

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 753964

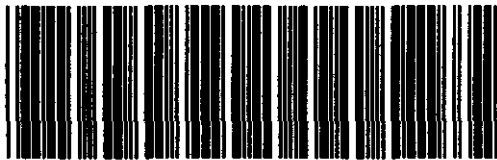
The Registrar of Companies for England and Wales hereby certifies that

BRITISH AEROSPACE PENSION FUNDS TRUSTEES LIMITED

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

BAE SYSTEMS PENSION FUNDS TRUSTEES LIMITED

Given at Companies House, London, the 23rd February 2000



C00753964M

N. Richards.
MR. N. RICHARDS

For The Registrar Of Companies



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

Company No. 753964



BRITISH AEROSPACE PENSION FUNDS TRUSTEES LIMITED

I HEREBY CERTIFY THAT the following is a true and fair copy of a special resolution passed at an Extraordinary General Meeting of the Company held on 22nd February 2000:

THAT the name of the Company be changed to BAE SYSTEMS Pension Funds Trustees Limited.



.....
D S Parkes
Secretary

NIL £100
CB 479172
SIGN
430F 47