



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5348872

The Registrar of Companies for England and Wales hereby certifies that

BSKYB GERMAN INVESTMENTS LIMITED

having changed its name, is now incorporated under the name of

PICNIC LIMITED

Given at Companies House on **6th August 2009**



C053488725



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

Company Number: 5348872

THURSDAY



THE COMPANIES ACT 2006

(the "2006 Act")

COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION OF
THE MEMBERS OF
BSKYB GERMAN INVESTMENTS LIMITED**

(the "Company")



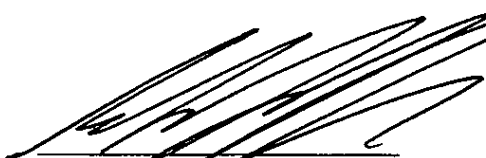
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We, the undersigned, being all the members of the above named Company for the time being having a right to attend and vote at general meetings, hereby pass the following written resolution, to have effect as a special resolution, pursuant to Chapter 2 of Part 13 of the Companies Act 2006:

WRITTEN RESOLUTION


THAT the name of the Company be changed to

PICNIC LIMITED



Authorised signatory
For and on behalf of
British Sky Broadcasting Group plc

05.08.09
Date



Authorised signatory
For and on behalf of
BSkyB Guarantee Investments Limited

05.08.09
Date