

Company Number: 1350376

THE COMPANIES ACTS 1985 to 1989

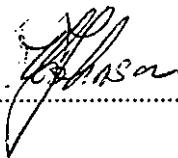
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION OF MUSIC SALES INTERNATIONAL LIMITED

At the Annual General Meeting of the members of the above-named Company, duly convened and held at 8/9 Frith Street, London W1V 5TZ on 14th September 1994 the following Special Resolution was passed by agreement, in person or by proxy, of all the members entitled to attend and vote at the meeting:

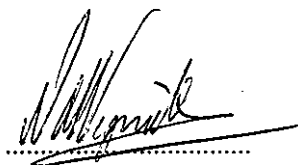
SPECIAL RESOLUTION:

That Section 384 (1) of the Companies Act 1985 shall not apply to the Company as the Company is a dormant company in accordance with the provisions of Section 250 of the Companies Act 1985.



F H Johnson
Chairman

Certified to be a true copy of the Minutes of a Meeting of the Board of Directors of Music Sales International Limited held on 14th September 1994.



N O Wignall
Company Secretary
12th October 1995

