

Brownhill Farm Studios Ltd.

Company Registration Number 3212688

Minutes of an Extraordinary General Meeting of the Members of the Company held on the 7th November 1997 at 6c Littlehampton Rd, Worthing, Sussex, BN13 1QE at 16.30 hours.

Notice of the Meeting was not given to the Members prior to the meeting. Those having a right to attend waived the Notice period.

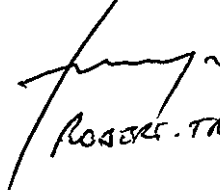
1. The following Ordinary Resolution was passed:-

In accordance with Article 32 Table A of the Articles of Association It was Resolved That the Share Capital of the Company being £10,000 divided into 10,000 Ordinary shares of £1.00 each, be increased to £2,000,000.00 divided into 2,000,000 ordinary shares of £1.00 each

There being no other business the meeting was closed.

Signed as a true record of the meeting,

R.O.Trunz
Chairman.



ROBERT TRUNZ

R.C.Rowles.
Secretary.

