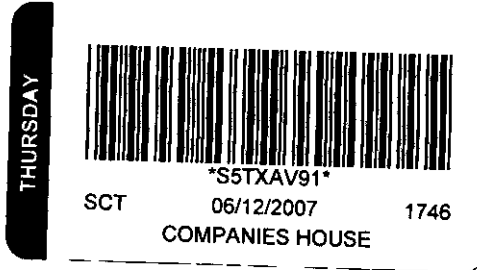


AIKENGALL COMMUNITY WIND COMPANY LIMITED ("the Company")

(No. SC313596)

WRITTEN RESOLUTION

Circulation Date *30/11/07*



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a Special Resolution ("Resolution")

SPECIAL RESOLUTION

THAT the existing Articles of Association of the Company be deleted in their entirety and the Articles of Association contained in the document attached to this Resolution be adopted as the Articles of Association of the Company in substitution therefor with immediate effect

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, being the sole member of the Company, hereby irrevocably agrees to the Resolution

Signed for and on behalf of Aikengall Community Wind Company (Holdings) Limited

Reishan
30/11/07

Date

NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document were indicated above and returning it to the Company

If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 2 Once you have indicated your agreement to the Resolution you may not revoke your agreement
- 3 Unless, within 28 days of the circulation date of this written resolution, sufficient agreement has been received for the Resolution to pass, it will lapse If you agree to the Resolution, please ensure that your agreement reaches us before or during this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company Seniority is determined by the order in which the names of the joint holders appear in the register of members

Tods Murray LLP



ARTICLES OF ASSOCIATION
of
AIKENGALL COMMUNITY WIND COMPANY LIMITED

2007

MBH SKC A10203 1001 0002

FAS No 7646



TODS MURRAY LLP
SOLICITORS

Edinburgh Quay 133 Fountainbridge Edinburgh EH3 9AG

Tel 0131 656 2000 Fax 0131 656 2020 DX ED58

Also at 33 Bothwell Street Glasgow G2 6NL Tel 0141 275 4771 Fax 0141 275 4781 DX 512815 Glasgow Central

Email maildesk@todsmurray.com

www.todsmurray.com

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THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

of

AIKENGALL COMMUNITY WIND COMPANY LIMITED

(Adopted by Special Resolution passed on 30/11/07)

1 PRELIMINARY AND DEFINITIONS

1 1 The Company is a private company within the meaning of the Companies Act 1985 including any statutory modification or re enactment thereof for the time being in place and any provisions of the Companies Act 2006 for the time being in place (hereinafter referred to as "the Act") The regulations contained in Table A in the Companies (Tables A to F) Regulations 1985 as amended by the Companies (Tables A to F) (Amendment) Regulations 2007 and the Companies (Tables A to F) (Amendment) (No 2) Regulations 2007 (which Table is hereinafter referred to as "Table A") shall apply to the Company so far as the same are not excluded, or varied hereby or inconsistent herewith

1 2 Regulations 2, 5, 40, 64, 76, 77 and 94 to 97 (inclusive) of Table A shall not apply to the Company and the following Regulations of Table A shall be modified

1 2 1 Regulation 6 so that the words "be sealed with the seal" shall be deleted and there shall be inserted in lieu thereof the words "bear autographic signatures of at least two directors or one director and the secretary",

1 2 2 Regulation 35 by the deletion of the words "otherwise than out of issue of shares" and the substitution therefore of the words "whether out of distributable profits of the Company, the proceeds of a fresh issue of shares and/or otherwise",

1 2 3 Regulation 40 by the deletion of the second sentence and the substitution therefore of the words "one member shall be a quorum",

1 2 4 Regulation 46 by the deletion of

1 2 4 1 the words "two members" where they appear in paragraph (b) and the substitution thereof of the words "one member",

1 2 4 2 the word "or" at the end of paragraph (b), and

1 2 4 3 the whole of paragraphs (c) and (d),

1 2 5 Regulation 78 by the deletion of the words "and may also determine the rotation in which any additional directors are to retire",

1 2 6 Regulation 79 by the deletion of the second and third sentences,

1 2 7 Regulation 81 so that the words "Mental Health (Scotland) Act 1960" shall be deleted and there shall be inserted in lieu thereof the words "Mental Health (Care and Treatment) (Scotland) Act 2003",

1 2 8 Regulation 88 by the deletion of the fifth sentence, and

1 2 9 Regulation 101 so that the words "The Seal" shall be deleted and there shall be inserted in lieu thereof the words "If the company has a seal"

1 3 In these Articles the following expressions shall have the meanings set opposite them

"Directors" means the directors of the Company from time to time (or any duly constituted committee of them) and Director means any director of the Company,

"Parent Company" means Aikengall Community Wind Company (Holdings) Limited, a company incorporated in Scotland under the Companies Act 2006 (Company No SC333973)

1 4 In these Articles, words and expressions defined in the Act and/or Table A shall, save where otherwise defined in these Articles, bear the same meanings herein

1 5 Reference in these Articles to the singular includes the plural and vice versa and references to a gender includes all genders

2 SHARE CAPITAL

At the date of adoption of these Articles the authorised share capital of the Company is £100,000 divided into 100,000 Ordinary Shares of £1 each

