

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4056282

The Registrar of Companies for England and Wales hereby certifies that

INTERCEDE 1625 LIMITED

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

ZONE BROADCASTING SHOWTIME (TURKEY) LIMITED

Given at Companies House, London, the 9th November 2000



C04056282

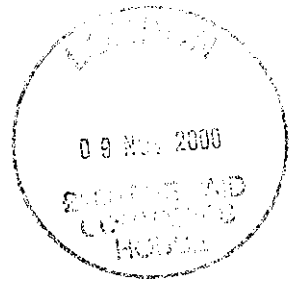
A handwritten signature in black ink, appearing to read "Zurich" or similar.

For The Registrar Of Companies



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

Registered Number: 4056282



THE COMPANIES ACT

INTERCEDE 1625 LIMITED

PRIVATE COMPANY LIMITED BY SHARES

SOLE MEMBER'S DECISION
PURSUANT TO SECTION 382B
COMPANIES ACT 1985 (the "Act")

The following is a written record pursuant to section 382B of the Act of a decision of the sole member of the Company to pass a Special Resolution which has effect as if agreed by the Company in general meeting:-

SPECIAL RESOLUTION

That the name of the Company be changed to:

ZONE BROADCASTING SHOWTIME (TURKEY) LIMITED

Sole Member:

.....*W Warner*.....
as authorised representative for
Mitre House Nominees Limited

Date:

9/11/00

S/day €100

NIC

RBS 052606

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