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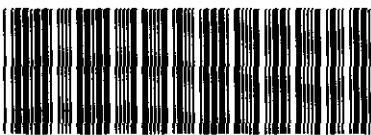
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3697525

The Registrar of Companies for England and Wales hereby certifies that
LIONROAR LTD

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

Given at Companies House, Cardiff, the 10th September 1999



C036975259



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

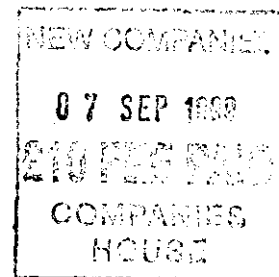


C O M P A N I E S H O U S E

HC006B

00.3667

Company No. 3697525



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

LIONROAR LIMITED

SPECIAL RESOLUTION

Passed 31 August 1999

At an Extraordinary General Meeting of the members of the above named company, duly convened and held at Bardon Hall, Copt Oak Road, Markfield, Leicestershire on Tuesday 31 August 1999 the following resolution was passed as a Special Resolution:

THAT the name of the company be changed to:

Cotswold Studios Limited


.....
Chairman

