

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4004291

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

having by special resolution changed its name, is now incorporated
under the name of
TEAMTALK BROADCAST LIMITED

Given at Companies House, Cardiff, the 27th September 2001



C04004291Q



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

RBS £20.00 (22) 010013

Company No. 4004291

THE COMPANIES ACT 1985 AND 1989
COMPANY LIMITED BY SHARES

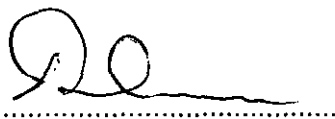
WRITTEN RESOLUTION
OF
HAMPSON RADIO LIMITED ("the Company")

We, the undersigned being the members of the Company, entitled to receive notice of and to attend and vote at general meetings of the Company hereby pass the following resolution and agree that the said resolution shall, pursuant to section 381A of the Companies Act 1985 ("the Act"), for all purposes be as valid and effective as if the same had been passed as a resolution at a general meeting of the Company duly convened and held on date specified below:

RESOLUTION

THAT the name of the Company be and is hereby changed to "Teamtalk Broadcast Limited".

DATED: 24 September 2001



Duly authorised on behalf
of IMC Media Limited

