

£50 FEE PAID

COMPANIES HOUSE

Please complete in typescript, or in bold black capitals.

CHFP025

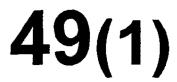
NOTE

overleaf

Company Number

Company Name in full

021488/50



Application by a limited company to be re-registered as unlimited

212588

United Artists Screen Entertainment Limited

applies to be re-registered as unlimited

The following documents are attached in support of this application for the

- Signed assents by or on behalf of all the members of the company (Form No 49(8)(a))
- according to section 49(8)(b) of the Companies Act 1985
- alterations set out overleaf

1 9 MAR 2008

company to be re-registered as unlimited

- 2 OA statutory declaration made by the directors of the company
- 3 A printed copy of the company's memorandum incorporating the
- 4 ¹⁹[A printed copy of the company's articles incorporating the alterations

Statutory Declaration (form No 49 (8) (b)) is available

A non prescribed form of

Alterations in the memorandum and articles should be set out

Please delete as appropriate

f the currency is not in Pounds Sterling, please quote the currency used

Nominal share capital (if any) provided for in the articles as altered

22,250,000

Signed

† Please delete as appropriate

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query

LD₁

19/03/2008 **COMPANIES HOUSE**

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Date

SIE PECTMENT 500

t a director / secretary

McGrigors LLP 5 Old Bailey London EC4M 7BA

Ref ABR/AJ/ME0919 1/Doc 3 1 1g (L1575795v6)

Tel 020 7054 2500

DX number DX 227

DX exchange London Chancery Lane

When you have completed and signed the form please send it to the Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

Laserform International 12/99

- (1) The memorandum of association of the Company be and is amended by the adoption in its entirety of the Memorandum of Association set out in Table E as the new memorandum of association as per the Companies (Tables A to F) Regulations 1985 as amended, with the sole exceptions that:
 - (1) The name of the company is United Artists Screen Entertainment (the "Company").
 - (ii) The Company's objects will remain as per the Memorandum of Association adopted by the Company on 17 August 1984, with an additional object "to carry on business as a general commercial company".
 - (iii) The Company's share capital is £22,250,000 divided into;
 - (a) 33,000,000 ordinary shares of £0.25 each;
 - (b) 7,000,000 ordinary shares of £1 each;
 - (c) 2,000,000 cumulative preference shares (6%) of £1 each; and
 - (d) 5,000,000 cumulative pre preference shares (4 5%) of £1 each.
- (2) The articles of association of the Company be and are amended by the adoption in their entirety of the Articles of Association set out in Table E as the new articles of association as per the Companies (Tables A to F) Regulations 1985 as amended, with the sole exeptions that.
 - (i) The Company's share capital is £22,250,000 divided into;
 - (a) 33,000,000 ordinary shares of £0 25 each,
 - (b) 7,000,000 ordinary shares of £1 each;
 - (c) 2,000,000 cumulative preference shares (6%) of £1 each; an
 - (d) 5,000,000 cumulative pre preference shares (4 5%) of £1 each
 - (11) If the directors of the Company so resolve either generally or for a specific purpose that the directors or members of a committee of the directors may participate in a meeting of the directors or such committee by means of conference telephone, audio-visual linkage, or other communications equipment whereby all persons participating in a meeting can hear each other, then participation in the meeting in this manner shall be deemed to constitute presence in person at such meeting.