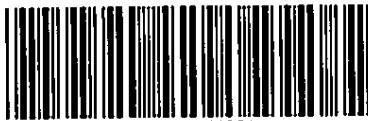


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The Companies Act 1985 to 1989

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COMPANIES HOUSE

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

of

FK CONSULTANTS LIMITED

- 1 The name of the Company is "FK CONSULTANTS 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 all or any of the following businesses Manufacturers, agents, factors, distributors, importers, exporters, designers, installers, repairers, hirers and renters out and wholesale and retail dealers in and of all kinds of computers, networks, software, computer peripherals, data-processing and word-processing equipment, accounting machines, office and other business machines, automation control equipment and all other kinds of computerised or otherwise automated, electronic, electrical and like equipment for any purpose whatsoever, all kinds of peripheral and ancillary equipment thereto, punched cards, tabulators, tapes, printing equipment, stationery, printed matter and all kinds of supplies and requisites useful in connection with any of the aforementioned equipment, providers of services and facilities in connection with the use or application of such equipment whether on a whole-time or timesharing basis or otherwise, proprietors of service bureaux for any of these purposes and for the preparation of punched cards, tapes and other means of representing data tabulations and other presentations of processed data, to effect all kinds of data-processing and to provide services ancillary or incidental thereto, to write, design and otherwise handle computer programmes and devise schemes and projects generally, to act as experts and consultants in and about any of the above activities, to hire out equipment and to train and supply staff and labour for all kinds of projects whether directly in connection with the use of equipment or in the interpretation of data, statistic and other information or for any other purpose, to carry on business as printers, publishers, general business consultants and all other businesses at the discretion of the Directors
 - (b) To buy, sell, import, export, manufacture and deal in all kinds of goods, stores and equipment whether in connection with any of the above activities or otherwise and to act as agents for all purposes
 - (c) To carry on any other business which may seem to the Board of Directors capable of being carried on conveniently in connection with or as ancillary to any business which the Company is authorised to carry on, or calculated to directly or indirectly to benefit the Company, or to enhance the value or render profitable any of the Company's properties or rights
 - (d) To apply for, purchase or otherwise acquire any patents, licences, concessions, privileges and like rights, conferring a non-exclusive or exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop, grant licences in respect of, or otherwise turn to account the rights and information so acquired
 - (e) To purchase, take on lease or in exchange, or hire or otherwise acquire any lands, houses, buildings, rights, machinery, plant and real or personal property or properties and chattels which

the Board of Directors may think to be convenient or suitable for any purposes of the Company's business, and to purchase or otherwise acquire all or any of the business, property and liabilities of any person or company carrying on any business similar to that which this Company is authorised to carry on, or possessed of property suitable for the purposes of the Company, and pay for any assets acquired by the Company in cash or shares, stock, debentures, debenture stock or obligations of the Company, whether fully paid or otherwise, or in any other manner

