

10  
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

FEB-5 1973 010.00

of

VARMERNY LIMITED

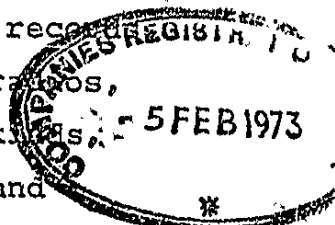
Passed on 30<sup>th</sup> January, 1973  
30th January

At an Extraordinary General Meeting of the above-named Company, duly convened and held on 30<sup>th</sup> January, 1973 the following Resolutions were duly passed as Special Resolutions namely :-

SPECIAL RESOLUTIONS

1. That the name of the Company be changed to Virgin Records Limited
2. That the Memorandum of Association of the Company be altered with respect to its objects by the deletion of sub-paragraphs (1) and (2) of paragraph (A) of Clause 3 thereof and by the substitution therefor of the following paragraph :-

"(A)(1) To carry on business as makers, manufacturers, producers and distributors of records, filmtracks cassettes and all forms of recorded sound and as buyers and sellers (wholesale and retail), importers and exporters, merchants and dealers in records, tapes, record players, tape recorders, radios, electrical and electronic goods of all kinds, engravings, prints, pictures, drawings and generally every form of pictorial and sound recording and all other apparatus for recording



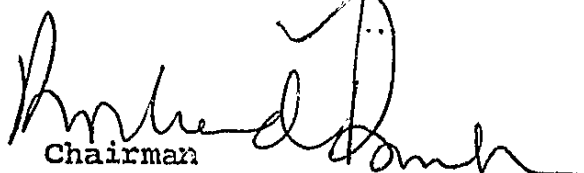
by sight or sound and all rights to produce, distribute or exhibit any entertainment or event by means of films, records, tapes, or such other apparatus as aforesaid

(2) To manage, engage, provide, and employ, or to act as managers and agents in the engaging, providing and employing of artistes of all kinds, actors, singers, authors and composers of musical and dramatic compositions and entertainments of all kinds.

(3) To acquire and dispose of copyrights, rights of representation, licences and any other rights or interest in any drama, play, song, composition (musical or otherwise), picture, drawing or photograph, and to print, publish or cause to be printed or published anything of which the Company has a copyright or right to print or publish, and to sell, distribute and deal with any matters so printed or published in such manner as the Company may think fit, and to grant licences or rights in respect of any property of the Company to any person, firm or company."

That the regulations contained in the printed document submitted to the Meeting and signed for identification purposes only by the Chairman thereof be and they are hereby approved and adopted as the new Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles of Association

That each of the 100 Shares of £1 in the capital of the Company be and the same is hereby designated as an Ordinary Share of £1

  
Chairman



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

No. 1070953

*[Handwritten signature]*  
11

I hereby certify that  
**VARMERNY LIMITED**

having by special resolution and with the approval of the Secretary of State changed  
its name, is now incorporated under the name of

**VIRGIN RECORDS LIMITED**

Given under my hand at London the 28th February 1973

*N Taylor*  
(N. TAYLOR)

*Assistant Registrar of Companies*



G.172