

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3610673

The Registrar of Companies for England and Wales hereby certifies that
GARDNER AEROSPACE LIMITED

having by special resolution changed its name, is now incorporated
under the name of

GARDNER (A) LIMITED

Given at Companies House, London, the 24th March 2003



C03610673N



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

B 55041
No. 03610673



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
-of-
GARDNER AEROSPACE LIMITED

(Effective 19/3 2003)

We, the undersigned, being all the shareholders of the above Company (the "**Company**") for the time being entitled to attend and vote at general meetings of the Company resolve in accordance with section 381 of the Companies Act 1985 (the "**Act**"):-

WRITTEN RESOLUTION

THAT subject to the consent of the Registrar of Companies, the name of the Company be changed to "**Gardner (A) Limited**".

.....
For and on behalf of
Barclays Group Holdings Limited

For and on behalf of
BARCOSEC Limited
DIRECTOR

