

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2579637

The Registrar of Companies for England and Wales hereby certifies that
LAW 348 LIMITED

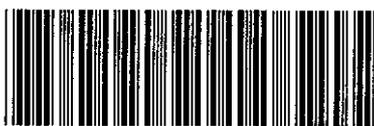
having by special resolution changed its name, is now incorporated
under the name of
GRAVITY RECORDS LIMITED

Given at Companies House, Cardiff, the 19th July 1995

A handwritten signature in black ink, appearing to read 'L. Parry'.

MRS. L. PARRY

For the Registrar of Companies



C02579637I



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

HC006B



SPECIAL RESOLUTION ON CHANGE OF NAME
COMPANIES ACTS

COMPANY NUMBER 02579637

COMPANY NAME LAW 348 LTD

At an Extraordinary General Meeting of the members of the above named company,
duly convened and held at:

BEDFORD HOUSE, 69-79 FULHAM HIGH STREET

LONDON SW6 3JW

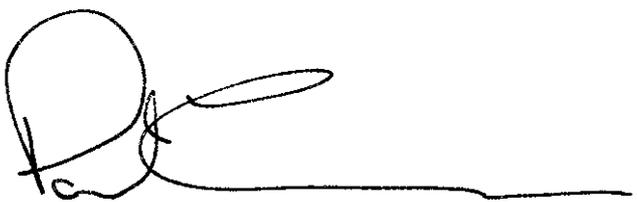
on the 11th day of JULY 19 95

the following Special Resolution was duly passed:

That the name of the Company be changed to:

NEW NAME GRAVITY RECORDS LIMITED

SIGNATURE


CHAIRMAN

