

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5344517

The Registrar of Companies for England and Wales hereby certifies that
TRUSHELFCO (NO.3132) LIMITED

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

CENTENARY MUSIC HOLDINGS LIMITED

Given at Companies House, London, the 23rd March 2005



C05344517M



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

5344517

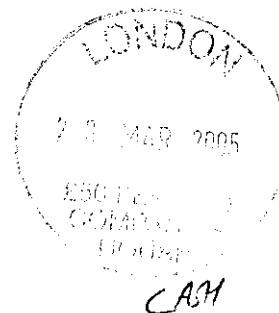
THE COMPANIES ACT 1985 (AS AMENDED)

Company limited by shares

RESOLUTIONS

of

TRUSHELFCO (NO. 3132) LIMITED



At an Extraordinary General Meeting of the above-named Company duly convened and held on 23rd March, 2005 the following resolutions were passed, resolution 1 as special resolution and resolutions 2 and 3 as ordinary resolutions:

1. That the name of the Company be changed to Centenary Music Holdings Limited.
2. That the authorised share capital of the Company be increased to £1,000,000,000 by the creation of 999,999,900 additional Ordinary Shares of £1 each.
3. That, pursuant to section 80 of the Companies Act 1985, the directors be authorised generally and unconditionally to allot relevant securities (as defined in section 80 of the Companies Act 1985) up to an aggregate nominal amount of £999,999,998 provided that this authority, unless renewed, shall expire on the date five years from the date on which this resolution is passed save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot the relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

A handwritten signature in cursive script, appearing to read 'Nau', written over a dotted line.

Chairman of the meeting

