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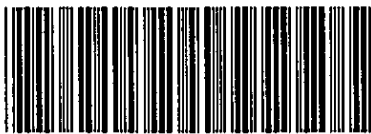
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6135771

The Registrar of Companies for England and Wales hereby certifies that
NEWINCCO 676 LIMITED

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

Given at Companies House, Cardiff, the 4th May 2007



C061357713



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

042940/10

Company Number: 6135771

NEW IN COMPANY

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF THE MEMBER

of

NEWINCCO 676 LIMITED

(the "Company")

COMPANIES HOUSE

(Passed on 27 MARCH 2007

under regulation 53 of Table A (as incorporated in the Company's articles of association))

We, the undersigned, being the sole member of the Company entitled to attend and vote at an extraordinary general meeting of the Company **RESOLVE** as follows

RESOLUTIONS

- 1 THAT the name of the Company be changed to Sky News Radio Limited
- 2 THAT the regulations produced to the meeting and initialled by the Chairman for the purposes of identification be and are hereby adopted as the new articles of association of the Company in substitution for and to be the exclusion of all other articles of association



Mark Bertram for and on behalf of Olswang Nominees Limited

FRIDAY



ATYRHP20

A09

27/04/2007

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COMPANIES HOUSE