

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 07193226

The Registrar of Companies for England and Wales, hereby certifies that

CERES MEDIA LTD

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in ENGLAND/WALES

Given at Companies House, Cardiff, on 17th March 2010



N07193226H



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

The above information was communicated by electronic means and authenticated by the Registrar of Companies under Section 1115 of the Companies Act 2006



Companies House
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: **17/03/2010**



X38Q3IDW

*Company Name
in full:*

CERES MEDIA LTD

Company Type:

Private limited by shares

*Situation of Registered
Office:*

England and Wales

*Proposed Register
Office Address:*

**81 RIVINGTON STREET
LONDON
ENGLAND
EC2A 3AY**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Proposed Officers

Company Secretary 1

Type: **Person**

Full forename(s): MR KEVIN JAMES

Surname: **NEWMAN**

Former names:

Service Address: **81 RIVINGTON STREET
LONDON
ENGLAND
EC2A 3AY**

Consented to Act: Y *Date authorised: 17/03/2010* *Authenticated: YES*

Company Director ***1***

Type: **Person**

Full forename(s): **ALEXANDER STUART**

Surname: **DOWDESWELL**

Former names:

Service Address: **81 RIVINGTON STREET
LONDON
ENGLAND
EC2A 3AY**

Country/State Usually Resident: **ENGLAND**

Date of Birth: **02/04/1971** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Consented to Act: **Y** *Date authorised:* **17/03/2010** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORD A	<i>Number allotted</i>	100
		<i>Aggregate nominal value</i>	100
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0
<i>Prescribed particulars</i>	FULL VOTING RIGHTS		

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	100
		<i>Total aggregate nominal value</i>	100

Initial Shareholdings

Name: **ALEXANDER STUART DOWDESWELL**

<i>Address:</i>	81 RIVINGTON STREET LONDON ENGLAND EC2A 3AY	<i>Class of share:</i>	ORD A
		<i>Number of shares:</i>	1
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	1

Name: **INTERNATIONAL MEDIA GROUP PLC**

<i>Address:</i>	81 RIVINGTON STREET LONDON ENGLAND EC2A 3AY	<i>Class of share:</i>	ORD A
		<i>Number of shares:</i>	99
		<i>Currency:</i>	GBP
		<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	1

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

memorandum delivered by an agent for the subscriber(s): **Yes**

Agent's Name: **COMPANIES MADE SIMPLE LTD**

Agent's Address: **145 - 157
ST. JOHN STREET
LONDON
ENGLAND
EC1V 4PY**

Authorisation

Authoriser Designation: **agent**

Authenticated: **Yes**

Agent's Name: **COMPANIES MADE SIMPLE LTD**

Agent's Address: **145 - 157
ST. JOHN STREET
LONDON
ENGLAND
EC1V 4PY**

Companies Act 2006

SCHEDULE 1 COMPANY HAVING A SHARE CAPITAL Memorandum of Association of CERES MEDIA LTD

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share each.

Subscriber:

Alexander Stuart Dowdeswell

Authentication: Authenticated Electronically

Subscriber:

International Media Group PLC

Authorising Person: Alexander Dowdeswell

Authentication: Authenticated Electronically

Dated: 17 Mar 2010