

Company No. 2387713

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

UNANIMOUS WRITTEN SHAREHOLDERS' RESOLUTION

of

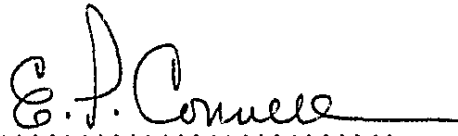
DERBY CABLEVISION LIMITED

We, the undersigned, being all the members of the Company for the time being entitled to receive notice of, attend and vote at general meetings of the Company hereby unanimously pass the following Resolution and agree that the said Resolution shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held:

RESOLUTION

THAT the name of the Company be changed to "NYNEX CableComms Derby Limited".

DATED 25<sup>th</sup> June 1993.



.....  
For and on behalf of  
Derby Cablevision Holding  
Company Limited



.....  
For and on behalf of  
NYNEX U.K. Telephone and Cable  
T.V. Holding Company Limited





**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

No. 2387713

I hereby certify that

**DERBY CABLEVISION LIMITED**

having by special resolution changed its name,

is now incorporated under the name of

**NYNEX CABLECOMMS DERBY LIMITED**

Given under my hand at the Companies Registration Office,  
Cardiff the 6 JULY 1993

  
an authorised officer