

Mrs. Davis

£20 FEE PAID
FINE 5080

691

FRIDAY



PC2 26/06/2009 109

COMPANIES HOUSE

(See note below for re-registration from a 'Branch')

This form should be completed in black

Return and declaration delivered for registration of a place of business of an overseas company

(Pursuant to section 691 of the Companies Act 1985)

Previous branch number
(if applicable)

Company name

Country of incorporation

Address of place of business in
Great Britain

FC 29070

For official
use only

BTL Baltic Trade Law Oy (Ltd.)

Flat 3, 6-7 Elvaston Place

Post town

London

County / Region

Postcode

SW7 5QR

Either

Constitution of the company

(See notes 1 and 2)
(A certified English translation must
be included)

* Delete as applicable

Mark appropriate box(es)

A certified copy of the

Instrument(s) constituting or defining the constitution of
the company; and

A certified translation

* is / are delivered for registration

OR

The company must deliver
certified copies of its
constitutional documents
(with certified translations),
and the particulars of the
company's directors and
secretary.However, if the company is
closing a branch registration
and effecting a place of business
registration, it may rely on the
documents or the particulars of
the directors and secretary
previously filed in
that part of Great Britain, provided
any relevant alterations to those
documents have been updated
on the register

(04/02)

The
#

The constitutional documents (and a certified translation*)

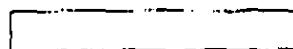
* and / or



Particulars of the current directors and secretary(ies)

were previously delivered in respect of a branch of the company
registered at this registry

Branch



Person(s) authorised (continued)

List of some one or more persons resident in Great Britain authorised to accept on the company's behalf services of process and any notice required to be served on it.

* Style/Title

Forenames

Surname

Address

Albino Valentina Anna

Reis

Flat 3, 6-7 Elvaston Place

Post town London

Country / Region

Postcode SW7 5QR

* Style/Title

Forenames

Surname

Address

Post town

Country / Region

Postcode

* Style/Title

Forenames

Surname

Address

Post town

Country / Region

Postcode

* Style/Title

Forenames

Surname

Address

Post town

Country / Region

Postcode

* Voluntary details

Company Secretary(ies)

(See notes 4 and 5)

Name

* Style/Title

Forenames

Surname

* Honours etc

Previous forenames

Previous surname

Address **

77 Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office

Name

* Style/Title

Forenames

Surname

• Honours etc

Previous forenames

Previous surname

Address ^{††}

77 Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office

Person(s) authorised

List of some one or more persons resident in Great Britain authorised to accept on the company's behalf services of process and any notice required to be served on it.

• **Style/Title**

Forenames

Surname

Address

* Voluntary details

Directors (See notes 3 4 and 5)

Name * Style/Title

Forenames

Surname

* Honours etc

Previous forenames

** Tick this box if the Previous surname

address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

Address **

☐

Date of birth

(See note 5)

Business occupation (if any). If none other directorships.

CD Chairman

Reet

Kunelius

AD Paltankuja 3d as 2

Post town

Pertteli

County / Region

Turku

Postcode

25190

Country

Finland

DO

20101952

Nationality

NA

Estonian

OC

Lawyer

OD

see an attachment (Extract)

Name

* Style/Title

Forenames

Surname

* Honours etc

Previous forenames

Previous surname

** Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office

Address **

☐

Date of birth

(See note 5)

Business occupation (if any). If none other directorships.

CD Managing director

Pekka Antero

Niemiensiu

AD Martantie 3, 29630

Pomarkku

Post town

Pomarkku

County / Region

Postcode

29630

Country

Finland

DO

01051960

Nationality

NA

Finnish

OC

Lawyer

OD

see an attachment (Extract)

* Voluntary details

Declaration (See note 6)

Full name and address

Reis Albina Valentines Anne
 of (address) Flat 3, 67 Elvaston Place
 S.W7 5QQ, London

† delete as applicable

a † director † secretary † person authorised to accept on the company's behalf
 service of process or any notices required to be served on it, do solemnly and
 sincerely declare that the company established its place of business in Great
 Britain on

Day Month Year

22 06 2009

(enter date)

and I make this solemn declaration conscientiously believing the same to be true
 and by virtue of the provisions of the Statutory Declarations Act 1835.

Signed

Reis

Declared at

Bishop & Sewell LLP

Bishop & Sewell LLP

46 Bedford Sq

London WC1B 3BP

on

Day Month Year

22 06 2009

before me

TOBY FOUNTAINE, SOLICITOR

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor
 having the powers conferred on a Commissioner for Oaths. (See note 6)

Number of continuation sheets attached

☐

To whom should Companies House
 direct any enquiries about the
 information on this form?

