

**RESOLUTION OF BOARD OF DIRECTORS
OF AIRFASTTICKETS, INC.,
AUTHORIZING CONSENT TO INVOLUNTARY PETITION AND OTHER
RELATED PROVISIONS**

I, Adam Meislik, do hereby certify:

1. That I am the receiver of AirFastTickets, Inc., a Delaware corporation (the “Company”) appointed by the Delaware Court of Chancery by order dated July 21, 2015 (“Order”). Paragraph 4 of the Order provides, in pertinent part, that “the Receiver shall have sole discretion to bind the Company to any course of action or other decision that, but for the Receivership, would require a resolution of the Board of Directors of the Company.”

2. That acting pursuant to that authority, on September 21, 2015, I enacted the following resolutions, and these resolutions remain in full force and effect, without modifications as of September 21, 2015:

RESOLVED, that it is in the best interest of the Company, its creditors, employees and other interested parties that the Company consent to the involuntary bankruptcy petition filed against it under the United States Code (the “Order for Relief”) and thereafter, to concurrently move to convert the case to one under chapter 11 of the United States Code (the “Motion to Convert”). Both the Order for Relief and Motion to Convert are authorized and in the best interests of the Company.

FURTHER RESOLVED, that, Adam Meislik, as the sole authorized officer of the Company, sole Board member, and responsible person during the Company’s bankruptcy case (the “Authorized Officer”) makes such a determination. A bankruptcy case for the Company under chapter 11 is hereby approved and adopted in all respects, and the Authorized Officer is hereby authorized and directed, on behalf of and in the name of this Company, to execute and verify the Order for Relief and to cause the Order for Relief, Motion to Convert, and all other pleadings and documents to be filed with the United States Bankruptcy Court for the Southern District of New York.

FURTHER RESOLVED, that—in connection with commencing, sustaining, or successfully terminating a proceeding under chapter 11 of the Bankruptcy Code—the Authorized Officer is hereby authorized to execute

and file all petitions, schedules, lists, and other papers and to take any and all other actions that the Authorized Officer deems necessary and proper, including retaining and employing legal counsel.

FURTHER RESOLVED, that (i) the form, terms, and provisions of any documents executed, delivered and performed by the Authorized Officer on behalf the Company related to or arising from the resolutions contained herein are ratified, approved, and confirmed, (ii) that the transactions described in the documents are ratified, approved, and confirmed, and (iii) that the execution and delivery of documents by the Authorized Officer shall be conclusive evidence of approval of such documents by the Board.

FURTHER RESOLVED, that any and all past actions, covenants, promises of the Company, or of the Authorized Officer in the name and on behalf of the Company, in furtherance of any or all of the preceding resolutions be, and hereby are, ratified, confirmed, and approved in all respects.

FURTHER RESOLVED, that the firm of Arent Fox LLP ("Arent Fox") is hereby retained as general counsel for the Company in connection with the commencement, maintenance, and termination of the Company's bankruptcy case—including all contested matters, adversary proceedings, and appeals arising in or from such a case. Furthermore, the firm of Richards, Layton & Finger ("RLF") is hereby retained as special corporate counsel for the Company in connection with the sale of the Company's assets.



Adam Meislik, Authorized Officer

Date: September 21, 2015