

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2797368

The Registrar of Companies for England and Wales hereby certifies that

CHANNEL FOUR INTERNATIONAL LIMITED

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

C4I DISTRIBUTION LIMITED

Given at Companies House, London, the 5th December 2007



C027973684



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

009620150

Company Number: 02797368



THE COMPANIES ACTS 1985 AND 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE MEMBER
OF
CHANNEL FOUR INTERNATIONAL LIMITED
(the "Company")

Circulation Date: 23 November 2007

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following resolutions as special resolutions.

The undersigned, being sole member of the Company who at the date of these resolutions would be entitled to attend and vote at general meeting of the Company, hereby agrees to the following special resolutions.

SPECIAL RESOLUTIONS

1. THAT the name of the Company be changed to "C4i Distribution Limited"
2. THAT the memorandum of association of the Company be and is hereby amended by replacing the words "Channel Four International Limited" with "C4i Distribution Limited" both in the heading on page 1 and in clause 1
3. THAT the existing articles of association of the Company be and are hereby replaced by the articles of association attached to these resolutions and marked "A" for reference purposes

Dated 23 November 2007

We irrevocably agree the Special Resolutions.

SIGNED by)
on behalf of **DIGITAL RIGHTS**)
GROUP LIMITED)

