



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
OF A  
PRIVATE LIMITED COMPANY**

Company No. 7521564

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

**INSTANT IT HELP 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 on **8th February 2011**



**\*N07521564H\***



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

IN01

Application to register a company

000016/20



000016/20

A fee is payable with this form  
Please see 'How to pay' on the last page

☒ **What this form is for**  
You may use this form to register a  
private or public company

☒ **What this form is NOT for**  
You cannot use this form to register  
a limited liability partnership. If  
this, please use form LL12.

TUESDAY

FRIDAY



\*ADQUMRDX\*  
A27 04/02/2011 32  
COMPANIES HOUSE  
COMPANIES HOUSE  
\*A3IPWPJO\*  
A52 30/11/2010 10  
COMPANIES HOUSE

**Part 1 Company details**

→ **Filling in this form**  
Please complete in typescript or in  
bold black capitals  
  
All fields are mandatory unless  
specified or indicated by \*

**A1 Company details**

Please show the proposed company name below

Proposed company  
name in full ①

Instant IT Help Limited

For official use

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① **Duplicate names**  
Duplicate names are not permitted. A  
list of registered names can be found  
on our website. There are various rules  
that may affect your choice of name.  
More information is available at  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**A2 Company name restrictions ②**

Please tick the box only if the proposed company name contains sensitive  
or restricted words or expressions that require you to seek comments of a  
government department or other specified body

☐ I confirm that the proposed company name contains sensitive or restricted  
words or expressions and that approval, where appropriate, has been  
sought of a government department or other specified body and I attach a  
copy of their response

② **Company name restrictions**  
A list of sensitive or restricted words  
or expressions that require consent  
can be found in guidance available  
on our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**A3 Exemption from name ending with 'Limited' or 'Cyfyngedig' ③**

Please tick the box if you wish to apply for exemption from the requirement to  
have the name ending with 'Limited', 'Cyfyngedig' or permitted alternative

☐ I confirm that the above proposed company meets the conditions for  
exemption from the requirement to have a name ending with 'Limited',  
'Cyfyngedig' or permitted alternative

③ **Name ending exemption**  
Only private companies that are  
limited by guarantee and meet other  
specific requirements are eligible to  
apply for this.  
For more details, please go to our  
website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**A4 Company type ④**

Please tick the box that describes the proposed company type and members'  
liability (only one box must be ticked)

☐ Public limited by shares  
☒ Private limited by shares  
☐ Private limited by guarantee  
☐ Private unlimited with share capital  
☐ Private unlimited without share capital

④ **Company type**  
If you are unsure of your company's  
type, please go to our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

# IN01

## Application to register a company

**A5****Situation of registered office ①**

Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked)

- ☒ England and Wales  
☐ Wales  
☐ Scotland  
☐ Northern Ireland

**① Registered office**

Every company must have a registered office and this is the address to which the Registrar will send correspondence

For England and Wales companies, the address must be in England or Wales

For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively

**A6****Registered office address ①**

Please give the registered office address of your company

Building name/number 28 Regency Gardens

Street Euxton

Post town Chorley

County/Region Lancashire

Postcode P R 7 6 N W

**① Registered office address**

You must ensure that the address shown in this section is consistent with the situation indicated in section A5

You must provide an address in England or Wales for companies to be registered in England and Wales

You must provide an address in Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively

**A7****Articles of association ①**

Please choose one option only and tick one box only

Option 1

I wish to adopt one of the following model articles in its entirety Please tick only one box

- ☐ Private limited by shares  
☐ Private limited by guarantee  
☐ Public company

Option 2

I wish to adopt the following model articles with additional and/or amended provisions I attach a copy of the additional and/or amended provision(s) Please tick only one box

- ☐ Private limited by shares  
☐ Private limited by guarantee  
☐ Public company

Option 3

☒ I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application

① For details of which company type can adopt which model articles, please go to our website [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**A8****Restricted company articles ①**

Please tick the box below if the company's articles are restricted

☐**① Restricted company articles**

Restricted company articles are those containing provision for entrenchment For more details, please go to our website [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

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Application to register a company

## Part 2

## Proposed officers

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1. For a corporate secretary, go to Section C1. For a director who is an individual, go to Section D1. For a corporate director, go to Section E1.

### Secretary

#### B1 Secretary appointments ①

Please use this section to list all the secretary appointments taken on formation.  
For a corporate secretary, complete Sections C1-C5.

Title*	
Full forename(s)	
Surname	
Former name(s) ②	

##### ① Corporate appointments

For corporate secretary appointments, please complete section C1-C5 instead of section B.

