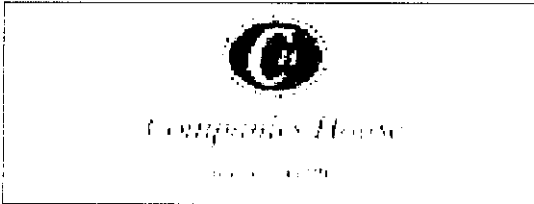


000587 | 20



BR1

CHWP000

This form should be completed in black.

Return delivered for registration of a branch of an overseas company

(Pursuant to Schedule 21A, paragraph 1 of the Companies Act 1985)

Corporate name
(See note 5) (name in parent state)
Business name
(if different to corporate name)

Country of Incorporation
Identity of register
(if applicable)

Legal form
(See note 3)

For office use only

CN

FC27280

BN

BR9181

CIAO GMBH

GERMANY

AMSGERICHT MÜNCHEN, REGISTERGERICHT
INFANTERIESTRASSE 5
MÜNCHEN 80997

and registration no. HRB 160659

PUBLIC COMPANY LIMITED BY SHARES

1 See note 2

PART A - COMPANY DETAILS 1

* State whether the company is a credit or financial institution

* Is the company subject to Section 699A of the Companies Act 1985?

YES ☐

☒ NO

(1) These boxes need not be completed by companies formed in EC member states

Governing law
(See note 4)

period for which the company is required to prepare accounts by
parent law, from _____ to _____

and allowed for the preparation and public disclosure of accounts
in the above period _____ months

TUESDAY
THU



A22 *A8D7YM9V* 34

COMPANIES HOUSE

A17 04/01/2007 622

COMPANIES HOUSE

A19 13/10/2006 116
COMPANIES HOUSE

(2) This box need NOT be completed by companies from EC member states, OR where the constitutional documents of the company already show this information.

Address of principal place of business in home country

Objects of company

Issued share capital

	Currency

Company Secretary(ies)

(See note 10)

Name

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

☐

Address ††

* Style / Title

Forenames **NICOLAS**

Surname **METZKE**

* Honours etc.

Previous Forenames

Previous surname

12 RUE DE LA JOVINIERE

F78350 LES LOGES-EN-JOSAS

Post town

County / Region

Postcode

Country

FRANCE

Company Secretary(ies)

(See note 10)

Name

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address

☐

Address ††

* Style / Title

Forenames

Surname

* Honours etc.

Previous Forenames

Previous surname

Post town

County / Region

Postcode

Country

(You may photocopy this page if required)

Directors

(See note 10)

Name

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address

☐

Address ††

SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate

(You may photocopy this page as required)

* Style / Title

Forenames NICOLAS

Surname METZKE

* Honours etc.

Previous Forenames

Previous surname

12 RUE DE LA JUVINIERE
F78350 LES LOGES-EN-JOSAS

Post town

County / Region

Postcode Country FRANCE

Day Month Year
Date of Birth 05051966

Nationality

Business Occupation MANAGING DIRECTOR

Other Directorships CIAO FRANCE, A COMPANY
REGISTERED IN FRANCE

The extent of the authority to represent the company is :- (give details)

UNLIMITED

These powers :-

☒ May be exercised alone

OR

☐ Must be exercised with :-

(Give name(s) of co-authorised person(s))

Directors

(See note 10)

Name

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address

☐

Address ††

SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate

(You may photocopy this page as required)

* Style / Title _____

Forenames _____

Surname _____

* Honours etc. _____

Previous Forenames _____

Previous surname _____

Post town _____

County / Region _____

Postcode _____ Country _____

Date of Birth

Day	Month	Year
<input type="text"/>	<input type="text"/>	<input type="text"/>

Nationality _____

Business Occupation _____

Other Directorships _____

The extent of the authority to represent the company is :- (give details)

These powers :-

☐ May be exercised alone

OR

☐ Must be exercised with :-

(Give name(s) of co-authorised person(s))

Constitution of company

to 9)

(See notes 6

Mark box(es)
as applicable

#



A certified copy of the instrument constituting or defining the constitution of the company

AND



* A certified translation

* is / are delivered for registration

* Delete as applicable

AND/OR

A certified copy of the constitutional documents and latest accounts of the company, together with a certified translation of them if they are not in the English language, must accompany

#



A copy of the latest accounts of the company

AND



* A certified translation

* is / are delivered for registration

NEW COMPANY FORMED IN
THE YEAR - NO ACCOUNTS
PUBLICLY AVAILABLE
AT TIME OF
BRANCH FORMATION.

