

Company no 2228654

THE COMPANIES ACT 1985

and

THE COMPANIES ACT 1989

COMPANY LIMITED BY SHARES

**SPECIAL RESOLUTION**

of

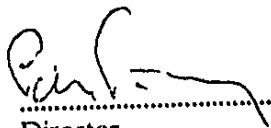
**Z RADIO LIMITED**

Passed this 3rd day of August 1998

At an extraordinary general meeting of Z Radio Limited held on 3 August 1998 at Stockholm, Sweden the following resolution was proposed and passed as a SPECIAL RESOLUTION:-

"That the provisions of the articles of association be altered by the insertion of the following clause to be numbered as clause 11 and by renumbering the existing clauses accordingly:-

All or any of the members of the board or any members of the Company may participate in a meeting of the board or the Company by means of a conference telephone or any communication equipment which allows all persons participating in the meeting to hear each other. A person so participating shall be deemed to be present in person at the meeting and shall be entitled to vote or be counted in a quorum accordingly. Such a meeting shall be deemed to take place where the largest of the group of those participating is assembled, or, if there is no such group where the Chairman of the meeting then is."

  
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Director

P. TÖRNBORG

