



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 5701266

The Registrar of Companies for England and Wales hereby certifies that
KAPAI 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 7th February 2006



N0 5701266D



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —



Companies House

— *for the record* —

Electronic statement of compliance
with requirements on application
for registration of a company
pursuant to section 12(3A) of the
Companies Act 1985

Company number

5701266

Company name

KAPAI LIMITED

I,

HJC INTERIM LTD.

of

80 SIDNEY STREET
FOLKESTONE
KENT
UNITED KINGDOM
CT19 6HQ

a

person named as a director of the company in the
statement delivered to the registrar of companies
under section 10(2) of the Companies Act 1985

make the following statement of compliance in pursuance of section
12(3A) of the Companies Act 1985

Statement:

I hereby state 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.

Confirmation of electronic delivery of information

This statement of compliance was delivered to the registrar of companies
electronically and authenticated in accordance with the registrar's
direction under section 707B of the Companies Act 1985.

WARNING: The making of a false statement could result in liability to
criminal prosecution



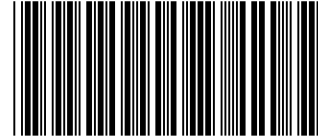
Companies House

— for the record —

10(ef)

**First directors and secretary and
intended situation
of registered office**

Received for filing in Electronic Format on the: **07/02/2006**



X4912CQW

*Company Name
in full:*

KAPAI LIMITED

*Proposed Registered
Office:*

**80 SIDNEY STREET
FOLKESTONE
KENT
UNITED KINGDOM
CT19 6HQ**

memorandum delivered by an agent for the subscriber(s): **No**

Company Secretary

Name

HJC SECRETARIAL SERVICES LTD.

Address:

**KATSONOTOU STREET 3
KITALLIDES BUILDING, OFFICE
4A
LIMASSOL
CYPRUS
3036**

Consented to Act: **Y**

Date authorised **07/02/2006**

Authenticated: **Y**

Director 1:

Name **HJC INTERIM LTD.**

Address: **80 SIDNEY STREET
FOLKESTONE
KENT
UNITED KINGDOM
CT19 6HQ**

Consented to Act: **Y** *Date authorised* **07/02/2006** *Authenticated:* **Y**

Other Directorships:

04794967	INTERTRANSPORT & TRADING LIMITED
05097408	GO EUROPE TRANSPORTS LIMITED
05097411	JUST-IN-TIME TRANSPORTS LIMITED
05097417	ALL DIRECTION TRANSPORTS LIMITED
05097460	TRANSEUROPE LOGISTICS LIMITED
05285587	OWNSWORTH LIMITED
05285609	OVERTON ENTERPRISES LIMITED
05403070	CHAMAN LIMITED
05403325	LILAC EUROPE LIMITED
05403396	JASPER EUROPE LIMITED
05403408	HAGAE-COMITIS LIMITED
05403573	DELPHIS ENTERPRISES LIMITED
05405138	ARUN ENTERPRISES LIMITED
05407298	CONISCA LIMITED
05407311	CLIFTON EUROPE LIMITED
05459589	GREENTREATS ENTERPRISES LIMITED
05459601	GROVER EUROPE LIMITED
05459700	ZOELINA LIMITED
05459701	WHITEWONDER LIMITED
05459702	WOODBLOC LIMITED
05459703	YUCACUNA LIMITED
05459704	WIZARDWISE LIMITED
05459707	YELLOWFISH EUROPE LIMITED
05459710	MULON LIMITED
05463823	FORRINGTON ENTERPRISES LIMITED
05463824	EUROCENTERPRISE LIMITED
05463826	ETERNAL SUNSHINE LIMITED
05463827	TROMPET LIMITED
05463828	PONTAS LIMITED
05463837	FARWOOD ENTERPRISES LIMITED
05463840	EUROMATIC ENTERPRISES LIMITED
05463841	NICEVILLE LIMITED
05463843	EUROSPOT ENTERPRISES LIMITED
05463844	CHESWICK ENTERPRISES LIMITED
05463845	DORVIC LIMITED
05463847	ZEPPELIN ZERO LIMITED
05463848	EUROGRAND EUROPE LIMITED

The Companies Act 1985 (As amended by the Companies Act 1989)

Private company limited By Shares

MEMORANDUM OF ASSOCIATION

OF

KAPAI LIMITED

1. The Company's name is KAPAI LIMITED
2. The Company's registered office is to be situated in England and Wales.
3. The object of the Company is to carry on business as a general commercial company.
4. The liability of the members is limited.
5. The share capital of the Company is 1000 GBP divided into 1000 ORDINARY shares of 1 GBP each

I, the subscriber to this Memorandum of Association wish to be formed into a Company pursuant to this Memorandum; and I agree to take the number of shares shown opposite my respective name.

Name and address of subscriber - Number of shares taken by the subscriber

HJC INTERIM LTD. [100 ORDINARY]
80 SIDNEY STREET
FOLKESTONE
KENT
CT19 6HQ
UNITED KINGDOM

7th February 2006

The Companies Act 1985

(As amended by the Companies Act 1989)

Private company limited By Shares

ARTICLES OF ASSOCIATION

OF

KAPAI LIMITED

1. The Company will adopt Table A (clause 64 shall not apply).

HJC INTERIM LTD. [100 ORDINARY]
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FOLKESTONE
KENT
CT19 6HQ
UNITED KINGDOM

7th February 2006