

FILE COPY



CERTIFICATE OF INCORPORATION

ON CHANGE OF NAME

AND RE-REGISTRATION OF A PRIVATE COMPANY

AS A PUBLIC COMPANY

Company No. 2425976

The Registrar of Companies for England and Wales hereby certifies that

MERCURY AIRFREIGHT HOLDINGS LIMITED

formerly registered as a private company having changed its name and having this day been re-registered under the Companies Act 1985 as a public limited company is now incorporated under the name of

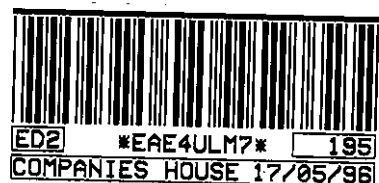
MERCURY HOLDINGS plc

and that the company is limited.

A handwritten signature in dark ink, appearing to read 'Gerald Ryan'.

Given at Companies House, London, the 17th May 1996

For The Registrar Of Companies



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