Postcode	
Telephone	Extension

Please ensure the form is fully
 completed and then send it to
 the Registrar of Companies at
 (See note 7)

Companies House, Crown Way, Cardiff CF14 3UZ
 for companies establishing a place of business in England and Wales
 Companies House, 139 Fountainbridge, Edinburgh EH3 9FF
 for companies establishing a place of business in Scotland

DX 235 Edinburgh
 or LP - 4 Edinburgh 2

NATIONAL BOARD OF PATENTS AND REGISTRATION
Trade Register System

Page 1
12 June 2009

Business ID: 0952694-9

[STAMP: Satakunta]

ARTICLES OF ASSOCIATION

Business and community ID: 0952694-9

Trade register number: 575.981

Company: BTL Baltic Trade Law Oy (Ltd.)

Handling office: Trade Register
Arkadiankatu 6 A
00100 Helsinki, Tel. 09 - 6939 500

Contents of the copy.

Current Articles of Association as of 12 June 2009

Valid from 5 May 1999

The law governing the rights of foreigners and certain communities to own and govern real property and shares in housing cooperatives was repealed on 1 January, 1993. Specifications made in the Articles of Association and bylaws based on this law, as well as notes made on this basis, are null and void.

The provider of the copy:

Satakunta Registry Office
P.O. Box 191 (Isolinnankatu 28)
28101 Pori, Tel. 071 874 0241

[SIGNATURE]
Glitte Wesslin
Office Secretary

[STAMP: Registry Office]



Business ID: 0952694-9

Page 1

ARTICLES OF ASSOCIATION

Section 1: Business Name and Domicile

The business name of the company is BTL Baltic Trade Law Oy (Ltd.) and the domicile is Helsinki, Finland.

Section 2: Line of Business

The line of business of the company covers legal and managerial counselling, consultation and training and real estate agency.

Section 3: Minimum and Maximum Capital

The minimum capital of the company is fifteen thousand (15,000) Finnish marks; the maximum capital is sixty thousand (60,000) Finnish marks. The share capital may be lowered or raised within these limits without amending the Articles of Association.

Section 4: Nominal Share Value

The nominal share value is one hundred and fifty (150) Finnish marks.

Section 5: Board of Directors

The company has a board of directors with one to three members. In the event that the board of directors has fewer than three members, a deputy member is also elected.

The terms of office of the members of the board end at the end of the first annual general meeting following the election.

Section 6: Right to Sign

The managing director as well as the members of the board (with the exception of the deputy member) have the right to sign for the business name independently.

Section 7: Auditors

The company has one permanent auditor and one deputy auditor.

Auditors are elected for an indefinite term.

Section 8: Meeting Call

The call for an annual general meeting must be delivered to the shareholders between two months and a week prior to the meeting via letters posted to their addresses listed in the company's share directory.

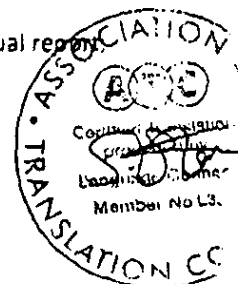
Section 9: Annual General Meeting

An annual general meeting must be held annually on the date determined by the board of directors, within six months of the end of the accounting period.

In the meeting:

The following must be exhibited

1. Financial statement, including profit and loss account, balance sheet and annual report.
2. Audit report.



Business ID: 0952694-9

Page 2

The following must be decided upon

3. The certification of the profit and loss account and the balance sheet;
4. Measures required by the profit or loss indicated by the certified balance sheet;
5. Discharge from liability for those who are accountable;
6. Fees paid to the members of the board and the grounds for the compensation of travel expenses.

The following must be elected

7. The members of the board and, if required, deputy members;
8. If required, an auditor and a deputy auditor.

Section 10: Accounting Period

The accounting period of the company is the calendar year (1 January - 31 December).

During the transitional period the accounting periods are as follows:

1 May 1998 - 30 April 1999 and 1 May 1999 - 31 December 1999.

Section 11: Redemption Clause

If a share is assigned to a new holder outside the company, the recipient of the share must inform the board of directors of this within a week of the assignment. The company and its shareholders have the right to redeem the share with the following terms:

1. The right to redeem does not apply to acquisition via inheritance, last will and testament or merging.
2. The company has the primary right to redeem assigned shares. The decision regarding the redemption of shares will be made in a general meeting.
3. The company's board of directors must inform the shareholders of a share being assigned outside the company within a month of the receipt of the assignment notification. At the same time, the shareholders must be informed of whether or not the company chooses to use its right to redeem the share. This information must be delivered in the same manner as the call to the annual general meeting. The information must include the redemption price and the date by which the redemption claim must be made. In the event that the assignment was gratuitous, the board of directors must determine the redemption price.
4. If more than one shareholder wants to use their right to redeem, the board of directors must divide the shares for redemption by such shareholders in proportion to the shares already owned by them. In the event that the division does not come out even, the extra shares will be divided by lot amongst those wanting to redeem.
5. The redemption price is the price agreed upon by the assignor and the assignee or, in the event that the assignment was gratuitous, the value determined by the share's latest financial statement.
6. Shareholders must present their redemption claims to the board of directors in writing within two weeks of the shareholders being informed of the assignment of the share.



