

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2732223

The Registrar of Companies for England and Wales hereby certifies that
TAKE 3 VIDEO AND FILM PRODUCTION LTD.

having by special resolution changed its name, is now incorporated
under the name of
TAKE 3 PRODUCTIONS LIMITED

Given at Companies House, Cardiff, the 18th May 2001



C02732223H



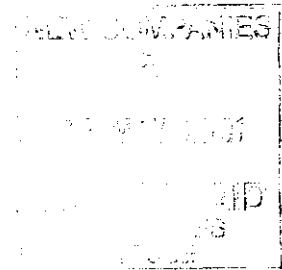
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

003477

Company No. 2732223



SPECIAL RESOLUTION

OF

TAKE 3 VIDEO AND FILM PRODUCTION LIMITED

AT AN EXTRAORDINARY GENERAL MEETING of the above-named company duly convened and held at 28 Poland Street, London W1V 3DB, on the 11th May 2001 the following Resolution was duly passed as a Special Resolution:

RESOLUTION

That the name of the company be changed to **TAKE 3 PRODUCTIONS LIMITED**

A handwritten signature in cursive script, likely belonging to the Chairman.

Chairman

11th May 2001

