

Company No. 04918025

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

CELADOR MUSIC AND EVENTS LIMITED

Pursuant to section 381A Companies Act 1985 (Act) we, the undersigned, being all the members of the Company entitled to attend and vote at general meetings of the Company agree to and pass the following written resolution:

- 1 That the Articles of Association be amended such that a new article 10.4 be inserted to replace the existing article 10.4 and that a new article 10.6 be inserted after the existing article 10.5 as follows:

"10.4 The quorum for the transaction of any business at any Board meeting shall be one Director.

10.6 Any director shall be entitled to vote and count as part of the quorum in respect of any matter in which such director is interested in the transaction of any business at any Board meeting."

and the existing articles be renumbered (and all cross references to those clauses be updated) accordingly.



LD2 *LF4R2LR9* 491
COMPANIES HOUSE 29/12/2006

Signature: 

Name: **G. FREEMAN**

On behalf of Griffin Media Limited

Date: **14/12/06**

Signature:

Name:

On behalf of Celador International Limited

Date:

Signature:

Name:

On behalf of Griffin Media Limited

Date:

Signature: Debra

Name: PA J. J. J.

On behalf of Celador International Limited

Date: 14th DECEMBER 2006