

Tab 3

We hereby certify this to be a true copy of the original

Taylor Wessinger 11/11/09

Rule 2.2

Form 2.1B

Administration application

Name of Company Aero Inventory (UK) Limited	Company number 02904862
In the Royal Courts of Justice Chancery Division Companies Court	<i>For court use only</i> Court case number 20292 - 09

(a) Insert full name(s) of applicant(s)

(h) Insert amount of nominal capital and how it is divided

(j) Insert amount of capital paid up or credited as paid up

1. The application of (a) the directors of Aero Inventory (UK) Limited

(i) in reliance on paragraph 12(1)(b) of Schedule B1 to the Insolvency Act 1986 ("the Schedule")

2. Aero Inventory (UK) Limited ("the company") was incorporated on 4 March 1994 under the Companies Act 1985, and the registered number of the company is 02904862.

3. The registered office of the company is at 30 Lancaster Road, New Barnet, Hertfordshire, EN4 8AP

4. The nominal capital of the company is £26,000 divided into 26,000 shares of £1 each. The amount of the capital paid up or credited as paid up is £26,000

5. The principal business which is carried on by the company is:

To provide services to companies in the aerospace industry, including a comprehensive procurement and inventory management service.

6. The company is not an insurance undertaking / credit institution / an investment undertaking providing services involving the holding of funds or securities for third parties / or a collective investment undertaking under Article 1.2 of the EC Regulation.

7. For the reasons stated in the witness statement in support of this application it is considered that the EC Regulation will apply. If it does apply, proceedings will be the main proceedings as defined in Article 3 of the EC Regulation.

8. The applicant believes that the company is or is likely to become unable to pay its debts for the reasons stated in the witness statement in support attached to this application.

9. The applicant proposes that during the period for which the order is in force, the affairs, business and property of the company be managed by

(l) James Robert Tucker, Richard Heis and Allan Watson Graham of KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB

whose statements in Form 2.2B are attached to this application.



*Delete as applicable

*Delete as applicable

(k) Insert whether main or territorial proceedings

*Delete as applicable

(l) Insert full name(s) and address(es) of proposed administrator(s)

10. A witness statement in support of this application is attached.

*Delete as applicable
(m) Insert address for
service

11. The applicant's solicitor's address for service is
Taylor Wessing LLP, 5 New Street Square, London, EC4A 3TW

12. The applicant(s) therefore request(s) as follows:-

(1) that the court make an administration order in relation to Aero Inventory (UK) Limited

(n) Insert full name(s) of
proposed administrator(s)

(2) that James Robert Tucker, Richard Heis and Allan Watson Graham

be appointed to be the administrators of the said company

(o) Insert details of any ancillary
orders sought

(3) that such order be made as set out in the draft order attached to this application and which
the court thinks appropriate.

*Delete as applicable

Signed Taylor Wessing LLP
*Applicant / applicant's solicitor
(If signing on behalf of firm or company state position or office held)

Dated 11 November 2009

Endorsement to be completed by the court

This application having been presented to the court on 11/11/09 # 10.20 AM will

be heard at (p) 18/11/09

NB 10.30 on

(Date) CT 17 at

(Time) _____ hours
(or as soon thereafter as the application can be heard)

The solicitor to the applicant is:—

Name: Taylor Wessing LLP

Address: 5 New Street Square, London, EC4A 3TW

Telephone No: 0207 300 4898/4867

Reference: PDC/AXP/AER6.U24

(p) Insert name and address
of Court/District Registry

Statement of proposed administrator

Name of Company: Aero Inventory (UK) Limited	Company number: 02904862
IN THE High Court of Justice Chancery Division Companies Court	<i>In court as with</i> Court case number

1. I Richard Heis of KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB hereby certify that I am authorised under the provisions of Part XIII of the Insolvency Act 1986 to act as an insolvency practitioner.

I.P. No.: 8618

Name of Regulatory Body: ICAEW

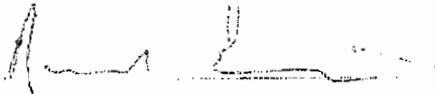
2. I consent to act as administrator of Aero Inventory (UK) Limited, 30 Lancaster Road, New Barnet, Hertfordshire, EN4 8AP ("the company") in accordance with the application of the directors of the company dated 11 November 2009.

3. I am of the opinion that the purpose of administration is reasonably likely to be achieved.

4. I have had a prior professional relationship with the company.

I attach to this Statement a short summary of any prior professional relationship(s) with the company.