##### Additional appointments

If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page.

##### ② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

#### B2 Secretary's service address ③

Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

##### ③ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of secretaries as the company's registered office.

If you provide your residential address here it will appear on the public record.

#### B3 Signature ④

I consent to act as secretary of the proposed company named in Section A1.

Signature	<div style="border: 1px solid black; padding: 5px; display: inline-block;"> Signature X </div>
-----------	--

##### ④ Signature

The person named above consents to act as secretary of the proposed company.

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Application to register a company

## Corporate secretary

<b>C1 Corporate secretary appointments</b>	
Please use this section to list all the corporate secretary appointments taken on formation	
Name of corporate body/firm	
Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	
<p><b>Additional appointments</b> If you wish to appoint more than one corporate secretary, please use the 'Corporate secretary appointments' continuation page</p> <p><b>Registered or principal address</b> This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number</p>	
<b>C2 Location of the registry of the corporate body or firm</b>	
Is the corporate secretary registered within the European Economic Area (EEA)?	
<p>→ Yes Complete <b>Section C3 only</b></p> <p>→ No Complete <b>Section C4 only</b></p>	
<b>C3 EEA companies</b>	
Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered	
Registration number	
<p><b>EEA</b> A full list of countries of the EEA can be found in our guidance <a href="http://www.companieshouse.gov.uk">www.companieshouse.gov.uk</a></p> <p><b>This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)</b></p>	
<b>C4 Non-EEA companies</b>	
Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered	
Registration number	
<p><b>Non-EEA</b> Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register</p>	
<b>C5 Signature</b>	
I consent to act as secretary of the proposed company named in <b>Section A1</b>	
Signature	<p>Signature</p> <p>X</p> <p>X</p>
<p><b>Signature</b> The person named above consents to act as corporate secretary of the proposed company</p>	

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## Director

<b>D1</b>	<b>Director appointments ①</b>	
Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5		
Title*	Mr	
Full forename(s)	Albertus Johannes	
Surname	Oosthuizen	
Former name(s) ②		
Country/State of residence ③	United Kingdom	
Nationality	South African	
Date of birth	<div> <div>d1</div> <div>d0</div> <div>m0</div> <div>m1</div> <div>y1</div> <div>y9</div> <div>y6</div> <div>y5</div> </div>	
Business occupation (if any) ④	IT Consultant	

**① Appointments**  
Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

**② Former name(s)**  
Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

**③ Country/State of residence**  
This is in respect of your usual residential address as stated in section D4.

**④ Business occupation**  
If you have a business occupation, please enter here. If you do not, please leave blank.

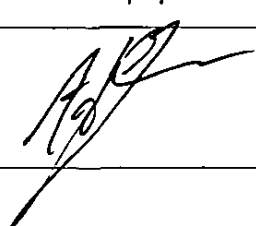
**Additional appointments**  
If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

<b>D2</b>	<b>Director's service address ⑤</b>	
Please complete the service address below. You must also fill in the director's usual residential address in Section D4.		
Building name/number	28 Regency Gardens	
Street	Euxton	
Post town	Chorley	
County/Region	Lancashire	
Postcode	<div> <div>P</div> <div>R</div> <div>7</div> <div>6</div> <div>N</div> <div>W</div> </div>	
Country	United Kingdom	

**⑤ Service address**  
This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

<b>D3</b>	<b>Signature ⑥</b>	
I consent to act as director of the proposed company named in Section A1		
Signature	<div> <div>Signature</div> <div>X</div> <div style="text-align: center;">  </div> <div>X</div> </div>	

**⑥ Signature**  
The person named above consents to act as director of the proposed company.

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**Director****D1 Director appointments ①**

Please use this section to list all the director appointments taken on formation  
For a corporate director, complete Sections E1-E5

Title*	Mr
Full forename(s)	Marc Allen
Surname	Krieger
Former name(s) ②	
Country/State of residence ③	United States of America
Nationality	US Citizen
Date of birth	d1 d0 m0 m3 y1 y9 y8 y3
Business occupation (if any) ④	Tour Operator

**① Appointments**

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

**② Former name(s)**

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

**③ Country/State of residence**

This is in respect of your usual residential address as stated in Section D4.

**④ Business occupation**

If you have a business occupation, please enter here. If you do not, please leave blank.

**Additional appointments**

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

**D2 Director's service address ⑤**

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	28 Regency Gardens
Street	Euxton
Post town	Chorley
County/Region	Lancashire
Postcode	P R 7 6 N W
Country	United Kingdom

**⑤ Service address**


This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

**D3 Signature ⑥**

I consent to act as director of the proposed company named in Section A1.

