

FILE COPY



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

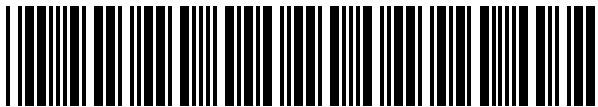
Company Number **15425285**

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

FUSION LABORATORIES 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 **18th January 2024**



N15425285J



Companies House



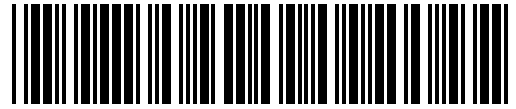
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **18/01/2024**

XCUZY2TU

Company Name in full: **FUSION LABORATORIES LTD**

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

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

Proposed Registered Office Address: **25 ST. THOMAS STREET
WINCHESTER
UNITED KINGDOM SO23 9HJ**

Sic Codes: **62090**

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>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

THE ORDINARY SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

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: **1RT DAE OPPORTUNITIES
FUND, LP**

Class of Shares: **ORDINARY**

Address **35 MASON STREET
GREENWICH
CONNECTICUT
UNITED STATES
06830**

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 DAN TAPIERO**

Country/State Usually Resident: **PUERTO RICO**

Date of Birth: ****/09/1969** *Nationality:* **AMERICAN**

Service Address: **273 DORADO BEACH EAST
DORADO
PUERTO RICO
00646**

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 has the right to exercise, or actually exercises, significant influence or control over 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: **COMPANY REGISTRATIONS ONLINE LIMITED**

Agent's Address: **CARPENTER COURT 1 MAPLE ROAD
BRAMHALL
STOCKPORT
UNITED KINGDOM
SK7 2DH**

Authorisation

Authoriser Designation: **agent** *Authenticated* **YES**

Agent's Name: **COMPANY REGISTRATIONS ONLINE LIMITED**

Agent's Address: **CARPENTER COURT 1 MAPLE ROAD
BRAMHALL
STOCKPORT
UNITED KINGDOM
SK7 2DH**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of FUSION LABORATORIES 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
1RT DAE OPPORTUNITIES FUND, LP	Authenticated Electronically

Dated: 18/01/2024