

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 07287742

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

SBARRO INTERNATIONAL SERVICES LIMITED

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 June 2010



N07287742O



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: **17/06/2010**



XJ51JKXM

*Company Name
in full:* **SBARRO INTERNATIONAL SERVICES LIMITED**

Company Type: **Private limited by shares**

*Situation of Registered
Office:* **England and Wales**

*Proposed Register
Office Address:* **5 NEW STREET SQUARE
LONDON
UNITED KINGDOM
EC4A 3TW**

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

Proposed Officers

Company Secretary 1

Type: **Corporate**

Name: **TAYLOR WESSING SECRETARIES LIMITED**

*Registered or
principal address:* **5 NEW STREET SQUARE
LONDON
UNITED KINGDOM
EC4A 3TW**

European Economic Area (EEA) Company

Register Location: **UNITED KINGDOM**

Registration Number: **04328885**

Consented to Act: **Y** *Date authorised:* **17/06/2010** *Authenticated:* **YES**

Company Director **1**

Type: **Person**

Full forename(s): **RICHARD MICHAEL**

Surname: **BURSBY**

Former names:

Service Address: **5 NEW STREET SQUARE
LONDON
UNITED KINGDOM
EC4A 3TW**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **31/12/1967**

Nationality: **BRITISH**

Occupation: **NONE**

Consented to Act: **Y**

Date authorised: **17/06/2010**

Authenticated: **YES**

Company Director 2

Type: **Corporate**
Name: **HUNTSMOOR LIMITED**
Registered or principal address: **C/O
PO Box
5 NEW STREET SQUARE
LONDON
UNITED KINGDOM
EC4A 3TW**

European Economic Area (EEA) Company

Register Location: **UNITED KINGDOM**
Registration Number: **2185097**

Consented to Act: **Y** *Date authorised:* **17/06/2010** *Authenticated:* **YES**

Company Director 3

Type: **Corporate**
Name: **HUNTSMOOR NOMINEES LIMITED**
Registered or principal address: **C/O
PO Box
5 NEW STREET SQUARE
LONDON
UNITED KINGDOM
EC4A 3TW**

European Economic Area (EEA) Company

Register Location: **UNITED KINGDOM**
Registration Number: **637246**

Consented to Act: **Y** *Date authorised:* **17/06/2010** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1.00
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1.00
		<i>Amount unpaid per share</i>	0.00
<i>Prescribed particulars</i>	THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.		

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	1
		<i>Total aggregate nominal value</i>	1.00

Initial Shareholdings

Name: **HUNTSMOOR NOMINEES LIMITED**

Address: **5
NEW STREET SQUARE
LONDON
UNITED KINGDOM
EC4A 3TW**

Class of share: **ORDINARY**

Number of shares: **1**

Currency: **GBP**

*Nominal value of
each share:* **1.00**

Amount unpaid: **0.00**

Amount paid: **1.00**

Statement of Compliance

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

Name: **HUNTSMOOR NOMINEES LIMITED**

Authenticated: **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated: **Yes**

The Companies Act 2006

PRIVATE COMPANY LIMITED BY SHARES

**ARTICLES
OF ASSOCIATION
OF**

Sbarro International Services Limited

Registered Number:

Incorporated on:

**Taylor Wessing LLP
5 New Street Square
London
EC4A 3TW**

The Companies Act 2006

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF

Sbarro International Services Limited

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.

Name of each subscriber

Authentication by each subscriber

Huntsmoor Nominees Limited

Dated this day of