Signature	Signature X  16-10-2010 X
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**⑥ Signature**

The person named above consents to act as director of the proposed company.

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## Corporate director

<b>E1</b>	<b>Corporate director appointments</b> ①		
	Please use this section to list all the corporate directors taken on formation		
Name of corporate body or firm			<b>① Additional appointments</b> If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page  <b>Registered or principal address</b> This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number
Building name/number			
Street			
Post town			
County/Region			
Postcode			
Country			
<b>E2</b>	<b>Location of the registry of the corporate body or firm</b>		
	Is the corporate director registered within the European Economic Area (EEA)?		
	→ Yes Complete <b>Section E3 only</b>		
	→ No Complete <b>Section E4 only</b>		
<b>E3</b>	<b>EEA companies</b> ①		
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register		
Where the company/firm is registered ①			<b>② EEA</b> A full list of countries of the EEA can be found in our guidance <a href="http://www.companieshouse.gov.uk">www.companieshouse.gov.uk</a>  <b>③</b> This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number			
<b>E4</b>	<b>Non-EEA companies</b>		
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register		
Legal form of the corporate body or firm			<b>④ Non-EEA</b> Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register
Governing law			
If applicable, where the company/firm is registered ④			
If applicable, the registration number			
<b>E5</b>	<b>Signature</b> ④		
	I consent to act as director of the proposed company named in <b>Section A1</b>		
Signature	Signature  		<b>④ Signature</b> The person named above consents to act as corporate director of the proposed company



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**Part 3 Statement of capital**

Does your company have share capital?

→ Yes Complete the sections below

→ No Go to Part 4 (Statement of guarantee)

**F1 Share capital in pound sterling (£)**

Please complete the table below to show each class of shares held in pound sterling  
If all your issued capital is in sterling, only complete Section F1 and then go to Section F4

Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
ORDINARY	0	1	20	£ 20
				£
				£
				£
Totals			20	£ 20

**F2 Share capital in other currencies**

Please complete the table below to show any class of shares held in other currencies  
Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				

**F3 Totals**

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares 20

Total aggregate nominal value ④ 20

④ Total aggregate nominal value  
Please list total aggregate values in  
different currencies separately For  
example £100 + €100 + \$10 etc

① Including both the nominal value and any share premium

② Number of shares issued multiplied by nominal value of each share

**Continuation Pages**

Please use a Statement of Capital continuation page if necessary

③ Total number of issued shares in this class

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Application to register a company

F4

**Statement of capital** (Prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2

Class of share

ORDINARY

Prescribed particulars  
1

- a Each share contains voting rights as described in the company articles.
- b Each share has a right to dividends if the directors vote to distribute dividends.
- c NA Sec Articles
- d The company may redeem if the company and shareholder agree.

**1 Prescribed particulars of rights attached to shares**

The particulars are

- a particulars of any voting rights, including rights that arise only in certain circumstances,
- b particulars of any rights, as respects dividends, to participate in a distribution,
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares

A separate table must be used for each class of share

**Continuation pages**

Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

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## Application to register a company

Class of share		
Prescribed particulars ①		<p><b>① Prescribed particulars of rights attached to shares</b></p> <p>The particulars are</p> <ul style="list-style-type: none"> <li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li> <li>b particulars of any rights, as respects dividends, to participate in a distribution,</li> <li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li> <li>d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.</li> </ul> <p>A separate table must be used for each class of share</p> <p><b>Continuation pages</b></p> <p>Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary</p>

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Application to register a company

F5

## Initial shareholdings

This section should only be completed by companies incorporating with share capital

Please complete the details below for each subscriber

The addresses will appear on the public record These do not need to be the subscribers' usual residential address

## Initial shareholdings

Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name BERT OOSTHUIZEN	ORDINARY	19	GBP STERLING	1 Pound	1 Pound	0
Address 28 REGENCY GARDENS EUXTON, CHORLEY LANCASHIRE						
Name MARC KRIEGER	ORDINARY	1	GBP STERLING	1 Pound	1 Pound	0
Address 28 REGENCY GARDENS EUXTON, CHORLEY LANCASHIRE						
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						

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## Part 4

## Statement of guarantee

Is your company limited by guarantee?

