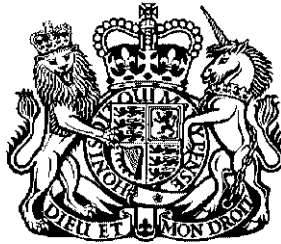


File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 07460495

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

NEWTIME VENTURES 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 and Wales

Given at Companies House, Cardiff, on 6th December 2010



N07460495M



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: 03/12/2010



X4QV4PM1

*Company Name
in full:*

NEWTIME VENTURES LTD

Company Type:

Private limited by shares

*Situation of Registered
Office:*

England and Wales

*Proposed Register
Office Address:*

**4TH FLOOR
LAWFORD HOUSE ALBERT PLACE
LONDON
UNITED KINGDOM
N3 1RL**

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

Company Secretary 1

Type: **Corporate**
Name: **CORPORATE SECRETARIES LIMITED**

*Registered or
Principal Office
Address:* **4TH FLOOR
LAWFORD HOUSE ALBERT PLACE
LONDON
UNITED KINGDOM
N3 1RL**

European Economic Area (EEA) Company

Register Location: **UNITED KINGDOM**
Registration Number: **3257981**

Consented to Act: **Y** *Date authorised:* **06/12/2010** *Authenticated:* **YES**

Company Director **I**

Type: **Person**
Full forename(s): **SHIRLEY**

Surname: **MWANJE**

Former names:

Service Address: **4TH FLOOR
LAWFORD HOUSE ALBERT PLACE
LONDON
UNITED KINGDOM
N3 1RL**

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

Date of Birth: **05/04/1959** *Nationality:* **GERMAN**

Occupation: **NONE**

Consented to Act: **Y** *Date authorised:* **06/12/2010** *Authenticated:* **YES**

Company Director 2

Type: **Corporate**

Name: **CORPORATE DIRECTORS LIMITED**

*Registered or
Principal Office
Address:* **4TH FLOOR
LAWFORD HOUSE ALBERT PLACE
LONDON
UNITED KINGDOM
N3 1RL**

European Economic Area (EEA) Company

Register Location: **UNITED KINGDOM**

Registration Number: **3257986**

Consented to Act: **Y** *Date authorised:* **06/12/2010** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	2
		<i>Aggregate nominal value</i>	2
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i> ⁰	

Prescribed particulars

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>	2
		<i>Total aggregate nominal value</i>	2

Initial Shareholdings

<i>Name:</i>	CORPORATE DIRECTORS LIMITED	<i>Class of share:</i>	ORDINARY
<i>Address:</i>	4TH FLOOR LAWFORD HOUSE ALBERT PLACE LONDON UNITED KINGDOM N3 1RL	<i>Number of shares:</i>	2
		<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.

Name: **CORPORATE DIRECTORS
LIMITED**
Authenticated: **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated: **Yes**

COMPANY HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION OF

Newtime Ventures 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.

Name of each subscriber

Authentication by each subscriber

Corporate Directors Limited

Dated: 3 December 2010