

Registered No: 3565606

CLEAR CHANNEL U.K. LIMITED

Resolution made by Clear Channel Peoples, Inc. as the sole shareholder of the above Company (holding all of the Company's ordinary shares of £1 each for the time being in issue).

We, Clear Channel Peoples, Inc. of 200 Concord Plaza, Suite 600, San Antonio, TX 78216, United States of America being the sole shareholder of the Company, hereby record for the purposes of Section 382B of the Companies Act 1985 that we have resolved as follows, to the intent that this resolution shall take effect as a Special Resolution passed at a general meeting of the Company:

SPECIAL RESOLUTION

"THAT:

1. the capital of the Company be and is hereby increased from £1,000 to £250,000,000 by the creation of 249,999,000 ordinary shares of £1 each having the same rights as and ranking equally in all respects with the existing ordinary shares of £1 each in the Company.
2. the Board be and is hereby generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (within the meaning of Section 80 of the Companies Act 1985) up to an aggregate nominal amount of £249,999,000 provided that this authority shall expire on the fifth anniversary of the date of this resolution save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Board may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired."

Signed: 

for and on behalf of
Clear Channel Peoples, Inc.

Date: 31st August, 1998

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