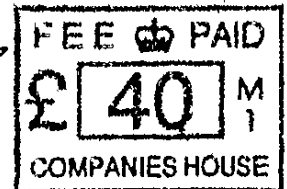


No. 2558509

THE COMPANIES ACT 1985



COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

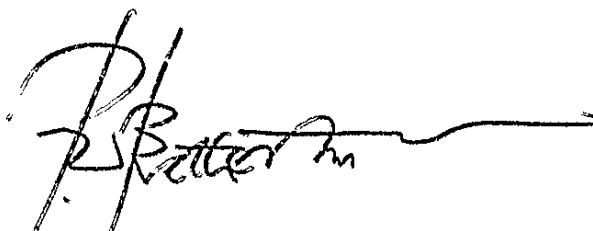
WORKSPHERE LIMITED

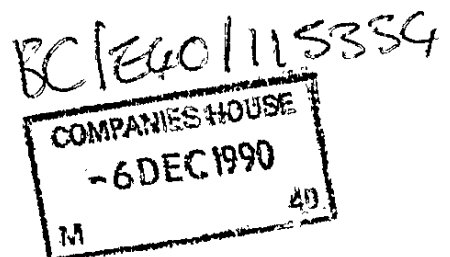


At an EXTRAORDINARY GENERAL MEETING OF THE ABOVE-NAMED Company duly convened and held at Colonnade, Sunbridge Road, Bradford, West Yorkshire BD1 2LQ, on Monday, 3rd December 1990, the following Resolution was duly passed as a SPECIAL RESOLUTION:

SPECIAL RESOLUTION

That the name of the Company be and is hereby changed to "G & L Home Shopping Limited".


CHAIRMAN



FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 2558509

I hereby certify that

WORKSPHERE LIMITED

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

G & L HOME SHOPPING LIMITED

Given under my hand at the Companies Registration Office,
Cardiff the 18 DECEMBER 1990

A. M. Evans.
A. M. EVANS

an authorised officer