

Company No. 3204961

**The Companies Act 1985 and 1989**

**Special Resolutions in Writing**

**of the Members of**

**LEHMANN COMMUNICATIONS LIMITED**

Passed on **10 May** 1999

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We, the undersigned, being all the members of the above-named company ("the company") for the time being entitled to attend and vote at general meetings of the company hereby certify that the following special resolutions have been passed by us this day pursuant to Section 381A of the Companies Act 1985:

- 1 "That the company re-registers as a Public Limited Company and that the name of the Company be changed to Lehmann Communications plc"
- 2 "That the memorandum of association of the company be amended by:
  - (i) the insertion of the following clause as new clause 3:

"3. The company is to be a Public Limited Company"
  - (ii) the re-numbering of clauses 3 to 5 as clauses 4 to 6 respectively"
- 3 "That the regulations contained in the document attached and initialled by all the members for the purpose of identification be and are hereby adopted as the articles of association of the company in substitution for and to the exclusion of all the existing articles thereof"

R. Lehmann  
R Lehmann

M J Lehmann  
M J Lehmann

