

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4334042

The Registrar of Companies for England and Wales hereby certifies that
ABSOLUTE RADIO (UK) LIMITED

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

Given at Companies House, Cardiff, the 28th November 2005



C04334042R



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

029426/10

04334042

Company Number: NI 47680

Companies Act 1985
Company Limited by Shares
Special Resolutions

- of -

ABSOLUTE RADIO (UK) LIMITED

Passed the 7th day of ~~SEPTEMBER~~ 2005

At the Extraordinary General Meeting of the above-named Company duly convened and held on the above date the following resolution was duly passed as a special resolution of the Company:-

- (1) That the regulations contained in the document produced to the meeting for the purposes of identification signed by the chairperson thereof be approved and adopted as the memorandum and articles of association of the Company in substitution for and to the exclusion of all existing memorandum and articles of association thereof.
- (2) That the Company's name be changed to "UTV RADIO LIMITED".

Chairperson

