

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5197156

The Registrar of Companies for England and Wales hereby certifies that
MANCHESTER 97.7 FM LTD

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

Given at Companies House, Cardiff, the 20th June 2005



C05197156J



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



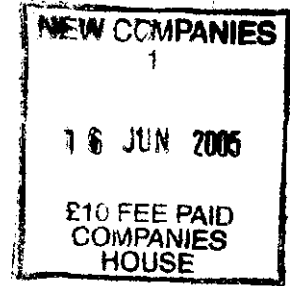
Companies House
— for the record —

006714/10.

COMPANIES ACTS
WRITTEN RESOLUTION
OF

MANCHESTER 97.7 fm LIMITED
(Registered No. 5197156)

(the "Company")



We, the undersigned, being all the members of the above Company, for the time being entitles to receive notice of, attend and vote at General Meetings, hereby unanimously pass the following resolution and agree that the said resolution shall for all purpose be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved that the name of the Company be changed to:-

Neon FM Ltd

Dated this fifteenth day of June 2005

Signed

A handwritten signature in black ink, appearing to be "D. Lowe", written over a horizontal line.

For and on behalf of Scottish Radio Holdings plc

