

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4251130

The Registrar of Companies for England and Wales hereby certifies that

CABOT 22 LIMITED

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

ANSETT WORLDWIDE (UK) LIMITED

Given at Companies House, London, the 11th January 2002



C04251130A

A handwritten signature in black ink, appearing to read 'N. Bental'.

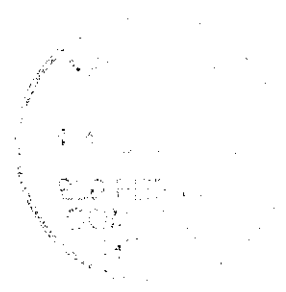
For The Registrar Of Companies



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

S/day N/C
BB070580

Company No: 4251130



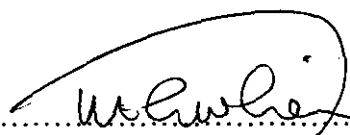
CABOT 22 LIMITED

("the Company")

SOLE MEMBER'S WRITTEN RESOLUTION

In accordance with section 381A of the Companies Act 1985 I, Mary Elizabeth Gledhill, the sole member of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, **DECLARE** that the following Special Resolution shall have effect as if passed by the Company in general meeting and accordingly **RESOLVE**:

THAT the name of the Company be changed to 'Ansett Worldwide (UK) Limited'


.....
Mary Elizabeth Gledhill

9 January 2002

