

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1875591

The Registrar of Companies for England and Wales hereby certifies that
THE DIGITAL RADIO GROUP LIMITED

having by special resolution changed its name, is now incorporated
under the name of
EMAP DIGITAL RADIO LIMITED

Given at Companies House, Cardiff, the 9th April 1999



C018755918



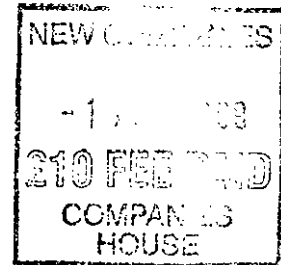
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



C O M P A N I E S H O U S E

HC006B

100243.



THE DIGITAL RADIO GROUP LIMITED

(Registered Number : 1875591)

THE COMPANIES ACTS, 1985 TO 1989

COMPANY LIMITED BY SHARES

RESOLUTION

of

THE DIGITAL RADIO GROUP LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held on the 26 March 1999 the following Resolution was duly passed as a Special Resolution of the Company.

SPECIAL RESOLUTION

THAT the name of the Company be and it is hereby changed to

EMAP DIGITAL RADIO LIMITED



M R Henson
Secretary

