

No. 2974983

The Companies Act 1985
Company Limited by Shares

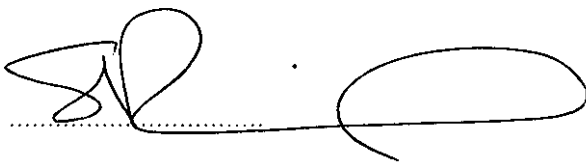
**SPECIAL RESOLUTION
of
SOL CAR RENTALS LIMITED**

(Passed 17 March 1996)

At an Extraordinary General Meeting of the Company duly convened and held on the following Resolution was passed as a Special Resolution :

RESOLUTION

That, in accordance with Section 250 of the Companies Act 1985, the company being a dormant company under that section, section 384 of the Companies Act 1985 shall not apply, and accordingly no auditors shall be appointed.

A handwritten signature in black ink, consisting of a stylized 'S' followed by a horizontal line and a large loop.