Business ID: 0952694-9

Page 3

The company's board of directors must present to the assignee the redemption claim of the company or a shareholder within two months of the board of directors being informed of the assignment.

7. The redemption price must be paid to the assignee in cash or as a banker's draft within two weeks of making the redemption claim, or deposited to the debt recovery procedure holder within the stated time.

This section must be entered into stock certificates, stock directories, possible temporary certificates and subscription coupons.



APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: Finland

This public document:

2. has been signed by: Gitte Wesslin

3. acting in the capacity of: Office Secretary

4. bears the seal/stamp of: Satakunta Registry Office

Certified

5. at Pori, Finland

6. the 12th day of June, 2009

7. by Satakunta Registry Office, public notary, Pentti Rosenqvist

8. No. 261

Cost: 9 €

9. Seal/stamp:

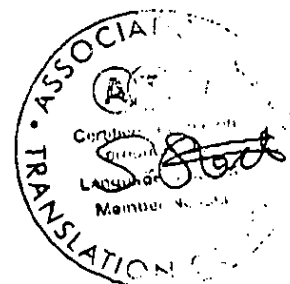
10. Signature:

[STAMP: Illegible]

[SIGNATURE]

PENTTI ROSENQVIST

Registrar, public notary



NATIONAL BOARD OF PATENTS AND REGISTRATION
Trade Register
Arkadiankatu 6 A
00100 HELSINKI
Tel. (09) 6939 500

Page 1

Business ID: 0952694-9
Processed: 12 June 2009

[STAMP Satakunta]

EXTRACT FROM THE TRADE REGISTER

Business name:

BTL Baltic Trade Law Oy (Ltd.)

Business and community ID: 0952694-9

Trade register number: 575.981

Business registered: 15 December 1993

Type of business: Limited liability company

Domicile: Helsinki

Contents of the extract: Information in the register on 12 June 2009.

Contact details of the business:

Postal address: KATAJANOKANLAITURI 5, 00160 HELSINKI

Entries in the register:

BUSINESS NAME (Registered on 5 May 1999)

BTL Baltic Trade Law Oy (Ltd.)

LINE OF BUSINESS (Registered on 5 May 1999)

The line of business of the company covers legal and managerial counselling, consultation and training and real estate agency.

DOMICILE (Registered on 15 December 1993)

Helsinki.

ACCOUNTING PERIOD (Registered on 5 May 1999)

The company's accounting period runs from 1 January to 31 December.

FOUNDING (Registered on 15 December 1993)

The Articles of Association have been approved at the founding meeting on 15 October 1993 and 8 December 1993.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION (Registered on 5 May 1999)

The Articles of Association have been amended on 1 April 1999 and 27 April 1999.

SHARE CAPITAL (Registered on 1 September 2006)

Share capital 2,522.82 euros, fully paid.

100 shares.

Nominal share value 25.2282 euros.

BOARD OF DIRECTORS (Registered on 5 May 1999)

Chairperson:

201052-224L Kunelius Reet



Page 2

Business ID: 0952694-9

Permanent members:

010560-1876 Niemensivu Pekka Antero

Deputy members:

091268-054S Mattila Anu Kristiina

OTHER MANAGEMENT (Registered on 5 May 1999)

Managing director:

010560-1876 Niemensivu Pekka Antero

AUDITORS (Registered on 5 May 1999)

Auditor:

231245-515R Salovaara Heikki Juhani

Deputy auditor:

140372-048K Bäckmand-Liimatta Satu Sinikka

STATUTORY REPRESENTATION (Registered on 15 December 1993)

On the basis of the Limited Liability Companies Act, the business name is signed for by the board of directors.

SIGNING FOR THE BUSINESS NAME (Registered on 5 May 1999)

According to the Articles of Association, the business name may be signed for by the members of the board of directors independently.

FINANCIAL STATEMENT DOCUMENTS (Registered on 5 June 2009)

Financial statement for the period between 1 January 2008 and 31 December 2008.

