

FILE COPY



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

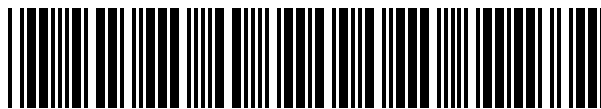
Company Number **13679237**

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

FACETOPAY NFT MARKETPLACE 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 **14th October 2021**



N13679237P



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: **13/10/2021**

XAF01EUA

Company Name in full: **FACETOPAY NFT MARKETPLACE LTD**

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

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

Proposed Registered Office Address: **116-118 SOUTHAMPTON ROW
LONDON
ENGLAND WC1B 5AA**

Sic Codes: **66110**

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

Company Director *1*

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	500000
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	500000
<i>Prescribed particulars</i>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	500000
		<i>Total aggregate nominal value:</i>	500000
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **MICHAEL KIELTON**

Address **116-118 SOUTHAMPTON
ROW
LONDON
ENGLAND
WC1B 5AA**

Class of Shares: **ORDINARY**

Number of shares: **500000**

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 MICHAEL KIELTON**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/02/1980** *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.

<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the voting rights in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the shares in the company.
<i>Nature of control</i>	The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Statement of Compliance

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

Name: **MICHAEL KIELTON**
Authenticated **YES**

Authorisation

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

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of FACETOPAY NFT MARKETPLACE 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.

Name of each subscriber	Authentication
MICHAEL KIELTON	Authenticated Electronically

Dated: 13/10/2021