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**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2691648

The Registrar of Companies for England and Wales hereby certifies that  
THE DEAD COMICS SOCIETY LIMITED

having by special resolution changed its name, is now incorporated  
under the name of  
THE BRITISH COMEDY SOCIETY LIMITED

Given at Companies House, Cardiff, the 1st May 1995

  
S. MORGAN (MRS)



For the Registrar of Companies

\*C026916480\*

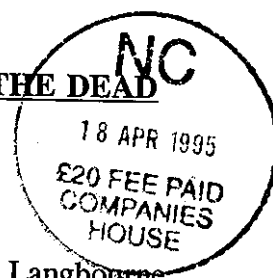


C O M P A N I E S H O U S E

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**MINUTES OF THE SECOND ANNUAL GENERAL MEETING OF THE DEAD**  
**COMICS SOCIETY LIMITED**



Minutes of the second Annual General Meeting of the Company held at 37, Langbourne Avenue, Highgate, London, N6 6PS on Saturday 8th April 1995.

**PRESENT:** Jack Douglas(Chairman), John Gatenby(Vice-Chairman and Treasurer), Gareth Hughes(Company Secretary), Morris Bright, Alison Bright, ~~David Fitzgerald~~, David Lee, Bill Robertson, Olive Gatenby. *JS*

**APOLOGIES:** Jack Mackenzie(David Lee as proxy) and Brian Highley

**Chairman**

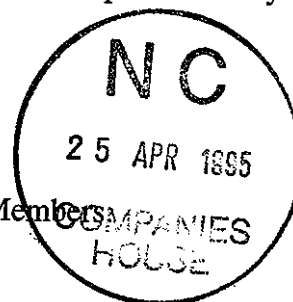
Mr. Jack Douglas took the Chair of the meeting. The Chairman announced that a quorum was present.

**Notice**

The notice convening the meeting was taken as read. All members having consented **IT WAS RESOLVED** to accept shorter notice of the meeting than the period of notice prescribed by the Companies Act 1985.

**Auditors' Report**

Mr. Gatenby presented the report of the Company's Auditors to the Members.



**Annual Report and Accounts**

**IT WAS RESOLVED** that the Report of the Directors and the audited accounts of the year ended 30th April 1994 be and hereby are received.

**Rotation of Director**

**IT WAS RESOLVED** that John Lansdale Gatenby the Director retiring by rotation in accordance with the provisions of the Articles of Association be and is hereby reappointed as a Director of the Company.

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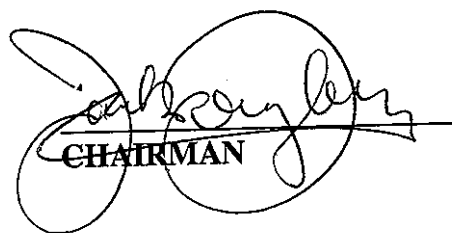
Reappointment of Auditors

IT WAS RESOLVED that Messrs. KPMG be and are hereby reappointed to act as the Company's Auditors until the next general meeting at which accounts are laid before the Members and that the Directors be and are hereby employed to determine their remuneration.

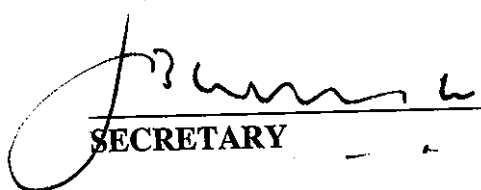
Change of name of the Company

IT WAS RESOLVED that the name of the Company be changed to "The British Comedy Society". *with effect from 1st May 1995.* JS

[NOTE: This resolution was passed unanimously. Notice of the intention to propose this special resolution had been duly given with all members present agreeing to accept short notice of the hearing.]

  
CHAIRMAN

8.4.95  
DATE

  
SECRETARY

8.4.95  
DATE