- (f) To sell, improve, manage, develop, lease, mortgage, let, charge, dispose of, turn to account, or otherwise deal with all or any part of the undertaking or property or rights of the Company, and to sell the undertaking of the Company, or any part thereof for such consideration as the Company may think fit, and in particular for cash, shares, debentures or debenture stock or other obligations, whether fully paid or otherwise, of any other company
- (g) To form, promote, subsidise and assist companies, syndicates and partnerships of all kinds which may be of assistance to the Company for any of the purposes of its business or which may have objects similar wholly or in part to the objects of the Company, whether directly or indirectly, and to subscribe for, and take any shares, stock, debentures, debenture stock or other obligations of any other companies, syndicates or partnerships
- (h) To enter into partnerships or into any arrangement for sharing profits, union of interests, reciprocal concessions, co-operation, or otherwise, with any person or company carrying on a business similar to or which may be conveniently carried on with any business of the Company
- (i) To borrow and raise money without restriction and to secure the same in such manner as may be expedient, and in particular by the issue of debentures or debenture stock, mortgages and charges, perpetual or otherwise, charged upon all or any of the Company's undertaking or property, both real and personal, present and future, including its uncalled capital, and for the purposes of or in connection with the borrowing or raising of money by the Company, to become a member of any Building Society
- (j) To make, draw, accept, endorse, negotiate, discount and execute bills of exchange, promissory notes or other negotiable instruments
- (k) To advance and lend money, with or without security, to such persons and upon such terms and subject to such conditions as may seem expedient
- (l) To pay all or any expenses incurred in connection with the formation, promotion and incorporation of the Company and to remunerate any person or company for services rendered in placing or assisting to place any of the shares in the capital of the Company or any debentures or other security of the Company, or in or about the formation or promotion of the Company or the conduct of its business
- (m) To amalgamate with any other company with objects all or any of which are similar to the objects of the Company in any manner whatsoever (whether with or without a winding up of the Company)
- (n) To distribute among the Members in specie any property of the Company or any proceeds of sale, disposal, or realisation of any property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law
- (o) To receive money on deposit or loan and to give credit to or guarantee, or become security for the performance of any contract by any person, company or association and to grant instalment, hire purchase and leasing facilities upon such terms as may seem desirable in the interests of the Company
- (p) To support or subscribe to any charitable object or any institution and to give pensions, bonuses, gratuities or assistance to any person who is serving or has served the Company, whether as a Director, employee or otherwise, and his family and dependents, to make payments towards insurance, and to establish, form and contribute to provident, superannuation and other similar

funds and trusts, associations, clubs, schools and other institutions for the benefit of any such persons aforesaid

- (q) To promote any other company for the purpose of acquiring the whole or any part of the business or property and undertaking any of the liabilities of the Company, or of undertaking any business or operations which seem likely to assist or benefit the Company and to underwrite, subscribe for or otherwise acquire all or part of the shares of any such company as aforesaid
- (r) To invest and deal with any of the moneys of the Company not immediately required for its operations in such manner, with or without security, as the Directors may determine
- (s) To procure the Company to be registered or recognised in any country or place abroad
- (t) To erect, construct, alter and maintain any plant, machinery, buildings or other structures that may be convenient for the business of the Company
- (u) To remunerate the Directors and employees of the Company and any other persons, companies or firms rendering services to the Company in such manner as may be thought expedient
- (v) To enter into any arrangement with any Government or other authority and to obtain from any such body all rights, concessions and privileges that may seem conducive to any of the Company's business
- (w) To carry out all or any of the objects of the Company in any part of the world either alone as principals or as agents, trustees, contractors, sub-contractors or in partnership or conjunction with any other person, firm, association, company or other body, or through agents or trustees, or by means of any subsidiary or auxiliary company or otherwise
- (x) To do all such acts or things as are incidental or conducive to the attainment of the above objects or any of them

It is hereby declared that the word 'Company' in this clause, except where used in reference to this Company, shall be deemed to include any partnership or other body of persons, whether incorporated or not, and whether domiciled in the United Kingdom or elsewhere, and whether now existing or hereafter to be formed. It is also expressly declared that each Sub-clause of this Clause shall be construed independently of the other Sub-clauses hereof, and that none of the objects mentioned in any Sub-clause shall be deemed to be merely subsidiary to the objects mentioned in any other Sub-clause

- 4 The liability of the Members is limited
- 5 The Share Capital of the Company is £1,000 divided into 1000 shares of £1 each. The Company has power to increase and divide the shares into several classes and attach thereto any preferential or special rights, privileges or conditions in accordance with the regulations of the Company

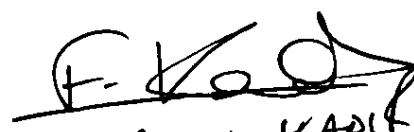
We, the subscribers to this Memorandum of Association, wish to be formed into a company pursuant to this Memorandum, and we agree to take the number of shares shown opposite our respective names

