

FILE COPY



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

Company Number **11311311**

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

ZOOMGET UK 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 **16th April 2018**



* N11311311Z *



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: **13/04/2018**

X73RU0C8

Company Name in full: **ZOOMGET UK LIMITED**

Company Type: **Private company limited by shares**

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

Proposed Registered Office Address: **25 UPPER BROOK STREET
LONDON
UNITED KINGDOM W1K 7QD**

Sic Codes: **47910**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director *1*

Type: **Person**

Full Forename(s): **MR MATTHEW**

Surname: **ALLEN**

Former Names:

Service Address: **recorded as Company's registered office**

Country/State Usually **ENGLAND**

Resident:

Date of Birth: ****/12/1972** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

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>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<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>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ZOOMGET LLC**

Address **SUITE 500S 3773 HOWARD
HUGHES PKWY
LAS VEGAS
NEVADA
UNITED STATES**

Class of Shares: **ORDINARY**

Number of shares: **1**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **0**

Amount paid: **1**

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 FREDERICK CROSETTO**

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

Date of Birth: ****/04/1963** *Nationality:* **AMERICAN**

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.

<i>Nature of control</i>	The person holds, directly or indirectly, more than 50 % but less than 75% of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 50 % but less than 75% 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.

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **MINERVA FIDUCIARY SERVICES**

Agent's Address: **25 UPPER BROOK STREET
LONDON
UNITED KINGDOM
W1K 7QD**

Authorisation

Authoriser Designation: **agent**

Authenticated **YES**

Agent's Name: **MINERVA FIDUCIARY SERVICES**

Agent's Address: **25 UPPER BROOK STREET
LONDON
UNITED KINGDOM
W1K 7QD**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of ZOOMGET UK 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
Zoomget LLC	Authenticated Electronically

Dated: 13/04/2018