

FILE COPY



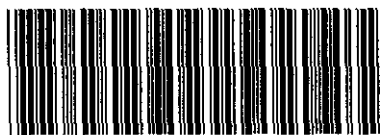
**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 4128825

The Registrar of Companies for England and Wales hereby certifies that
INHOCO 2209 LIMITED

having by special resolution changed its name, is now incorporated
under the name of
SMOOTH RADIO WEST MIDLANDS LIMITED

Given at Companies House, Cardiff, the 29th December 2000



C04128825S



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



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

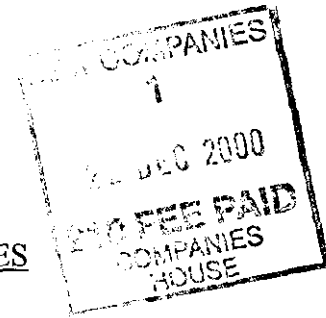
HC006B

021289

Company No. 4128825

THE COMPANIES ACTS 1985-1989

PRIVATE COMPANY LIMITED BY SHARES



WRITTEN RESOLUTION

of

INHOCO 2209 LIMITED

DATED: 21st DECEMBER 2000.

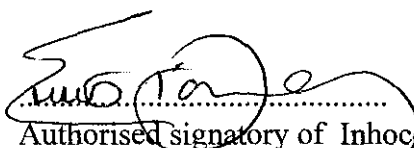
WE, the undersigned, being the sole member of the above-named Company entitled to receive notice of and to attend and vote at a general meeting of the Company in respect of the Resolution set out below do hereby agree to and make the following Resolution which shall have effect as a Special Resolution and which shall, pursuant to section 381A Companies Act 1985 (as amended by the Deregulation (Resolutions of Private Companies) Order 1996), be as valid and effective for all purposes as if the same had been duly passed at a general meeting of the Company duly convened and held:

Special Resolution

That the name of the Company be changed to:-

SMOOTH RADIO WEST MIDLANDS LIMITED

For and on behalf of Inhoco Formations Limited


Authorised signatory of Inhoco Formations Limited
Dated: 21st December 2000.

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JMA
COMPANIES HOUSE

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