

Company Number: 5499004

SPECIAL RESOLUTION

- of -

CONTINENTICA RECORDS LIMITED

AT AN EXTRAORDINARY GENERAL MEETING of the Members of the
above Company duly convened and held on 5.7.2005 the following
SPECIAL RESOLUTION was duly passed:-

THAT the objects of the Company be altered by the deletion of sub-clauses (a)
and (b) from clause 3 of the Memorandum of Association, and the substitution
therefor of the new sub-clauses shown in the appendix attached hereto.

Signed: 

RWL Registrars Limited

Secretary



Presented By:
Reichmann & Wing Limited
134 Percival Road
Enfield
Middlesex EN1 1QU

THE COMPANIES ACTS 1985 to 1989

COMPANY LIMITED BY SHARES

Memorandum of Association

- of -

CONTINENTICA RECORDS LIMITED

- 1. The name of the Company is:-**

CONTINENTICA RECORDS LIMITED

- 2. The Registered Office of the Company will be situate in England and Wales.**
- 3. The Objects for which the Company is established are:-**

(a) To carry on all or any of the following businesses; Producers, directors, administrators, distributors, processors, exhibitors, consultants and agents in and for the creation, production, direction, processing, distribution, exhibiting, screening and administration of films, radio and television programmes and features, audio visual aids and similar productions and presentations whether live or recorded, animated or still and whether documentary, feature or designed for advertising, publicity, instruction, education or otherwise for any purpose whatsoever; proprietors of radio and television stations and of film recording, television and other studios; publicity agents, advertising agents, designers and contractors, public relations consultants, press agents and consultants, experts, agents and providers of and in professional services of all kinds and in particular, but without prejudice to the generality of the foregoing words, all services connected in any way with films, radio, television, entertainment, advertising, sales and product promotion, market research, public relations, press agency and publicity generally, statistics, editorial work, authorship, scriptwriting, photography, art work, exhibitions, displays, conferences, meetings, the provision of information and advice on any subject whatever and all like matters; planners of commercial and other schemes, competitions, contests and projects generally and all other businesses at the discretion of the Directors.

(b) To buy, sell, import, export, manufacture and deal in all kinds of goods, stores and equipment whether in connection with any of the above activities or otherwise and to act as agents for all purposes.