- Yes Complete the sections below
- No Go to **Part 5** (Statement of compliance)

**G1**

### Subscribers

Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below

I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for

- payment of debts and liabilities of the company contracted before I cease to be a member,
- payment of costs, charges and expenses of winding up, and,
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below

#### 1 Name

Please use capital letters

#### 2 Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.

#### 3 Amount guaranteed

Any valid currency is permitted

#### Continuation pages

Please use a 'Subscribers' continuation page if necessary

#### Subscriber's details

Forename(s) 1	
Surname 1	
Address 2	
Postcode	
Amount guaranteed 3	

#### Subscriber's details

Forename(s) 1	
Surname 1	
Address 2	
Postcode	
Amount guaranteed 3	

#### Subscriber's details

Forename(s) 1	
Surname 1	
Address 2	
Postcode	
Amount guaranteed 3	

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### Subscriber's details

Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

### Subscriber's details

Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

### Subscriber's details

Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

### Subscriber's details

Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

### Subscriber's details

Forename(s) ❶	
Surname ❶	
Address ❷	
Postcode	
Amount guaranteed ❸	

#### ❶ Name

Please use capital letters

#### ❷ Address

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.

#### ❸ Amount guaranteed

Any valid currency is permitted

#### Continuation pages

Please use a 'Subscribers' continuation page if necessary

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Application to register a company

## Part 5

## Statement of compliance

This section must be completed by all companies

Is the application by an agent on behalf of all the subscribers?

- No Go to **Section H1** (Statement of compliance delivered by the subscribers)
- Yes Go to **Section H2** (Statement of compliance delivered by an agent)

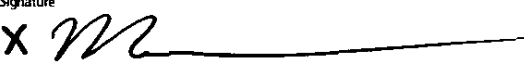

### H1

### Statement of compliance delivered by the subscribers <sup>1</sup>

Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association

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

**1 Statement of compliance delivered by the subscribers**  
Every subscriber to the memorandum of association must sign the statement of compliance

Subscriber's signature	Signature X 	X
Subscriber's signature	Signature X 	X
Subscriber's signature	Signature X	X
Subscriber's signature	Signature X	X
Subscriber's signature	Signature X	X
Subscriber's signature	Signature X	X
Subscriber's signature	Signature X	X
Subscriber's signature	Signature X	X

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Subscriber's signature	Signature X	X	<b>Continuation pages</b> Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature X	X	

H2

**Statement of compliance delivered by an agent**

Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association

Agent's name		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with	
Agent's signature	Signature X	X



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## Application to register a company

**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	AT DOSTHUIZEN
Company name	INSTANT IT HELP
Address	28 ROBONCY GARDENS EUXTON
Post town	CHORLEY
County/Region	LANCASHIRE
Postcode	PR7 6NW
Country	UNITED KINGDOM
DX	
Telephone	075144 64403

**Certificate**

We will send your certificate to the presenters address (shown above) or if indicated to another address shown below

- ☒ At the registered office address (Given in Section A6)  
☐ At the agents address (Given in Section H2)

**Checklist**

**We may return forms completed incorrectly or with information missing**

**Please make sure you have remembered the following**

- ☐ You have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website
- ☐ If the name of the company is the same as one already on the register as permitted by The Company and Business Names (Miscellaneous Provisions) Regulations 2008, please attach consent
- ☐ You have used the correct appointment sections
- ☐ Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number
- ☐ The document has been signed, where indicated
- ☐ All relevant attachments have been included
- ☐ You have enclosed the Memorandum of Association
- ☐ You have enclosed the correct fee

**Important information**

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses

**How to pay**

A fee of £20 is payable to Companies House to register a company

Make cheques or postal orders payable to 'Companies House'

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

**For companies registered in England and Wales**  
 The Registrar of Companies, Companies House,  
 Crown Way, Cardiff, Wales, CF14 3UZ  
 DX 33050 Cardiff

**For companies registered in Scotland**  
 The Registrar of Companies, Companies House,  
 Fourth floor, Edinburgh Quay 2,  
 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
 DX ED235 Edinburgh 1  
 or LP - 4 Edinburgh 2 (Legal Post)

**For companies registered in Northern Ireland**  
 The Registrar of Companies, Companies House,  
 Second Floor, The Linenhall, 32-38 Linenhall Street,  
 Belfast, Northern Ireland, BT2 8BG  
 DX 481 N R Belfast 1

**Section 243 exemption**

If you are applying for, or have been granted a section 243 exemption, please post this whole form to the different postal address below  
 The Registrar of Companies, PO Box 4082,  
 Cardiff, CF14 3WE

**Further information**

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

## COMPANY HAVING A SHARE CAPITAL

### Memorandum of association of Instant IT Help 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

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*Name of each subscriber*

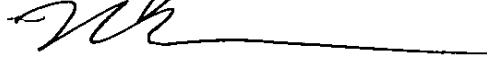
*Authentication by each subscriber*

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Albertus Johannes Oosthuizen



