

CERTIFICATE THAT A PUBLIC COMPANY IS ENTITLED TO DO BUSINESS AND BORROW

Company No. 04257337

I hereby certify that the provisions of section 117(1) of the Companies Act 1985 have been complied with in relation to

AUDIO NETWORK PLC

and that the company is entitled to do business and borrow

Given under my hand at Companies House, London the 15TH AUGUST 2001

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COMPANIES HOUSE 15/08/01

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An Authorised Officer