

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 3138846

The Registrar of Companies for England and Wales hereby certifies that
21ST CENTURY SOUND LIMITED

having by special resolution changed its name, is now incorporated
under the name of
21ST CENTURY LEISURE SERVICES LIMITED

Given at Companies House, Cardiff, the 10th January 2003



C031388469



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC006B

004765
No : 3138846

THE COMPANIES ACTS 1985 to 1989

A PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

21ST CENTURY SOUND LIMITED

Passed 19th December 2002

WE THE UNDERSIGNED being all of the members of the above named Company entitled to receive notice of and attend and vote at any GENERAL MEETING of the Company by means of a WRITTEN RESOLUTION dated 19th December, 2002, pursuant to Section 381A of the Companies Act, 1985, and signed hereafter by all of the said Members of the above named Company consent to the following RESOLUTION being duly passed as a SPECIAL RESOLUTION which shall for all purposes be as valid and effective as if passed at a General Meeting of the Company duly convened and held ;

SPECIAL RESOLUTION

Change of Name

THAT the name of the Company be changed to : -

21ST CENTURY LEISURE SERVICES LIMITED

[Signature]
.....
[Signature]
.....
[Signature]

Dated : 19th December, 2002.

