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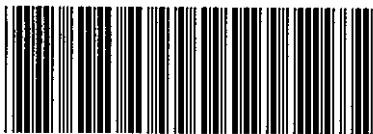
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3384487

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

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

Given at Companies House, Cardiff, the 25th July 1997



C03384487O

A handwritten signature in black ink, appearing to read 'G A Brenton'.

G A BRENTON

For the Registrar of Companies



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

HC006B

FEE PAID

3384487



THE COMPANIES ACT 1985
PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION OF
MAKEBACK LIMITED

By resolution of all members of the Company passed on 18th July 1997, the following resolution was passed as a special resolution:

“That the name of the Company be changed with immediate effect to PolyGram Leisure Limited”.

.....
Director

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