

THE COMPANIES ACTS, 1908 TO 1999

COMPANY LIMITED BY SHARES

MEMORANDUM AND ARTICLES OF ASSOCIATION

OF

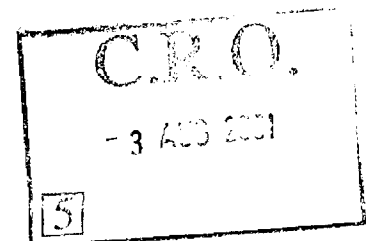
**SHANNON FREE AIRPORT
DEVELOPMENT COMPANY LIMITED**

(As amended
by Ordinary or Special Resolutions up to and including
4th July, 2001).

Incorporated the 28th day of January, 1959.

ROGER GREENE & SONS,

Solicitors,
11 Wellington Quay,
DUBLIN 2.



CERTIFICATE OF INCORPORATION

I HEREBY CERTIFY that SHANNON FREE AIRPORT DEVELOPMENT COMPANY LIMITED is this day Incorporated under the Companies Acts, 1908 to 1924, and that the Company is Limited.

GIVEN under my hand at Dublin, this Twenty-eighth day of January, One thousand nine hundred and fifty-nine.

Fees and Deed Stamps £3 10s 0d.
Stamp Duty on Capital £ 5s 0d.

J.F. RICHARDSON,
Assistant Registrar of
Joint Stock Companies to 1983).