on it, and the member is not entitled to elect to receive shares instead of a dividend; and

(c) no transfer of any of the default shares shall be registered unless:

- (i) the transfer is an excepted transfer; or
- (ii) the member is not himself in default in supplying the information required and the member proves to the satisfaction of the Board that no person in default in supplying the information required is interested in any of the shares the subject of the transfer; or
- (iii) registration of the transfer is required by any Relevant System,

(and, for the purpose of ensuring these regulations 82A, 82B and 82C can apply to all shares held by the holder, the Company may, in accordance with the regulations of any Relevant System, issue written notification to the operator of the Relevant System requiring the conversion into certificated form of any shares held by the holder in uncertificated form)."

Dated this 29th day of December, 2006.



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Harneys Corporate Services Limited  
Registered Agent