

FILE COPY



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

Company Number **10835268**

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

ADVANTAGE USA 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 and Wales

Given at Companies House, Cardiff, on **26th June 2017**



* N10835268K *



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



*Received for filing in Electronic Format on the:***23/06/2017**

X697EM7D

*Company Name in
full:*

ADVANTAGE USA LIMITED

Company Type:

Private company limited by shares

*Situation of
Registered Office:*

England and Wales

*Proposed Registered
Office Address:*

**MONOMARK HOUSE 27 OLD GLOUCESTER STREET
LONDON
UNITED KINGDOM WC1N 3AX**

Sic Codes:

29310

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director 1

The subscribers confirm that the person named has consented to act as a director.

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	300000000
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	0.001
<i>Prescribed particulars</i>			

**EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING,
DIVIDENDS AND DISTRIBUTIONS.**

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	300000000
		<i>Total aggregate nominal value:</i>	0.001
		<i>Total aggregate unpaid:</i>	30000

Initial Shareholdings

Name: **DANIEL MITCHELL**

Address **27 OLD GLOUCESTER
STREET
LONDON
UNITED KINGDOM
WC1N 3AX**

Class of Shares: **ORDINARY**

Number of shares: **30000000**

Currency: **GBP**

*Nominal value of each
share:* **0**

Amount unpaid: **0.001**

Amount paid: **0**

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control details

Names: **MR DANIEL MITCHELL**

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

Date of Birth: ****/08/1969** *Nationality:* **BRITISH**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

Nature of control

The person holds, directly or indirectly, 75% or more of the shares in the company.

Statement of Compliance

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

Name: **DANIEL MITCHELL**
Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber** *Authenticated* **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of ADVANTAGE USA 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.

Name of each subscriber	Authentication
Daniel Mitchell	Authenticated Electronically

Dated: 23/06/2017