

Private and Confidential

Company No 05653923

WEDNESDAY



COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

OCEAN SKY CORPORATE LIMITED

6 May 2010 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company proposes that the resolutions numbered 1 and 2 below be passed as special resolutions (the "Special Resolutions")

SPECIAL RESOLUTIONS

- 1 That the name of the Company be changed to "Ocean Sky Jet Centre (Prestwick) Limited"
- 2 That the Memorandum of Association of the Company be amended by the deletion of Clause 1 thereof and the substitution therefore of the following


"1 The Company's name is Ocean Sky Jet Centre (Prestwick) Limited "

Signature of this resolution by any holders of any class of shares in the Company shall also constitute their consent as holders of that class of shares to the passing of the resolutions set out above

Please read the notes at the end of this document before signing your agreement to the Special Resolutions

The undersigned, being the persons entitled to vote on the above resolutions on 6 May 2010 ~~2010~~ hereby irrevocably agree to the Special Resolutions

Signed by JEAN FRANCOIS
CORDEMANS as an authorised signatory
of OCEAN SKY JET CENTRE LIMITED


Date 6 May 2010

Signed by EDWARD ALLISON



Date 6 May 2010

NOTES

- 1 You can choose to agree to all of the Special Resolutions or none of them but you cannot agree to only one of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

BY HAND delivering the signed copy to DWF LLP, 5 St Paul's Square, Liverpool L3 9AE

POST returning the signed copy by post to DWF LLP, 5 St Paul's Square, Liverpool L3 9AE

FAX faxing the signed copy of 0151 907 3030 marked for the attention of KYLE QUINN

EMAIL by attaching a scanned copy of the signed document to an e-mail and sending it to kyle.guinn@dwf.co.uk. Please enter "Written Resolutions dated [6 May] 2010" in the e-mail subject box

If you do not agree to all of the resolutions, you do not need to do anything; you will not be deemed to agree if you fail to reply

- 2 Once you have indicated your agreement to the resolutions, you may not revoke your agreement
- 3 Unless by 28 days following the Circulation Date sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5653923

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

OCEAN SKY CORPORATE LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England/Wales; has changed its name to:

OCEAN SKY JET CENTRE (PRESTWICK) LIMITED

Given at Companies House on **1st June 2010**



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES