

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

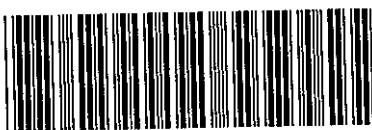
Company No. 1993771

The Registrar of Companies for England and Wales hereby certifies that
HUNTING BUSINESS AVIATION (HEATHROW) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
METRO BUSINESS AVIATION (HEATHROW) LIMITED

Given at Companies House, Cardiff, the 17th November 1995

E. P. Owen
MRS. E. P. OWEN



C01993771G

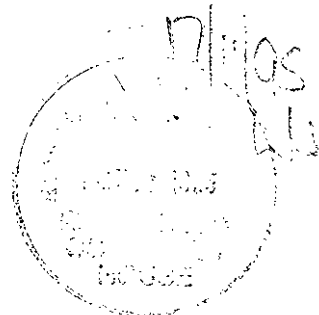
For the Registrar of Companies



C O M P A N I E S H O U S E

HC006B

1993771.



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION

of -

HUNTING BUSINESS AVIATION (HEATHROW) LIMITED

(passed on 9-11-95)

At an Extraordinary General Meeting of the Company held at 14 South St
on 9-11-95 the following resolution was duly passed as a Special Resolution of the
Company: -

SPECIAL RESOLUTION

THAT the name of the Company be changed to Metro Business Aviation (Heathrow)
Limited.

CHAIRMAN

WE HEREBY CERTIFY
THIS TO BE A TRUE AND
ACCURATE COPY OF
THE ORIGINAL

Herbert Smith
HERBERT SMITH

Exchange House
Primrose Street
London EC2A 2HS

Date 9th November 1995