3 TRUSTS

The Company shall be entitled, but shall not be bound, to accept and, in the event of acceptance, shall be entitled to record in such manner as it may think fit, notices of any trusts in respect of any shares of the Company Notwithstanding any such acceptance and/or the making of any such record, the Company shall not be bound to see to the execution, administration, or observance of any trust whether express, implied or constructive, in respect of any shares of the Company and shall be entitled to recognise and give effect to the acts and deeds of the registered holders of such shares as if they were the absolute owners thereof For the purposes of this Article "trust" includes any right in respect of any shares of the Company other than an absolute right thereto in the registered holder thereof

4 ISSUE OF SHARES

4 1 The Directors shall have authority, for the purposes of section 80 of the Act, to allot relevant securities up to an aggregate nominal amount equal to the authorised share capital of the Company on the date of adoption of these articles and that at any time or times during the period of five years from such date or at any time thereafter if allotted pursuant to an offer or agreement entered into during such period

4 2 The Directors shall be entitled to allot and issue relevant securities as they think fit

4 3 Pursuant to section 91(1) of the Act, the application to the Company of sections 89(1) and 90(1) to (6) inclusive of the Act shall be excluded

5 TRANSFER OF SHARES

5 1 Subject to Article 5 2, the Directors may, in their absolute discretion and without assigning any reason therefor, refuse to register any transfer of any share and the right to transfer shares is restricted accordingly

5 2 Notwithstanding anything contained in these Articles, the Directors shall not decline to register any transfer of shares, nor may they suspend registration thereof, where such transfer

(a) is to any bank or institution to which such shares have been charged by way of security, whether as agent for a group of banks or institutions or otherwise, or to any nominee or any transferee of such bank or institution ("a Secured Institution"), or

(b) is delivered to the Company for registration by a Secured Institution in order to perfect its security over the shares, or

(c) is executed by a Secured Institution pursuant to a power of sale or other power under such security

6 DIRECTORS

6 1 *The minimum number of Directors shall be one and the maximum number shall be three*

6 2 Subject to Article 6 3, Roderick Michael Hadyn Wood shall be Chairman of the Board of Directors

6 3 In the event of a transfer of all the shares in the Company to or by a Secured Institution pursuant to Article 5 2, the Secured Institution shall be entitled to remove and/or replace any Director of the Company (including the Chairman) by serving written notice to the Company at the Company's registered office

6 4 For so long as the Company remains a wholly owned subsidiary of the Parent Company or any company which is itself a subsidiary of the Parent Company the following provisions shall apply and to the extent of any inconsistency shall have overriding effect as against all other provisions of these Articles

6 4 1 the Parent Company may at any time and from time to time appoint any person to be a Director or the Secretary or remove from office any Director or the Secretary (whether or not appointed by the Parent Company) but so that in the case of an executive Director or an executive Secretary his removal from office shall be deemed to be an act of the Company and shall have effect without prejudice to any claim for damages for breach of any contract of service between him and the Company,

6 4 2 the Parent Company may at any time and from time to time appoint any person to be an alternate director for any Director (in which case the Director shall during the currency of such appointment have no right to

appoint an alternate director himself and shall have no right to remove such alternate director or to direct him how to vote or act) or remove from office any alternate director (whether or not appointed by the Parent Company) but so that in the case of appointment the alternate director shall be deemed for the purposes of these Articles to have been appointed by such Director and no approval of the Directors shall be required,

6 4 3 the Parent Company may at any time and from time to time appoint any person (whether or not a Director and notwithstanding that members are otherwise required to be Directors) to be a member of any committee of Directors or remove from office any member of any such committee (whether or not appointed by the Parent Company), and

6 4 4 any or all powers of the Directors shall be restricted in such respects and to such extent as the Parent Company may by notice to the Company from time to time prescribe

6 5 Any such appointment, removal, consent or notice shall be in writing served on the Company and signed on behalf of the Parent Company by any two of its Directors or by any one of its Directors and either its Secretary or some other person duly authorised for the purpose

6 6 No person dealing with the Company shall be concerned to see or enquire as to whether the powers of the Directors have been in any way restricted hereunder or as to whether any requisite consent of the Parent Company has been obtained. Moreover, no obligation incurred or transaction effected by the Company to, in favour of or with any third party in excess of the powers of the Directors as so restricted (but within the powers of the Directors apart from any restriction imposed under this Article) or without any requisite consent of the Parent Company shall be invalid or ineffectual unless the third party had at the time express notice that the incurring of such obligation or the effecting of such transaction was in excess of the powers of the Directors as so restricted and lacked any such requisite consent

6 7 The quorum for the transaction of the business of the directors shall not be less than two

6 8 In the case of an equality of votes the Chairman of the Board of Directors shall have a second or casting vote

6 9 A meeting of the Directors or any committee thereof may, subject to notice thereof having been given in accordance with these Articles, be for all purposes deemed to be held when Directors are in simultaneous communication with each other by telephone or by any means of audio visual communication, if the number of Directors participating in such communication constitutes the quorum of Directors which would otherwise be required by these Articles to be present at the meeting

7 **BORROWING POWERS**

The Directors may exercise all the powers of the Company to borrow money, to mortgage or charge its undertaking, property and uncalled capital (or any part thereof) and, subject to section 80 of the Act, to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Company or of any third party

8 ACCOUNTS

The Parent Company, subject to such conditions and regulations as the Directors may determine having regard to any obligation binding upon the Company to keep confidential information supplied to it by other persons, may inspect at any time and from time to time any account or book or document of the Company (and take and retain copies thereof)