

130793

CCR

Company No: 1927955

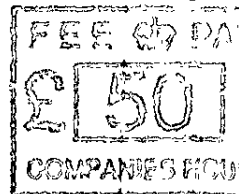
THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

CNN INTERNATIONAL SALES LIMITED



Dated 9 July 1993

WE, the undersigned, being all the members of the above Company for the time being entitled to attend and vote at general meetings of the Company HEREBY RESOLVE that the following resolution be adopted as a Special Resolution of the Company:

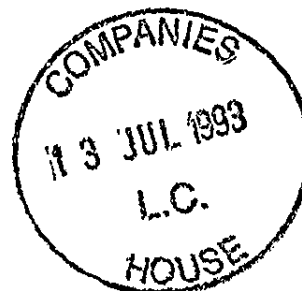
"That the name of the Company be changed to
TURNER INTERNATIONAL NETWORK SALES LIMITED"

[Signature]

For and on behalf of
TURNER INTERNATIONAL INC.

[Signature]

For and on behalf of
GRAY'S INN NOMINEES LIMITED



RMMS/kw/1146B/1

CHL 95104183
CIN 200
SANE 201

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 1927955

The Registrar of Companies for England and Wales hereby certifies that

CNN INTERNATIONAL SALES LIMITED

having by special resolution changed its name, is now incorporated
under the name of

TURNER INTERNATIONAL NETWORK SALES LIMITED

Given at Companies House, London, the 13th July 1993

A handwritten signature in black ink, appearing to read 'C. Carr'.

MR. C. CARR

For The Registrar Of Companies



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