

31-10-97

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SIMMONS & SIMMONS

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Company No:- 3343095

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

of



CRYSTAL INTERNATIONAL TRAVEL GROUP LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at Crystal House, The Courtyard, Arlington Road, Surbiton, Surrey KT6 6BW at 5.00pm/pm on 14th October 1997 the following Resolutions were duly passed as Ordinary Resolutions respectively:

ORDINARY RESOLUTIONS

1. THAT the nominal capital of the Company be increased to £4,500 by the creation of 3,500 Ordinary Shares of £1 each to rank pari passu in all respects with the existing Ordinary Shares of the Company.
2. THAT each of the 4,500 issued and unissued Ordinary Shares of £1 each be subdivided into 100 Ordinary Shares of 1p each.
3. THAT:
 - (A) For the purposes of section 80 of the Companies Act 1985, the Directors be and they are hereby generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (as defined in the said section) up to an aggregate nominal amount of £4,400 in addition to the existing authority in Regulation 4 of the Articles of Association of the Company, such authority to expire five years from the date of this resolution but to be capable of previous revocation or variation from time to time by the Company in General Meeting and of rene from time to time by the Company in General Meeting for a furt period not exceeding five years: and

- (B) the Company may make any offer or agreements before the expiry of this authority that would or might require relevant securities to be allotted after this security has expired and the Directors may allot relevant securities in pursuance of any such offer or agreement as if this authority had not expired.



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Chairman

DATED 14th October 1997