

FILE COPY



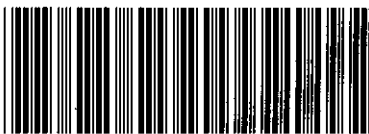
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3015176

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

having by special resolution changed its name, is now incorporated
under the name of
SCOTT FREE FILMS LIMITED

Given at Companies House, Cardiff, the 10th September 2004



C030151769



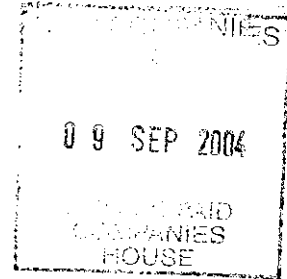
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

Company Number: 3015176



SPECIAL RESOLUTION

- of -

MILEPOINT LIMITED

AT AN EXTRAORDINARY GENERAL MEETING of the Members of the above Company duly convened and held on *3rd September, 2004* the following SPECIAL RESOLUTION was duly passed:-

THAT the name of the Company be changed to:-

SCOTT FREE FILMS LIMITED

Signed:

A handwritten signature in dark ink, appearing to read "J. W. Payne".

Director:



Presented By:
Reichmann & Wing Limited
DX 36954
Winchmore Hill