

FILE COPY



**CERTIFICATE OF INCORPORATION  
ON CHANGE OF NAME**

Company No. 2277986

The Registrar of Companies for England and Wales hereby certifies that  
VIDEOTRON LAMBETH AND SOUTHWARK LIMITED

having by special resolution changed its name, is now incorporated

under the name of

CABLE & WIRELESS COMMUNICATIONS (LAMBETH AND  
SOUTHWARK) LIMITED

Given at Companies House, Cardiff, the 26th February 1999



\*C02277986P\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

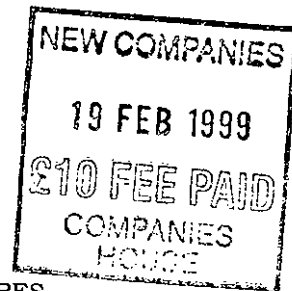


C O M P A N I E S H O U S E

HC006B

COMPANY NUMBER: 2277986

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THE COMPANIES ACT 1985  
\_\_\_\_\_  
\_\_\_\_\_



\_\_\_\_\_  
A PRIVATE COMPANY LIMITED BY SHARES  
\_\_\_\_\_

SPECIAL RESOLUTION

- of -

**VIDEOTRON LAMBETH AND SOUTHWARK LIMITED**

\_\_\_\_\_  
PASSED ON THE TENTH DAY OF FEBRUARY 1999  
\_\_\_\_\_

At an Extraordinary General Meeting of Videotron Lambeth And Southwark Limited (the "Company") duly convened and held on 10 February 1999 the following resolution was passed as a Special Resolution of the Company:

RESOLUTION

THAT the name of the Company be changed to  
"Cable & Wireless Communications (Lambeth and Southwark) Limited"

\_\_\_\_\_  
*[Signature]*  
Chairman

