FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 5474743

The Registrar of Companies for England and Wales hereby certifies that GREENCOURT CONSULTANCY LIMITED

is this day incorporated under the Companies Act 1985 as a private company and that the company is limited.

Given at Companies House, Cardiff, the 8th June 2005



N05474743L







Please complete in typescript, or in bold black capitals.

Declaration on application for registration

| or in bold black capitals. | |
|--|---|
| CHWP000 | |
| Company Name in full | GREENCOURT CONSULTANCY LIMITED |
| • | |
| l, | JOHN SAMUELS |
| of | 45, GREENCOURT RUAD, ORPINGTON, KENT, BRSION |
| † Please delete as appropriate. | do solemnly and sincerely declare that I am a † [Solicitor engaged in the formation of the company][person named as director or secretary of the company in the statement delivered to the Registrar under section 10 of the Companies Act 1985] and that all the requirements of the Companies Act 1985 in respect of the registration of the above company and of matters precedent and incidental to it have been complied with. |
| • | And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835. |
| Declarant's signature | Mamuel |
| Declared at | 5 Blackstock Road Landay NY 257 |
| On • Please print name before me • | Day Month Year Day Month Year MICHAEL STENNETT S BLACKSTOCK ROAD |
| Please print name. Defore me | LONDON N4 2JS |
| Signed | Date 665 |
| You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record. | ACommissioner for Oaths or Notary Public or Justice of the Peace or Solicitor FORM SAMUELS 45 GREEN COUNT RUAD ONFINGTON, KENT BR5 / QN Tel 0/689 822/23 DX number DX exchange |
| COMPANIES HOUSE | When you have completed and signed the form please send it to the Registrar of Companies at: Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales or Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh or LP - 4 Edinburgh 2 |



Please complete in typescript, or in bold black capitals. CHWP000

First directors and secretary and intended situation of registered office

| Notes on completion appear on final page | | | | | | | | |
|---|----------------------------------|--|--|--|--|--|--|--|
| Company Name in full | GREENCOURT CONSULTANCY LIMITED | | | | | | | |
| | | | | | | | | |
| Proposed Registered Office | 45 GREEN COURT ROAD | | | | | | | |
| (PO Box numbers only, are not acceptable) | PETTS WOOD | | | | | | | |
| Post town | ÛR PING TON | | | | | | | |
| County / Region | KENT Postcode BR5 1QN | | | | | | | |
| If the memorandum is delivered by an agent for the subscriber(s) of the memorandum mark the box opposite and give the agent's | | | | | | | | |
| name and address. Agent's Name | | | | | | | | |
| Address | | | | | | | | |
| | | | | | | | | |
| Post town | | | | | | | | |
| County / Region | Postcode | | | | | | | |
| Number of continuation sheets attached | | | | | | | | |
| You do not have to give any contact information in the box opposite but if | JOHN SAMUELS | | | | | | | |
| you do, it will help Companies House to contact you if there is a query on | 45 GREENCOURT RUAD BROWGTON KENT | | | | | | | |
| the form. The contact information | BRS 10N Tel 0/689 822/13 | | | | | | | |
| | DX number DX exchange | | | | | | | |

COMPANIES HOUSE **AGMF85MQ** 07/06/05

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COMPANIES HOUSE

v 08/02

0119 27/05/05

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland DX 235 Edinburgh or LP - 4 Edinburgh 2

Company Secretary (see notes 1-5)

