

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2431858

The Registrar of Companies for England and Wales hereby certifies that
AIRPORTS UK (SOUTHAMPTON) LIMITED

having by special resolution changed its name, is now incorporated
under the name of
SOUTHAMPTON INTERNATIONAL AIRPORT LIMITED

Given at Companies House, Cardiff, the 1st December 1994


M.LEWIS



For the Registrar of Companies

C024318587



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

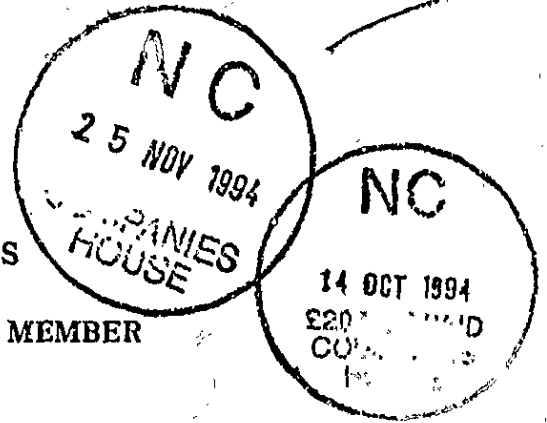
HC0068

Company Number 2431858

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE SOLE MEMBER
of

AIRPORTS UK (SOUTHAMPTON) LIMITED



I, the undersigned, being the sole member for the time being of Airports UK (Southampton) Limited, HEREBY RESOLVE, pursuant to Regulation 53 of Table A of the Companies (Tables A to F) Regulations 1985 which Regulation is incorporated in the Articles of Association of the Company, as a Special Resolution of the Company:-

SPECIAL RESOLUTION

"THAT the name of the Company be changed to Southampton International Airport Limited with effect from 1 December 1994."

Dated: 10 October 1994

..... Director
For and on behalf of Airports UK Limited

