

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2594283

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

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

Given at Companies House, Cardiff, the 5th February 2003



C025942834



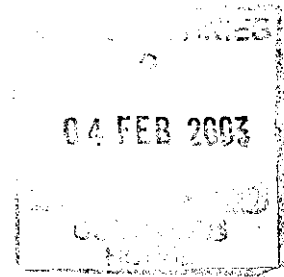
THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

001792/10



PANTHERWOOD LIMITED

Company No:
2594283

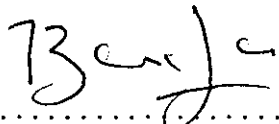
Passed:
24 January 2003

The Companies Acts 1985 and 1989

At an Extraordinary General Meeting of the above-named Company duly convened and held at 3 Elm Court, Arden Street, Stratford-upon-Avon, Warwickshire, CV37 6PA on Friday 24 January 2003 at 12.01 the following Resolution was duly passed as a Special Resolution.

Special Resolution

"That the name of the Company be changed to CHARTER BROADCAST LIMITED."


.....
Chairman

24 January 2003
Date

