

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2228654

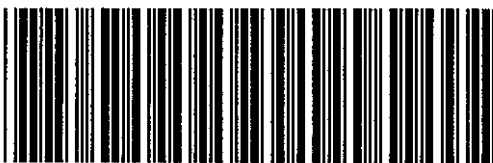
The Registrar of Companies for England and Wales hereby certifies that

Z RADIO LIMITED

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

MTG BROADCASTING UK LIMITED

Given at Companies House, London, the 14th December 1998



\*C02228654D\*

*N. Richards.*  
MR. N. RICHARDS

For The Registrar Of Companies



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

COMPANY NO: 2228654



THE COMPANIES ACT 1985

AND

THE COMPANIES ACT 1989

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION OF

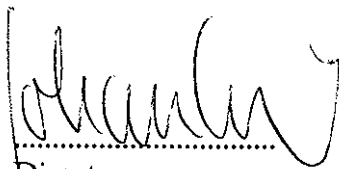
Z RADIO LIMITED

PASSED ON 28 JULY 1998

The following Special Resolution was passed by a written resolution of the sole member of the Company on 28 July 1998

SPECIAL RESOLUTION

"That the name of the company be changed to  
**MTG BROADCASTING UK LIMITED**".

  
.....  
Director

Presented by:  
Ernst & Young  
Company Secretarial Group  
400 Capability Green  
Luton  
LU1 3LU

A/C £100  
3H 005421  
5/DAY