FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

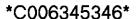
Company No. 634534

The Registrar of Companies for England and Wales hereby certifies that RANKIN KUHN TRAVEL LIMITED

having by special resolution changed its name, is now incorporated under the name of THOMAS COOK HOLIDAYS LIMITED

Given at Companies House, Cardiff, the 7th December 1999









368948

COMPANY NO. 634534

THE COMPANIES ACT 1985 COMPANY LIMITED BY SHARES SPECIAL RESOLUTION

NEW COMPANIES

0.1 DEC 1999

210 FEE PAID

COMPANIES
HOUSE

OF

RANKIN KUHN TRAVEL LIMITED

(Passed the 29th day of November 1999)

At an Extraordinary General Meeting of the Company duly convened and held at 6 Midford Place, London, the following Resolution was passed as a Special Resolution:-

THAT the Company do seek to apply to change its name to:-

THOMAS COOK HOLIDAYS LIMITED

BY ORDER OF THE BOARD

SECRETARY

A12 O206
COMPANIES HOUSE 01/12/99