CURRENT PERSONAL INFORMATION

140372-048K Bäckmand-Liimatta Satu Sinikka, Finnish citizen, Lappalaistenkatu 7 D, 21100 Naantali

201052-224L Kunelius Reet, Estonian citizen, Paltankuja 3d as 2, 25190 Pertteli

091268-054S Mattila Anu Kristiina, Finnish citizen, Kylmäojantie 173, 01900 Nurmijärvi

010560-1876 Niemensivu Pekka Antero, Finnish citizen, Martantie 3, 29630 Pomarkku

231245-515R Salovaara Heikki Juhani, Finnish citizen, Korolistentie 7 B 22, 00280 Helsinki

BUSINESS NAME HISTORY:

5 May 1999 - BTL Baltic Trade Law Oy (Ltd.)

15 December 1993 - 4 May 1999 Ariecraft Oy (Ltd.)

The information provided here has been automatically printed from the trade register system.

The provider of the extract:

Satakunta Registry Office

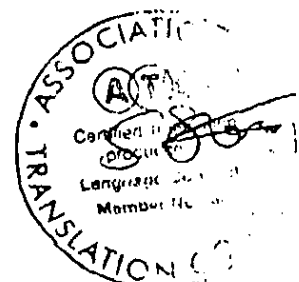
P.O. Box 191 (Isolinnankatu 28)

28101 Pori, Tel. 071 874 0241

[SIGNATURE]

Gitte Wesslin

Office Secretary



APOSTILLE
(Convention de La Haye du 5 octobre 1961)

Finland

1. Country:

This public document:

2. has been signed by:

Gitte Wesslin

3. acting in the capacity of:

Office Secretary

4. bears the seal/stamp of:

Satakunta Registry Office

Certified

5. at Pori, Finland

6. the 12th day of June, 2009

7.

by Satakunta Registry Office, public notary, Pentti Rosenqvist

8. No. 262

Cost: 9 €

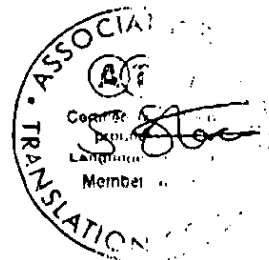
9. Seal/stamp:

10. Signature:

[STAMP: Satakunta Registry Office]

[SIGNATURE]

PENTTI ROSENQVIST
Registrar, public notary



PATENTTI- JA REKISTERIHALLITUS

Kaupparekisteri
Arkadiankatu 6 A
00100 HELSINKI
puh. (09) 6939 500

Sivu 1
Y-tunnus: 0952694-9
Annettu: 12.06.2009

O T E K A U P P A R E K I S T E R I S T Ä

Toiminimi:
BTL Baltic Trade Law Oy

Yritys- ja yhteisötunnus: 0952694-9
Kaupparekisterinumero: 575.981
Yritys rekisteröity: 15.12.1993
Yritysmuoto: osakeyhtiö
Kotipaikka: Helsinki
Otteen sisältö: 12.06.2009 rekisterissä olleet tiedot.

Yrityksen yhteystiedot:
Postiosoite: KATAJANOKANLAITURI 5, 00160 HELSINKI

Rekisterimerkinnot:

TOIMINIMI (Rekisteröity 05.05.1999)
BTL Baltic Trade Law Oy.

TOIMIALA (Rekisteröity 05.05.1999)
Yhtiön toimialana on lainopillinen ja liikkeenjohdollinen
neuvonta, konsultointi ja koulutus sekä kiinteistövälitys.

KOTIPAikka (Rekisteröity 15.12.1993)
Helsinki.

TILIKAUSI (Rekisteröity 05.05.1999)
Yhtiön tilikausi on 01.01. - 31.12.

PERUSTAMINEN (Rekisteröity 15.12.1993)
Yhtiöjärjestys on perustamiskokouksessa hyväksytty 15.10.1993 ja
08.12.1993.

YHTIÖJÄRJESTYKSEN MUUTOS (Rekisteröity 05.05.1999)
Yhtiöjärjestystä on muutettu 01.04.1999 ja 27.04.1999.

OSAKEPÄÄOMA (Rekisteröity 01.09.2006)
Osakepääoma 2.522,82 euroa, täysin maksettu.
Osakkeet 100 kpl.
Osakkeen nimellisarvo 25,2282 euroa.

HALLITUS (Rekisteröity 05.05.1999)
Puheenjohtaja:
201052-224L Kunelius Reet





FILE COPY

**CERTIFICATE OF REGISTRATION
OF AN OVERSEA COMPANY**

Establishment of a Place of Business

Company No. FC029070

The Registrar of Companies for England and Wales hereby certifies that

BTL BALTIC TRADE LAW OY (LTD.)

has this day been registered under Section 691 of the Companies Act 1985 as
having established a place of business in England and Wales.

Given at Companies House on 22nd June 2009.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES