

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3074517

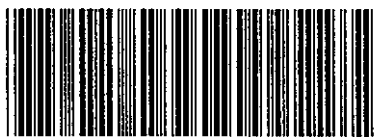
The Registrar of Companies for England and Wales hereby certifies that
BELL CABLEMEDIA (EASTBOURNE AND HASTINGS) LIMITED

having by special resolution changed its name, is now incorporated

under the name of

CABLE & WIRELESS COMMUNICATIONS (EASTBOURNE AND
HASTINGS) LIMITED

Given at Companies House, Cardiff, the 26th February 1999



C03074517P



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



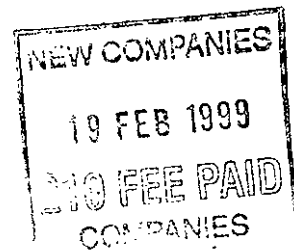
C O M P A N I E S H O U S E

HC006B

774753

COMPANY NUMBER: 3074517

THE COMPANIES ACT 1985



A PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

- of -

BELL CABLEMEDIA (EASTBOURNE AND HASTINGS) LIMITED

PASSED ON THE TENTH DAY OF FEBRUARY 1999

At an Extraordinary General Meeting of Bell Cablemedia (Eastbourne And Hastings) Limited (the "Company") duly convened and held on 10 February 1999 the following resolution was passed as a Special Resolution of the Company:

RESOLUTION

THAT the name of the Company be changed to
"Cable & Wireless Communications (Eastbourne and Hastings) Limited"

Chairman

