COMPANY NO. 170149

THE COMPANY ACT 1985, SECTION 9(1)

SPECIAL RESOLUTION OF

GLOBAL VACATION CLUB TITLE LIMITED

AT AN EXTRAORDINARY GENERAL MEETING OF THE ABOVE NAMED COMPANY, HELD ON THE 16th DAY OF JULY 1997 THE FOLLOWING SPECIAL RESOLUTION WAS DULY PASSED.

"That article 95 of the Company's Articles of Association be amended by inserting the following sentence at the end of the paragraph:-

"The Company may exercise the powers conferred by the provisions of the act, with regard to having an official seal for use abroad and such powers shall be vested in the directors".

SIGNED.....

DATED LA Jugust 1997

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