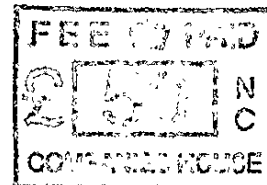


211092
CCK

No of Company: 2719477



The Companies Act 1985

SPECIAL RESOLUTION

OF

VIDEOTRON CORPORATION (SERVICES) LIMITED

Passed on 15th October 1992

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at 11-29 Belmont Hill, Lewisham, London SE13 5AU on the 15th day of October 1992 the subjoined SPECIAL RESOLUTION was duly passed viz:

SPECIAL RESOLUTION

THAT the name of the Company be changed to "Videotron Corporation Limited".

Dated this 15th day of October 1992


.....
DIRECTOR/SECRETARY

@ H030029427
C/N + 500 3/3
C/N + 500 3/3

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2719477

The Registrar of Companies for England and Wales hereby certifies that
VIDEOTRON CORPORATION (SERVICES) LIMITED

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

VIDEOTRON CORPORATION LIMITED

Given at Companies House, London, the 21st October 1992

A handwritten signature in dark ink, appearing to read 'C Carr'.

MR. C. CARR

For The Registrar Of Companies



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