NAMES AND ADDRESSES OF SUBSCRIBERS	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER
Feridun Kadir 5 Woodfield Terrace Stansted Essex CM24 8AJ IT Consultant	One
Adam Tristan Pedder 26 Woodfields Stansted Essex CM24 8AR IT Consultant	One

Dated this 12th Day of March 2001

WITNESS to the above signatures

*Revised following
change of name
on 25th October 2007.*


FERIDUN KADIR
COMPANY SECRETARY

The Companies Act 1985 to 1989

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

of

FK CONSULTANTS LIMITED

PRELIMINARY

- 1 The Company is a private company and the regulations contained or incorporated by reference in Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 (hereinafter referred to as "Table A"), save in so far as they are hereinafter excluded or modified, shall be, together with these Articles, the regulations of the Company
- 2 Regulations 2, 3, 24, 84, 94 and 99 of Table A shall not apply to the Company

CAPITAL

- 3 The initial share capital of the Company is £1,000 divided into 1,000 shares of £1 00 each
- 4 The shares of the Company, whether forming part of the original capital or of any increased capital, may be allotted or otherwise disposed of to such persons and for such consideration and upon such terms as the Directors may determine subject, in the case of any shares forming part of any increased capital, to such directions as to the allotment or disposal thereof as may be given by the Company in general meeting at the time of the creation of such shares
- 5
 - (a) After the initial allotment of shares by the Directors any further shares proposed to be issued shall first be offered to the Members in proportion as nearly as may be to the number of the existing shares held by them respectively unless the Company shall by Special Resolution otherwise direct. The offer shall be made by notice specifying the number of shares offered, and limiting a period (not being less than fourteen days) within which the offer, if not accepted, will be deemed to be declined. After the expiration of that period, those shares so deemed to be declined shall be offered in the proportion aforesaid to the persons who have, within the said period, accepted all the shares offered to them, such further offer shall be made in the same manner and limited by a like period as the original offer. Any shares not accepted pursuant to such offer or further offer as aforesaid or not capable of being offered as aforesaid except by way of fractions and any shares released from the provisions of this Article by such Special Resolution as aforesaid shall be under the control of the Directors, who may allot, grant options over or otherwise dispose of the same to such persons, on such terms, and in such manner as they think fit, provided that, in the case of shares not accepted as aforesaid, such shares shall not be disposed of on terms which are more favourable to the subscribers thereof than the terms on which they are offered to the Members. In accordance with Section 91 of the Act, Section 89(1) and Section 90(1) to (6) of the Act shall be excluded from applying to the Company
 - (b) Subject to paragraph (a) of this Article the Directors are authorised in accordance with Section 80 of the Act to exercise any power of the Company (and in particular the power contained in Article 4 of these regulations) to allot and grant rights to subscribe for or convert securities into shares of the Company up to the amount of the share capital created on the incorporation of the Company and may do so at any time before the date

of the fifth anniversary of such incorporation and this authority shall expire on that date except that the Directors may allot shares thereafter in pursuance of any agreement or offer to allot made before that date. This authority may be revoked, varied or renewed (but not for more than five years at a time) by an Ordinary Resolution

- 6 Subject to the provisions of Chapter VI I of Part V of the Act any Shares may be issued on the terms that they are, or at the option of the Company are liable, to be redeemed

TRANSFER OF SHARES

- 7 A member may transfer any share to his or her spouse or lineal descendant and any shares of a deceased member may be transferred to any such relation as aforesaid of the deceased member. Save as aforesaid the Directors, in their absolute discretion and without assigning any reason, may decline to register the transfer of any share whether or not it is a fully paid share

VOTES OF MEMBERS

- 8 Subject to any rights or restrictions for the time being attached to any class or classes of shares, on a show of hands every member present in person shall have one vote, and on a poll every member shall have one vote for each share of which he is the holder

