FILE COPY

CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY

Company Number **11012656**

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

LOCAL DEALS GROUP 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 **13th October 2017**

* N110126569 *

Companies House

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES

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

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: **13/10/2017**

X6GZFV7U

Company Name in full:	**LOCAL DEALS GROUP LIMITED**
Company Type:	**Private company limited by shares**
Situation of Registered Office:	**England and Wales**
Proposed Registered Office Address:	**40 BANK STREET** **18TH FLOOR** **LONDON** **UNITED KINGDOM E15 5NR**
Sic Codes:	**47910**

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

Proposed Officers

Company Secretary 1

Type:	**Corporate**
Name:	**LOCAL DEALS GROUP, INC**
Principal / Business Address:	**8 THE GREEN, STE A** **DOVER** **DELAWARE** **USA 19901**

Non European Economic Area (EEA) Company

Legal Form:	**C CORPORATION**
Law Governed:	**STATE OF DELAWARE**
Register Location:	
Registration Number:	**6486382**

The subscribers confirm that the corporate body named has consented to act as a secretary.

Company Director 1

Type:	**Person**
Full Forename(s):	**RICHARD**
Surname:	**EIB**
Former Names:	
Service Address:	**recorded as Company's registered office**
Country/State Usually Resident:	**USA**

Date of Birth: ****/10/1978** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

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

Company Director 2

Type:	**Corporate**
Name:	**LOCAL DEALS GROUP, INC**
Principal / Business Address:	**8 THE GREEN, STE A** **DOVER** **DELAWARE** **USA 19901**

Non European Economic Area (EEA) Company

Legal Form:	**C CORPORATION**
Law Governed:	**STATE OF DELAWARE**
Register Location:	
Registration Number:	**6486382**

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

Statement of Capital (Share Capital)

Class of Shares:	**ORDINARY**	*Number allotted*	**100**
Currency:	**GBP**	*Aggregate nominal value:*	**1**

Prescribed particulars

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

Statement of Capital (Totals)

Currency:	**GBP**	*Total number of shares:*	**100**
		Total aggregate nominal value:	**1**
		Total aggregate unpaid:	**100**

Initial Shareholdings

Name: **LOCAL DEALS GROUP, INC**

Address **40 BANK STREET**
LONDON
UNITED KINGDOM
E14 5NR

Class of Shares:	**ORDINARY**
Number of shares:	**100**
Currency:	**GBP**
Nominal value of each share:	**0.01**
Amount unpaid:	**1**
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

Relevant Legal Entity (RLE) details

Company Name:	**LOCAL DEALS GROUP, INC**
Service Address:	**8 THE GREEN, STE A** **DOVER** **DELAWARE** **USA** **19901**
Legal Form:	**C CORPORATION**
Governing Law:	**STATE OF DELAWARE**
Register Location:	**STATE OF DELAWARE**
Country/State:	**UNITED STATES OF AMERICA**
Registration Number:	**6486382**

Nature of control	**The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.**
Nature of control	**The relevant legal entity holds, directly or indirectly, 75% or more of the voting rights in the company.**

Statement of Compliance

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

Name: **LOCAL DEALS GROUP, INC**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of

LOCAL DEALS GROUP 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
Local Deals Group, Inc	Authenticated Electronically

Dated: 13/10/2017