

Company Number: 5609902

SPECIAL RESOLUTION

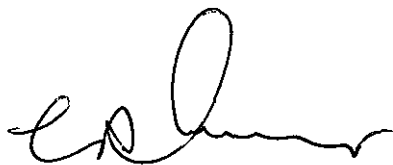
- of -

BILLBOARD CONNECTION LIMITED

AT AN EXTRAORDINARY GENERAL MEETING of the Members of the above Company duly convened and held on 2/11/2005 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

BILLBOARD CONNECTION LIMITED

1. The Company's name is

BILLBOARD CONNECTION LIMITED

2. The Company's Registered Office is to be situated 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: Marketing consultants for all kinds of products and services via the internet and all other media, by audio visual aids, cd rom, dvd, digital imaging, video, cassettes and any other means; Publicity agents, advertising agents, designers and contractors, press agents, public relations consultants, press cutting 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 with or ancillary to advertising, sales promotion, tele-sales, marketing, tele-marketing, market research and allied forms of research, public relations, press agency and publicity generally, statistics, provision of information on any subject whatever via all types of media, mailing and circularising, editorial work, office, secretarial and administrative work, authorship and the printing or reproducing of the written or spoken word by any means whatever, photography, art work, exhibitions and displays, meetings, conferences and seminars and all like matters, printers, stationers, journalists, publishers, illustrators, artists, designers and manufacturers of all kinds of materials, products and equipment required in or about any of the above activities; producers, processors, distributors, exhibitors, consultants and agents in and for the production of films, television and radio and other programmes whether classified as advertising, documentary, feature or otherwise; planners of commercial and other schemes and projects of all kinds.

(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.