

2757822

REPLICA AIRWAYS LIMITED

AGREEMENT TO SHORT NOTICE

We, the undersigned, being all the members of the above-named company entitled to attend and vote at a General Meeting being held on 31 OCTOBER 1997 hereby agree:-

- (a) that the said Meeting shall be deemed to have been duly called notwithstanding that shorter notice than that specified in Section 369 of The Companies Act 1985 or in the company's Articles of Association has been given therefor.
- (b) to accept as duly circulated all documents required by the Companies Act 1985 to be circulated before the said Meeting although circulated less than twenty-one days before that Meeting.

CPH



REPLICA AIRWAYS LIMITED

MINUTES OF THE ANNUAL GENERAL MEETING HELD AT

UNIT 46, BSS HOUSE, CHENEY MANOR, SWINDON, WILTS

ON 31 OCTOBER 1997

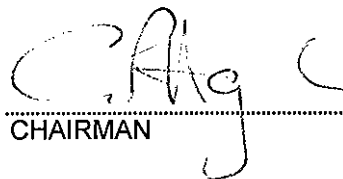
PRESENT : G. HAYES

IN ATTENDANCE : A. WRIGHT

1. REPORT AND ACCOUNTS

IT WAS RESOLVED:

THAT the directors' report and accounts for the period ended 30 April 1997
be and are hereby received and adopted.


CHAIRMAN

REPLICA AIRWAYS LIMITED

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS HELD AT

UNIT 46, BSS HOUSE, CHENEY MANOR, SWINDON, WILTS

ON 31 OCTOBER 1997

PRESENT : G. HAYES

IN ATTENDANCE : A. WRIGHT

1. DIRECTORS' REPORT AND ACCOUNTS

The report and accounts for the year ended 30 April 1997 were presented

IT WAS RESOLVED:

THAT the accounts be adopted and signed on behalf of the Board of Directors.


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CHAIRMAN