Marc Allen Krieger



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Dated

16 NOVEMBER 2016



# **Instant IT Help**

## **Articles of Association**

### **Purpose of Company:**

Instant IT Help (hereinafter referred to as business) is a private limited company incorporated under the laws of the United Kingdom that provides remote computer support services via the Internet to individuals and small and medium-sized businesses in the United Kingdom and throughout the world

### **Statement of Limited Liability:**

Instant IT Help is a company limited by shares and all directors have limited liability

#### **1 Principal Office:**

The principal office of the business is located in Euxton, Lancashire in the United Kingdom

#### **2 Names of Directors:**

Instant IT Help has two directors, Bert Oosthuizen and Marc Krieger

#### **3. Director Meetings:**

The directors will meet quarterly to discuss the state of the business, distribution of dividends, and other relevant matters. Before adjourning each meeting, the directors will determine the date, time, and location of the next meeting

#### **4 Specific Duties and Contributions of Each Director:**

- A. Financial Contributions:** Marc Krieger will contribute an initial investment of 5,000 pounds as a no-interest loan to the business. The business will repay the loan within one year from the date of issuance. As consideration for the loan and in lieu of interest, Marc Krieger will receive a 5% ownership stake in the business in addition to repayment of principal.
- B. Ownership Stake:** Bert Oosthuizen has a 95% ownership stake and Marc Krieger has a 5% ownership stake.
- C. Bert Oosthuizen's Duties:** Bert Oosthuizen will serve as managing director who will oversee the day to day operation of the business and has express authority over all business matters including but not limited to the technical aspects, sales and marketing, contracts, taxes, legal financial, HR, purchasing, etc.
- D. Marc Krieger's Duties:** Marc Krieger will serve as a director who will provide financing and advisory help to the business.



**5. Director Residency:**

- A. Bert Oosthuizen is a UK resident who plans to remain in the United Kingdom permanently
- B. Marc Krieger is a United States citizen temporarily residing in the United Kingdom to assist with the initial formation of the business. After the business formation, Marc Krieger will immigrate to New Zealand and will handle his duties as director from New Zealand

**6. Distribution of Profits:**

The directors agree that all incoming money will enter the business as income and that the business will pay expenses before distributing any dividends or profits. The directors will determine quarterly how much of the profits they will reinvest into the business and how much they will distribute as dividends.

**7. Addition of New Directors:**

The business will only add directors with the approval of Bert Oosthuizen and Marc Krieger. In the event that the business adds more directors in the future, new directors can only obtain admission with a unanimous vote of the existing directors.

**8. Death of a Director, Buying Out a Director's Share, Transfer of Ownership:**

- A. In the event that one of the directors dies, the ownership interest will transfer completely to the deceased director's estate
- B. In the event that the directors jointly decide to end their relationship, the directors will each hire a qualified business appraiser to determine the value of the business. The two appraisers will jointly appoint a third appraiser. Each of the three appraisers will appraise the business. The outgoing director will receive his ownership percentage of the mean of the three appraisals
- C. No director may transfer his ownership share to another individual or entity without the express and unanimous approval of all existing directors

**9. Authority over Bank Accounts, Contracts, Books Etc:**

- A. Bert Oosthuizen will have complete control over bank accounts, financials, contracts, etc
- B. Each director has the authority to examine the company's books at any time and without prior notice

**10. Amendments:**

The directors agree that they may amend these original Articles of Association at any time for whatever reason with the written and unanimous approval of the directors. The directors will amend the Articles of Association to reflect the new provisions.

**11. Items Not Covered by Articles of Association:**



Handwritten signatures of Bert Oosthuizen and Marc Krieger.

In the event that these Articles of Association do not cover a specific area of business operation, the directors will meet and resolve the issue themselves by unanimous agreement


## 12. Conflict Resolution:

In the unlikely event that a disagreement arises between the directors, both directors agree to mediate the matter jointly and with good faith. In the event that they are unable to resolve the disagreement, the directors will hire a mediator. Should mediation prove unfruitful, the directors will hire an arbitrator, whose decision is binding and not subject to review by any judicial tribunal. If the directors cannot agree on an arbitrator, the partners will each appoint one arbitrator and the two arbitrators will decide on a third arbitrator who will adjudicate their dispute. The directors agree that they will only employ the procedure for adjudicating disputes outlined in this contract and they waive their right to judicial relief.

The directors enter into this agreement on 16 NOVEMBER 2010

SIGNED AT CHORLEY, UNITED KINGDOM

  
Bert Oosthuizen

  
Marc Krieger

