

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4131534

The Registrar of Companies for England and Wales hereby certifies that

CAPITAL COMMUNICATIONS M S & L LIMITED

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

CAPITAL MS&L LIMITED

Given at Companies House, London, the 25th April 2003



C041315340



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

Capital Communications MS&L

105126

COMPANY NUMBER 413 1534



CAPITAL COMMUNICATIONS MS&L LIMITED

We, being the holders of the entire issued share capital of the Company which confers rights on the holders to attend and vote at a general meeting of the Company, hereby resolve under s381A Companies Act 1985 as follows:-

WRITTEN RESOLUTION

THAT the Company's name be and is hereby changed to "Capital MS&L Limited"

Manning, Selvage & Lee Limited

Steffan Williams

Nick Lockwood

Richard Campbell

Date 15th April 2003

A copy of this document has been submitted in draft to the Company's auditors under s381B Companies Act 1985.

