

THE COMPANIES ACTS 1948 to 1980

COMPANY LIMITED TO SHARES

SPECIAL RESOLUTIONS

- of -

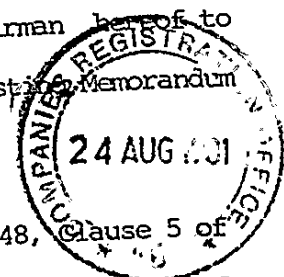
BRADCALE LIMITED

Passed 7th August 1981.

At an Extraordinary General Meeting of the above-named Company held on the 7th day of August 1981 the following Resolutions were proposed and passed as Special Resolutions.

RESOLUTIONS

1. That subject to obtaining the consent of the Secretary of State for Trade, the Company do change its name to "RCA Audio ~~Visuals~~ Limited".
2. That the Articles of Association contained in the printed document submitted to this Meeting and for the purposes of identification subscribed by the Chairman hereof be and they are hereby adopted as the Articles of Association of the Company to the exclusion of all the existing Articles of Association of the Company.
3. That the provisions of the Company's Memorandum of Association with respect to the objects of the Company be altered by the adoption of the objects set out in Clause 3 of the printed document submitted to this Meeting and for the purpose of identification subscribed by the Chairman hereof to the exclusion of the objects set out in Clause 3 of the existing Memorandum of Association of the Company.
4. That, pursuant to Section 23 of the Companies Act 1948, Clause 5 of the Memorandum of Association of the Company be altered by the adoption of the Clause 5 set out in the printed document submitted to this Meeting and for the purpose of identification subscribed by the Chairman hereof to the



exclusion of the Clause 5 in the existing Memorandum of Association of the
Company.

.....*John Chapman*.....
Director

04/568

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CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 1574907

112

I hereby certify that

BRADCALE LIMITED

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

RCA AUDIOVISUALS LIMITED

Given under my hand at Cardiff the

23RD SEPTEMBER 1981

A handwritten signature in cursive script, appearing to read 'E. J. Williams'.

Assistant Registrar of Companies

1514.907

THE COMPANIES ACT 1946 TO 1980

COMPANY LIMITED TO SHARE

SPECIAL RESOLUTION

- of -

RCA AUDIOVISUALS LIMITED

Passed on 12th October 1981.

At an Extraordinary General Meeting of the above-named Company held on the 12th day of October 1981 the following Resolution was proposed and passed as a Special Resolution.

RESOLUTION

That subject to obtaining the consent of the Secretary of State for Trade, the Company do change its name to "RCA Audio-Visuals Limited".

.....
Director.



Messrs C. Hoare.
CN 2254. R40.



FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 1574907

15.

I hereby certify that

RCA AUDIOVISUALS LIMITED

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

RCA AUDIO-VISUALS LIMITED

Given under my hand at Cardiff the

11TH NOVEMBER 1981

A handwritten signature in dark ink, appearing to be 'J. J. Jones' or similar, written over a horizontal line.

Assistant Registrar of Companies