Signed



Dated

10 November 2009

Aero Inventory (UK) Limited and Aero Inventory Plc ("the Companies")

Statement of Prior Professional Relationships

The proposed administrators, James Robert Tucker, Richard Heis and Allan Watson Graham, have had a prior relationship with the company only by extension of KPMG's relationship as set out below

The proposed administrators have identified the following relationships which KPMG LLP has had with the Companies in the last three years;

- Since October 2009 KPMG LLP has provided advice to the banking syndicate to which the Companies are parties. This has taken the form of bank options advice and contingency planning. Fees are approximately £150,000.
- Between May 2007 and October 2009 KPMG LLP provided indirect tax advisory services to the value of approximately £650,000. The services included advising on processes, procedures and controls in relation to import and export issues including country specific advice in the UK, US, El Salvador, Mexico and Switzerland. Of the £650,000 contract approximately £350,000 has been paid, with £300,000 remaining either unpaid or unbilled.
- In April 2008 KPMG LLP was engaged to provide confirmation, clarification and guidance on the application of generally accepted accounting principles in relation to inventory and business combination accounting. The scope of the engagement was illustrative, with no reference to specific transactions. Any specific advice relevant to specific transactions was to follow by separate instruction if required. No such further instruction was received. Fees earned in relation to this work were approximately £3,000.

Statement of proposed administrator

Name of Company: Aero Inventory (UK) Limited	Company number: 02904862
IN THE High Court of Justice Chancery Division Companies Court	<i>For court use only</i> Court case number

1. I James Robert Tucker of KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB hereby certify that I am authorised under the provisions of Part XIII of the Insolvency Act 1986 to act as an insolvency practitioner.

I.P. No.: 8916

Name of Regulatory Body: ICAEW

2. I consent to act as administrator of Aero Inventory (UK) Limited, 30 Lancaster Road, New Barnet, Hertfordshire, EN4 8AP ("the company") in accordance with the application of the directors of the company dated 11 November 2009.

3. I am of the opinion that the purpose of administration is reasonably likely to be achieved.

4. I have had a prior professional relationship with the company.

I attach to this Statement a short summary of any prior professional relationship(s) with the company.

Signed J. Tucker

Dated 10 November 2009

Aero Inventory (UK) Limited and Aero Inventory Plc ("the Companies")

Statement of Prior Professional Relationships

The proposed administrators, James Robert Tucker, Richard Heis and Allan Watson Graham, have had a prior relationship with the company only by extension of KPMG's relationship as set out below

The proposed administrators have identified the following relationships which KPMG LLP has had with the Companies in the last three years;

- Since October 2009 KPMG LLP has provided advice to the banking syndicate to which the Companies are parties. This has taken the form of bank options advice and contingency planning. Fees are approximately £150,000.
- Between May 2007 and October 2009 KPMG LLP provided indirect tax advisory services to the value of approximately £650,000. The services included advising on processes, procedures and controls in relation to import and export issues including country specific advice in the UK, US, El Salvador, Mexico and Switzerland. Of the £650,000 contract approximately £350,000 has been paid, with £300,000 remaining either unpaid or unbilled.
- In April 2008 KPMG LLP was engaged to provide confirmation, clarification and guidance on the application of generally accepted accounting principles in relation to inventory and business combination accounting. The scope of the engagement was illustrative, with no reference to specific transactions. Any specific advice relevant to specific transactions was to follow by separate instruction if required. No such further instruction was received. Fees earned in relation to this work were approximately £3,000.

Statement of proposed administrator

Name of Company: Aero Inventory (UK) Limited	Company number: 02904862
IN THE High Court of Justice Chancery Division Companies Court	<i>For court use only</i> Court case number

1. I Allan Watson Graham of KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB hereby certify that I am authorised under the provisions of Part XIII of the Insolvency Act 1986 to act as an insolvency practitioner.

I.P. No.: 8719

Name of Regulatory Body: ICAEW

2. I consent to act as administrator of Aero Inventory (UK) Limited, 30 Lancaster Road, New Barnet, Hertfordshire, EN4 8AP ("the company") in accordance with the application of the directors of the company dated 11 November 2009.

3. I am of the opinion that the purpose of administration is reasonably likely to be achieved.

4. I have had a prior professional relationship with the company.

I attach to this Statement a short summary of any prior professional relationship(s) with the company.



Signed

Dated 10 November 2009

Aero Inventory (UK) Limited and Aero Inventory Plc ("the Companies")

Statement of Prior Professional Relationships

The proposed administrators, James Robert Tucker, Richard Heis and Allan Watson Graham, have had a prior relationship with the company only by extension of KPMG's relationship as set out below

The proposed administrators have identified the following relationships which KPMG LLP has had with the Companies in the last three years;

- Since October 2009 KPMG LLP has provided advice to the banking syndicate to which the Companies are parties. This has taken the form of bank options advice and contingency planning. Fees are approximately £150,000.
- Between May 2007 and October 2009 KPMG LLP provided indirect tax advisory services to the value of approximately £650,000. The services included advising on processes, procedures and controls in relation to import and export issues including country specific advice in the UK, US, El Salvador, Mexico and Switzerland. Of the £650,000 contract approximately £350,000 has been paid, with £300,000 remaining either unpaid or unbilled.
- In April 2008 KPMG LLP was engaged to provide confirmation, clarification and guidance on the application of generally accepted accounting principles in relation to inventory and business combination accounting. The scope of the engagement was illustrative, with no reference to specific transactions. Any specific advice relevant to specific transactions was to follow by separate instruction if required. No such further instruction was received. Fees earned in relation to this work were approximately £3,000.