THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES



SPECIAL RESOLUTION

pursuant to Section 378 Companies Act 1985

of

VIDEO DUKEBOX NETWORK INTERNATIONAL LIMITED

COMPANY NUMBER

2643552

Passed 17th September 1991

At an EXTRAORDINARY GENERAL MEETING of the above-named company, duly convened and held at 1. Comfrey Close, Cove, Nr. Farnborough, Hants.. GU14 9XX on the 17th September 1991 the following SPECIAL RESOLUTION was duly passed:-

RESOLUTION

THAT with the consent of the Department of Trade and Industry the Company change it's name to :- .

VIDEO JUKEBOX NETWORK INTERNATIONAL LIMITED

CHAIRMAN

FILE COPY



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 2643552

I hereby certify that

VIDEO DUKEBOX NETWORK INTERNATIONAL LIMITED

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

VIDEO JUKEBOX NETWORK INTERNATIONAL LIMITED

Given under my hand at the Companies Registration Office, Cardiff the 26 SEPTEMBER 1991

91, Rose

an authorised officer