| | | Company name | GREE | N Court | CONS | UL7 | ANCY LIMITED | |
|--|------------------------------------|-----------------|---------------------|-------------------|---------------------------------------|----------|--------------|--|
| | NAME | *Style / Title | | 712 T | *Honours et | c | | |
| * Voluntary details | | Forename(s) | (s) JOHN | | | | | |
| | Surname | | | SAMUELS | | | | |
| | Previ | ous forename(s) | | | | | | |
| ** Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under sectio 723B of the Companies Act 1985 otherwise, give your | Previous surname(s) | | | | interview and the second | | | |
| | Address + | | 45 GREENCOURT ROAD | | | | | |
| | | | PETTS WOOD | | | | | |
| | | Post town | ORPINGTON | | | | | |
| usual residential address. In the case of a corporation or | | County / Region | KE | NT | Post | tcode | BRS/QN | |
| Scottish firm, give the registered or principa office address. | | Country | ENGLAND | | | | | |
| | C | 4 | consent to act | as secretary of | | Г | | |
| Directors (see | | ent signature | 1 | Jamuel | \ <u>\</u> | ate | 26- MM-noi | |
| Please list directors i | n alphab | | V | | J | Γ— | | |
| | NAME | *Style / Title | MR | | *Honours et | c | | |
| | | Forename(s) | Jo 14 | <u>/</u> | | | | |
| | | Surname | SAM | <i>luels</i> | | | | |
| | Previ | ous forename(s) | | | · · · · · · · · · · · · · · · · · · · | | | |
| th Tick this box if the | Prev | ious surname(s) | | | | | | |
| address shown is a service address for the | Address ** | | 45 GREEN COURT ROAD | | | | | |
| peneficiary of a Confidentiality Order granted under section | L | | PETTS WOOD | | | | | |
| 723B of the Companies Act 1985 otherwise, give your usual | 3 | Post town | ORPINGTON | | | | | |
| residential address. In the case of a | | County / Region | KEN | T | Post | tcode | BASIQN | |
| corporation or Scottist firm, give the registered or principal | 1 | Country | | ENGLAN | VD · | | | |
| office address. | Date of birth Business occupation | | Day Month | Year | Nationality | [| | |
| | | | 3010 | 1191417 | | | RITISH | |
| | | | SECU | ANITY M | ANAGEI | <u> </u> | | |
| | Other d | lirectorships | | | | | | |
| | | | I consent to act a | as director of th | e company n | amed i | on nane 1 | |
| | Conse | nt signature | . 11 | amus/ | | ate | 26-MAY-2005 | |
| | | | 1.1 | | | | | |

Directors (see notes 1-5) Please list directors in alphabetical order *Honours etc NAME *Style / Title MAS LINDA MARIÉ Forename(s) * Voluntary details Surname SAMUELS Previous forename(s) SULLIVAN Previous surname(s) ^{††} Tick this box if the Address ** address shown is a GREEN COUNT RUAD service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies ORPINGTON Post town Act 1985 otherwise. give your usual residential address. In Postcode BR5/QN County / Region KENT the case of a corporation or Scottish Country ENGLAND. firm, give the registered or principal office address. Day Month Year Date of birth BRITISH **Nationality** 9,4, **Business occupation** CO-ORDINATOR CHILOMINDING NETWORK Other directorships I consent to act as director of the company named on page 1 Consent signature Date 26- MMy -200 This section must be Signed **Date** signed by either an agent on behalf of all Signed **Date** subscribers or the Samue 15 subscribers (i.e those who signed **Signed Date** as members on the memorandum of Signed **Date** association). Signed Date Signed **Date** Signed **Date**

THE COMPANIES ACTS 1985-1989

COMPANY LIMITED BY SHARES



200065/20 MAY 2005 £20 FEE PAID HOUSE

MEMORANDUM OF ASSOCIATION OF: GREENCOURT CONSULTANCY LIMITED

- 1. The name of the Company is: GREENCOURT CONSULTANCY LIMITED
- 2. The registered office of the Company will be situate in England.
- 3. The objects for which the Company is established are:
 - (a) To carry on business as a general commercial company.
 - (b) To provide consultancy and other services to commercial organisations and companies.
 - (c) To carry on any other business of any description whatsoever which may seem to the Company or in the opinion of the Board of Directors thereof to be advantageously carried on in connection with or ancillary to the objects of the Company or any of them and calculated directly or indirectly to render more profitable to the Company's business.

It is declared that the foregoing sub-clauses or any of them shall be construed independently of each other and none of the objects herein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clauses.

- 4. The liabilities of the Members is limited.
- 5. The Share Capital of the Company is £100 divided into 100 Ordinary Shares of £1 each, each with power to increase or divide the shares in the capital for the time being into different classes having such rights, privileges and advantages as to voting or otherwise as the Articles of Association may from time to time prescribe.

WE, the persons whose names and addresses are subscribed are desirous of being formed into a Company in pursuance of the Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Mr. John Samuels

50 shares

50 shares

45, Greencourt Road,

Petts Wood,

Orpington,

Kent

BR5 1QN Signed:

Mrs Linda Marie Samuel

45. Greencourt Road.

Petts Wood,

Orpington,

Kent,

BR5 1QN Signed: Im Samuel

Witness to the above signatures:

MR. ROBERT WEEKS 45 WOODRIDE,

4th June 2005

| Company Name | Gree | ncourt | - C01 | rsue | Tomy | H |
|--------------|------|--------|-------|--------------|------|---|
| | | | | 1 | 110 | |
| Сотрапу № | 5474 | 743 - | | - | : | |

Articles of Association have not been registered for the above company in this case. (Company Limited by Shares – see Sections 7 and 8 of the Companies Act 1985.)

Signed ______(Officer of New Companies Section)

Date ______8/6/05