

FILE COPY



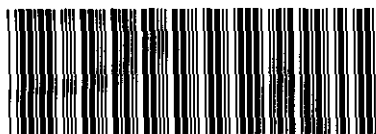
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4007719

The Registrar of Companies for England and Wales hereby certifies that
NIMBUS AIR TRAFFIC LIMITED

having by special resolution changed its name, is now incorporated
under the name of
SERCO GLOBAL PROJECTS LIMITED

Given at Companies House, Cardiff, the 11th December 2001



C04007719A



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

MADE
20063

Company no: 4007719

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING OF

NIMBUS AIR TRAFFIC LTD

(the "Company")

We, being all the members of the Company who at the date of this resolution are entitled to attend and vote at general meetings of the Company, **RESOLVE**, in accordance with section 381A of the Companies Act 1985 **AS FOLLOWS**:

1 CHANGE OF NAME

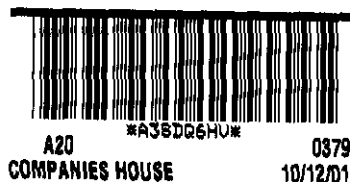
THAT the name of the Company be changed to Serco Global Projects Limited.

Signed: 

a duty authorised representative of
Nimbus Holdings Limited

Dated: 4/12/01

BARC 610-702868



I CERTIFY THAT THIS IS A
TRUE COPY OF THE ORIGINAL


SECRETARY/DIRECTOR