

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3234500

The Registrar of Companies for England and Wales hereby certifies that
PRECIS (1467) LIMITED

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

Bristow Aviation Holdings Limited

Given at Companies House, London, the 12th December 1996



C03234500B

S. Bashar

MISS S. BASHAR

For The Registrar Of Companies



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

Company Number: 3234500



THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

PRECIS (1467) LIMITED

(passed on 12th December 1996)

At an Extraordinary General Meeting of the above-named company duly convened and held on 12th December 1996 the following Special Resolution of the Company was duly passed;

SPECIAL RESOLUTION

THAT

the name of the Company be changed to Bristow Aviation Holdings Limited.

By Order of the Board

A handwritten signature in black ink, written over a horizontal dotted line. The signature is stylized and appears to be a first name followed by a surname.

Dated: 12th December 1996

*nlc - 1150 -
cdco 143646
s/day*