DIRECTORS

- 9 A Director who has disclosed his interest and the interest of any person who is, for any purpose of the Act (excluding any statutory modification thereof not in force when this regulation becomes binding on the Company) connected with the Director and, in the case of an alternate director, any interest of his appointer, in accordance with Regulation 85 of Table A and Section 317 of the Act may vote in respect of any contract, proposed contract or any arrangement in which he is interested directly or indirectly and such Director shall be counted in the quorum present at any meeting at which such contract or proposed contract or arrangement is being considered
- 10 Any Director may hold any other office or place of profit under the Company (other than the office of Auditor) in conjunction with his office of Director for such period and on such terms (as to remuneration and otherwise) as the Directors may determine
- 11 Any Director may act by himself or his firm in a professional capacity for the Company, and he or his firm shall be entitled to remuneration for professional services as if he were not a Director, provided that nothing herein contained shall authorise a Director to act as Auditor for the Company
- 12 The Company shall not be subject to Section 293 of the Act, and accordingly any person may be appointed or elected as a Director whatever his age, and no Director shall be required to vacate his office of Director by reason of his attaining or having attained the age of seventy years or any other age
- 13 The office of a Director shall be vacated
- (a) In any of the circumstances specified in article 81 of Table A (any resignation of office being by notice in writing) or
- (b) If he is removed from office by a resolution duly passed under Section 303 of the Act

SOLE DIRECTOR

- 14 Article 64 of Table 'A' shall apply, with the exception of the words "but shall not be less than two" and accordingly there may be a sole Director. If and so long as there is a sole Director, such Director may act alone in exercising all the powers and authorities by Table 'A' or these Articles vested in the Directors generally

MANAGING DIRECTORS AND MANAGERS

- 15 The Directors may from time to time appoint one or more of their body to the office of Managing Director or Manager for such period and on such terms (as to remuneration and otherwise) as they think fit and, subject to the terms of any agreement entered into in any particular case, may revoke appointment. A Director so appointed, whilst holding such office shall not be subject to retirement by rotation or be taken into account in determining the number of Directors to retire by rotation or the rotation of retirement of Directors, but his appointment, subject to the payment to him of such compensation or damages as may be payable to him by reason thereof, shall be automatically terminated if he cease from any cause to be a Director

SECRETARY

- 16 Subject to the provisions of the Act, the Secretary shall be appointed by the Directors for such term, at such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. If at any time there shall be no Secretary or for any reason no Secretary capable of acting, the Directors may appoint an assistant or deputy Secretary

NOTICES

- 17 Notice of every general meeting shall be given in manner authorised by Table A to every member except those members who are by these Articles disentitled from receiving such notices and those members who (having no registered address within the United Kingdom) have not supplied to the Company any address within the United Kingdom for the giving of notices to them, and shall also be given to the directors and the auditors

ONE MEMBER

- 18 (a) If and for so long as the Company has only one Member, that Member present or by proxy, or if that Member is a corporation by a duly authorised representative, shall be a quorum
- (b) If and for so long as the Company has only one Member and that Member takes any decision which it is required to be taken in General Meeting or by means of a written resolution, that decision shall be valid and effectual as if agreed by the Company in General Meeting save that this paragraph shall not apply to resolutions passed pursuant to Sections 303 and 391 of the Act. Any decision taken by a sole Member pursuant to paragraph (a) above shall be recorded in writing and delivered by that Member to the Company for entry in the Company's Minute Book

NAMES AND ADDRESSES OF SUBSCRIBERS
<p>Feridun Kadir 5 Woodfield Terrace Stansted Essex CM24 8AJ</p> <p>IT Consultant</p>
<p>Adam Tristan Pedder 26 Woodfields Stansted Essex CM24 8AR</p> <p>IT Consultant</p>

Dated this 12th Day of March 2001

WITNESS to the above signatures

Revised following
Change of name
on 25th October 2007.

F. Kadir
FERIDUN KADIR
COMPANY SECRETARY