

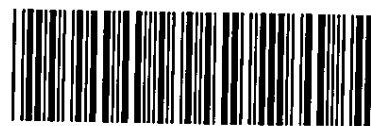
REGISTERED NUMBER 01279091

B.H. Travel Services Limited

(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

TUESDAY



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A41 22/07/2008 231
COMPANIES HOUSE

Minutes of a meeting of the directors of B.H. Travel Services Limited held at 30 Parkstone Road, Poole, Dorset, BH15 2PG on 11 July 2008 at 12 ~~am~~ p.m

Present: Paul Brunner
Rona Louise Brunner

In attendance David Lyne
Nigel Parker

1. CHAIRPERSON

Paul Brunner was appointed chairperson of the meeting.

2. NOTICE AND QUORUM

The chairperson reported that due notice of the meeting had been given and that a quorum was present. Accordingly, the chairperson declared the meeting open.

3. DECLARATIONS OF INTEREST

3.1 Pursuant to section 117 of the Companies Act 2006 and the Company's articles of association, the directors declared their interest if any in the business to be transacted by the meeting

3.2 It was noted that pursuant to the Company's articles of association, a director may vote and form part of the quorum in relation to any matter in which he is interested.

4. REPLACEMENT OF OFFICERS

4.1 It was noted that David Lyne and Nigel Parker had consented to be appointed as directors of the Company. Completed Forms 288a in respect

of these appointments were produced. The board considered the matter and **IT WAS RESOLVED THAT** their respective appointments be and are approved with immediate effect.

4 2 David Lyne and Nigel Parker declared their interest in the business to be transacted at the meeting in accordance with the requirements of section 317 of the Companies Act 1985 and the Company's articles of association.

4 3 **IT WAS RESOLVED THAT** Nigel Parker be appointed as Chairman of the meeting with immediate effect and Paul Brunner stepped down as chairman

4 4 Letter of resignation as director were then produced in respect of Paul Brunner and **IT WAS RESOLVED THAT** his resignation be approved with immediate effect and that Forms 288b be completed accordingly.

4 5 A letter of resignation as Company secretary was then produced in respect of Rona Louis Brent and **IT WAS FURTHER RESOLVED THAT** the resignation be approved with immediate effect and that Form 288b be completed accordingly.

4 6 Paul Brunner and Rona Louise Brunner then left the meeting

5. REMAINING BUSINESS OF THE MEETING

The chairperson reported that the remaining business of the meeting was to approve the transfer of shares in the Company from Paul Brunner and Rona Louise Brunner to Pinnacle Travel Limited and to complete the necessary formalities in connection with the transfer of shares

6. DOCUMENTS PRODUCED TO THE MEETING

The following documents were produced to the meeting:

(a) transfers of ordinary shares of £1 each in the Company as follows:

Transferor: Paul Brunner	29 shares
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Transferee: Rona Louise Brunner	29 shares
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(b) bank mandate in the form of the printed resolution and mandate annexed to these minutes.

7. SHARE TRANSFERS

The meeting resolved to:

- (a) approve and (subject to their being presented duly stamped) register the transfers of shares produced to the meeting; and
- (b) seal and issue new share certificates to the transferees.

8. RESOLUTIONS

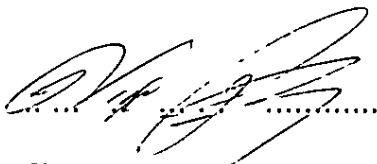
The meeting resolved to revoke all existing mandates in relation to the operation of the Company's bank account(s) with Barclay Bank and adopt the new mandate in the form annexed to these minutes

9. FILING

The chairperson requested that Nigel Parker make all necessary and appropriate entries in the books and registers of the Company and to arrange for delivery to the Registrar of Companies the notification of changes in directors and secretary (Forms 288a and 288b);

10. CLOSE

There was no further business and the chairperson declared the meeting closed.

A handwritten signature in black ink, appearing to be 'Nigel Parker', written over a dotted line.

Chairman

11 July 2008