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July 5, 2012

RE: Travel Consumer Restitution Corporation

Dear Board of Directors,

In satisfaction of the requirements set forth in Article XII, Section 2 of the Bylaws of Travel Consumer Restitution Corporation ("TCRC") and California Business and Professions Code section 17550.54, the Office of the Attorney General hereby gives written consent to amend the bylaws of TCRC to add to Article V as follows:

**Section 8. Actions Without a Meeting.** Any member of the board of directors may request a vote on a specific resolution by e-mail sent to the e-mail address on file with the corporation for each director. The directors have seven days to vote on the resolution. Any director may request a telephone conference to discuss the resolution. In the case where such a telephone conference is requested: (1) The telephone conference shall be set by the president or secretary within seven days of the request for the conference; (2) The president or secretary shall use reasonable efforts to elicit the participation of board members; (3) The seven-day voting period is suspended and tolled until the completion of the telephone conference; (4) The resolution may be adopted by the assent of a majority of the directors then serving during the telephone conference or via email within seven days.

Sincerely,

A handwritten signature in dark ink, appearing to read "JINSOOK OHTA", written over a horizontal line.

JINSOOK OHTA  
Deputy Attorney General

For KAMALA D. HARRIS  
Attorney General

JO: