

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 6192914

The Registrar of Companies for England and Wales hereby certifies that

NEWINCCO 687 LIMITED

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

NEXT PRODUCTIONS LTD

Given at Companies House, London, the 16th April 2007



C06192914F



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

042657

Company Number: 6192914



THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE MEMBER

of

NEWINCCO 687 LIMITED

(the "Company")

(Passed on 16 April 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 "Next Productions Ltd"

Asha Morjaria for and on behalf of Olswang Nominees Limited



L96A00RP

LD1

16/04/2007

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COMPANIES HOUSE