



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 355040

The Registrar of Companies for Scotland hereby certifies that

MM&S (5454) LIMITED

having changed its name, is now incorporated under the name of

AAR AEROSPACE INTERNATIONAL LIMITED

Given at Companies House on **15th April 2009**



CSC355040E



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

Number of Company: SC355040
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF



MM&S (5454) LIMITED
(the "Company")

CIRCULATION DATE: 8 April 2009

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following written resolution as a special resolution:

1. CHANGE OF NAME

That the name of the Company be changed to 'AAR AEROSPACE INTERNATIONAL LIMITED'.

Please read the notes at the end of this document before signifying your agreement to this written resolution.

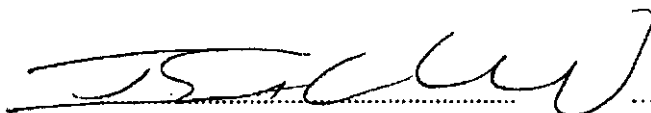
The undersigned, a person entitled to vote on the above resolution on the circulation date, hereby irrevocably agrees to this written resolution.



8 April 2009

For and on behalf of Vindex Limited

Date



8 April 2009

For and on behalf of Vindex Services Limited Date

NOTES

1. If you agree to the above resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. Unless by the date falling 28 days after the circulation date, sufficient agreement has been received for the resolution to pass, it will lapse.

