

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3144919

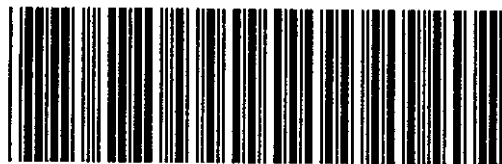
The Registrar of Companies for England and Wales hereby certifies that

BRATHWELL

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

MATRA BAe DYNAMICS UK

Given at Companies House, London, the 24th October 1996



C03144919N

L. Barnes
MRS. L. BARNES

For The Registrar Of Companies



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

BRATHWELL(Registered in England No. 3144919)Written Resolution of 23 October 1996

We, the undersigned, being all of the members of the Company having the right to vote at general meetings (or authorised agents of such members), signify our assent to the passing of the resolution set out below under the provisions of Article 53 of Table A (as defined in the Articles) to the effect that such resolution shall be deemed to be as effective as if they had been passed at a general meeting of the company duly convened and held.

SPECIAL RESOLUTION

THAT the name of the Company be changed from "Brathwell" to "MATRA BAe DYNAMICS UK".

Dated 23 October 1996

for and on behalf of Legibus Nominees Limited

for and on behalf of Legibus Secretaries Limited

N/C £100 //

NW 003326

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