

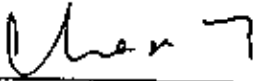
**AFFIDAVIT
OF WARNER MUSIC HONG KONG LTD**

I, **Raymond Lo of Hong Kong**, MAKE OATH AND SAY:

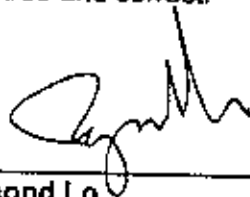
1. I am the Finance Director of Warner Music Hong Kong Ltd (the "**Company**"), and as such I have knowledge of the matters referred to herein.
2. The Company, either directly or through its subsidiary labels, owns and has exclusive legal control of all worldwide copyright interests in the karaoke audio-visual works listed in Schedules "A" and "B" to my affidavit (the "**Videos**").
3. The Company is party to an agreement with TC Worldwide Ltd. ("**TCW**"), dated **March, 1, 2003** (the "**Master Licence Agreement**"). Any capitalized defined words or phrases used in my affidavit shall have the same meaning as provided in the Master Licence Agreement, unless otherwise defined herein.
4. Pursuant to the Master Licence Agreement, the Company granted to TCW, among other rights, the exclusive rights to reproduce and use, and authorize third parties to reproduce and commercially use, the Videos in karaoke outlets in the United States of America and Canada, and to collect licence fees in respect of such reproduction and use.
5. The Videos listed in Schedule "A" to my affidavit constitute the Company's Back Catalogs as of September 30, 2003, and shall form Attachment 1 to the Master Licence Agreement.
6. The Videos listed in Schedule "B" to my affidavit constitute the Company's Control Catalogs as of September 30, 2003, and shall form Attachment 2 to the Master Licence Agreement.
7. The Company has approved TCW's assignment of its rights pursuant to the Master Licence Agreement:
 - a. to its affiliate, Entral Group International LLC, in respect of the territory of the United States; and
 - b. to its affiliate, Entral Group International Inc., in respect of the territory of Canada.
8. The Company has authorized TCW and its authorized affiliates to file and maintain copyright registrations in respect of the Videos in the United States and Canada as Company's agent.
9. I swear this affidavit in support of the Master Licence Agreement, and any proceedings that may be brought by TCW, Entral Group International LLC and/or Entral Group International Inc. to enforce their rights thereunder.

10. I declare under penalty of perjury under the laws of Hong Kong, Canada and the United States of America that the foregoing is true and correct.

SWORN BEFORE ME at the City of
Hong Kong on October 29th, 2003.



GARY CHAN



Raymond Lo