

Company Number 1420028

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

BBC WORLDWIDE LIMITED

(passed on

December 1995)

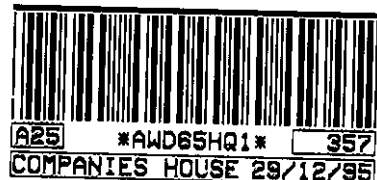
In accordance with section 381A of the Companies Act 1985, we the undersigned, being all the members of the company who, at the date of this resolution would be entitled to attend and vote at general meetings of the company, hereby resolve upon the following resolution and agree that it shall be as valid and effective as if it had been passed as a special resolution at a general meeting of the company duly convened and held.

RESOLUTION

That the articles of association of the company be altered by the addition of the following new article to be numbered 27 and the renumbering of subsequent articles accordingly.

“Regulation 102 shall not apply. The directors may delegate any of their powers to committees consisting of:

(a) any of their number, and/or



(b) such other person or persons whether or not employees of the company

as they think fit;

provided that a person who is not a director of the company within the meaning of that word as used in the Companies Act 1985 shall not by reason of his membership of a committee established pursuant to this Article be or be deemed to be such a director and shall not be entitled to attend or be present at any meetings of the board of directors of the company or any other committee of the directors unless the directors shall require him to be in attendance.

Any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the board of directors of the company.”

Dated.....13 December 1995

Gareth Roscoe

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Gareth Roscoe

For and on behalf of

**The British Broadcasting Corporation
(Sole Member)**