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Lee Bolton & Lee Lee Bolton & Lee of 1 The Sanctuary, Westminster SW1P

Dated: 21 May 1990

THE COMPANIES ACT 1985

2335994

COMPANY LIMITED BY SHARES

MAPPA MUNDI LIMITED

MEMORANDUM

-and-

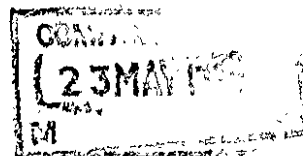
ARTICLES OF ASSOCIATION

Incorporated the 17 day of January 1989

Certificate No. 2335994

John Cotterill
661253

John Cotterill



Chairman

15th May 1990

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

1. The Company's name is MAPPA MUNDI LIMITED.
2. The Company's registered office is to be situated in England and Wales.
3. The Company's objects are:-
 - (a) To carry on the business of wholesale and retail book - sellers and stationers, sellers of souvenirs, medals, coins, leather goods, glassware and pottery and fancy goods of all kinds and other articles of personal domestic and household use and ornament cards of all kinds, pictures, drawings, films, film strip transparencies, fancy and plated goods, writing materials and requisites pens, inks and stationery generally and as sellers of music, gramophone records and musical instruments and accessories of all kinds.
 - (b) To carry on any trade or business whatever, which can, in the opinion of the Board of Directors, be conveniently or advantageously carried on in connection with or ancilliary to any of the businesses of the Company or which would benefit the charitable or religious aims of the Church of England.
 - (c) To administer, run or otherwise organise or participate in any fund raising activities which in the opinion of the Board of Directors would benefit the charitable or religious aims of the Church of

England.

- (d) To buy, take on lease or hiring agreement or otherwise acquire, land or any other property, real or personal, movable or immovable, or any interest in such property and to sell, lease, let on hire, develop such property, or otherwise turn the same to the advantage of the Company.
- (e) To take out, apply for and acquire by original grant or by transfer or assignment or otherwise letters patent, brevets d'invention, licences, concessions, secret processes and inventions and to use and exercise the same or to sell, assign and develop the same or grant licences in respect thereof or otherwise turn the same to the advantage of the Company.
- (f) To erect, construct, alter and maintain buildings, erections, and works of all kinds, whether on the property of the Company or not.
- (g) To invest the money of the Company in any manner that the Company may think fit.
- (h) To enter into partnership or joint purse agreement with or to make any agreement or arrangement with any other company, firm or person carrying on business similar or complementary to the business of the Company or any part thereof or to amalgamate with any such company, firm or person.
- (i) To sell the whole or any part of the undertaking of the Company for cash, shares, debentures or any other consideration.
- (j) To acquire by purchase or otherwise and either for

cash, shares or debentures in the Company or any other consideration any other business or any interest therein which in the opinion of the Company may be conveniently or profitably combined with the business of the Company.

- (k) To lend money to customers and others and to guarantee the observance and performance of obligations and contracts by customers and others.
- (l) To borrow money and secure the repayment thereof by the creation and issue of mortgages, debentures, debenture stock or other securities.
- (m) To draw, make, endorse, accept, discount and negotiate, bills, notes, warrants and negotiable instruments of all kinds.
- (n) To remunerate any company, firm or person for services rendered in the promotion of the Company or the issue or placing of the shares, stock, debentures, debenture stock or other obligations of the Company and to pay all expenses incurred in connection with such promotion or the creation issue and placing of any such shares, stock, debentures, debenture stock or other obligation.
- (o) To grant pensions to employees and ex-employees and Directors and ex-Directors or other officers or ex-officers of the Company their widows, children and dependants and to subscribe to benevolent and other funds for the benefit of any such persons and to subscribe to or assist in the promotion of any charitable, benevolent or public purpose or object.

- (p) To promote or assist in the promotion of any company having objects similar to or complementary to the objects of the Company and to subscribe, underwrite, buy or hold the shares, stock, debentures, debenture stock or other obligations of such company.
- (q) To promote the Company's interests by advertising its products and services in any manner and in particular to give prizes or gifts to customers or potential customers and to promote or take part in competitions, displays and exhibitions.
- (r) To distribute all or any of the assets of the Company in specie between the members of the Company in accordance with their rights.
- (s) To do all or any other acts and things which in the opinion of the Company may be conducive or incidental to the objects of the Company.
- (t) To establish and support or aid in the establishment and support of any association or institution established for religious or charitable purposes in connection with the Church of England and to donate subscribe guarantee or covenant monies for such purposes.
- (u) To do all such things in any part of the world either as principal or agent and either alone or in conjunction with any other person, firm or company.

All of the foregoing objects shall be read and construed as separate and distinct objects and the generality of any of such objects shall not be abridged or cut down by reference to any other object of the Company.

4. The liability of the Members is limited.

5. The Company's share capital is £1000 divided into 1000 shares of £1 each.

ARTICLES OF ASSOCIATION
OF
HAPPA MUNDI LIMITED

1. The regulations constituting Table A in the Schedule to the Companies (Tables A - F) Regulations 1985 ("Table A") shall apply to the Company.