AND/OR

The company may rely on constitutional and accounting documents previously filed in respect of another branch registered in the United Kingdom.

#



The Constitutional documents (* and certified translations)

AND / OR



The latest accounts (* and certified translations)

of the company were previously delivered on the registration of the branch of the company at :-

Cardiff ☐

Edinburgh ☐

Belfast ☐

Registration no.

AND/OR

The company may rely on particulars about the company previously filed in respect of another branch in that part of Great Britain, provided that any alterations have been notified to the Registrar.



the particulars about the company were previously delivered in respect of a branch of the company registered at THIS registry.

Registration no.

AND/OR

The company may also rely on constitutional documents and particulars about the company officers previously filed in respect of a former Place of Business of that company, provided that any alterations have been notified to the Registrar.



The Constitutional documents (* and certified translation)

AND / OR



Particulars of the current directors and secretary(ies)

were previously delivered in respect of a place of business of the company registered at THIS registry.

Registration no.

NOTE :- In all cases, the registration number of the branch or place of

PART B - BRANCH DETAILS

Persons authorised to represent the company or accept service of process

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch.

Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf.

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.)

Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

☐

* Style / Title _____

Forenames

RICHARD

Surname

THORNTON

Address ††

40 STANE GROVE

CLAPHAM ROAD

Post town

LONDON

County / Region _____

Postcode

SW9 9AL

Is #

☒

Authorised to accept service of process on the company's behalf

* AND/OR

Is #

☒

Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

UNLIMITED WITHIN ORDINARY
COURSE OF BUSINESS

These powers :-

#

☒

May be exercised alone

OR

#

☐

Must be exercised with :-

(Give name(s) of co-authorised person(s))

Persons authorised to represent the company or accept service of process

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch.

Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf.

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.)

Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

☐

(You may photocopy this page as required)

* Style / Title _____

Forenames _____

Surname _____

Address †† _____

Post town _____

County / Region _____

Postcode _____

Is # ☐ Authorised to accept service of process on the company's behalf

* AND/OR

Is # ☐ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

These powers :-

☐ May be exercised alone

OR

☐ Must be exercised with :-

(Give name(s) of co-authorised person(s))

Address of branch

(See note 11)

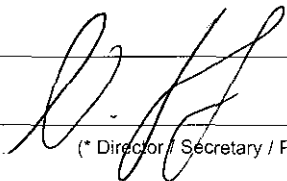
Address	11 MAIDEN LANE	
	COVENT GARDEN	
Post town		
County / Region	LONDON	Postcode WC2E 7NA

Branch Details

(See note 12)

	Day	Month	Year
Date branch opened	21	12	2005
Business carried on at branch	MARKET RESEARCH AND MEDIA SERVICES		

SIGNATURE

Signed	
	(* Director / Secretary / Permanent representative)
Date	04/10/06
This form contains continuation sheets.	

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Name	VANTIS	
Address	THE WHITE COTTAGE	
	19 WEST STREET	
	EPSOM SURREY	Postcode KT18 7BS
Telephone	01372 743816	Extension

When completed, this form together with any enclosures should be delivered to the Registrar of Companies at

For branches established in England and Wales

For branches established in Scotland

Companies House
Crown Way
Cardiff
CF14 3UZ

DX 33050 Cardiff

Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

DX 235 Edinburgh
or LP - 4 Edinburgh 2

NOTES

Read these notes carefully before completing the form.

1. Registration requirement

Every overseas company setting up a place of business in Great Britain must register with the appropriate registry of the jurisdiction in which the place of business is situated. (For further guidance please refer to the Companies House notes on "Overseas Companies").

If a "Place of Business" is being established then FORM 691 must be used: if a branch is being registered then THIS FORM must be used.

A company must register all of its branches.

The requirement to register applies to any limited company which is incorporated outside the United Kingdom and which establishes a branch in Great Britain. Northern Ireland companies, being within the UK, are not required to register any branches in Great Britain. They are, however, required to register as having a place of business by submitting form 691 when they set up business in Great Britain.

2. Completion of form BR1

If this is the first registration of a branch of an overseas company in the UK, ALL the relevant details of the form must be completed. If a previous branch of the company has already been registered in the UK, and has not closed, registration of the second and any subsequent branches need not complete Part A (Company details) (provided any alterations to those details have been updated), but must complete Part B (Branch details).

The forms should be delivered to the relevant Registrar with supporting documents within 1 month of having opened the branch.

3. "Legal Form"

The details of the company's legal form must be disclosed. This includes whether the company is a private or public company, whether it is limited, and, if so, the manner of limitation.

4. "Governing Law"

A company which is not incorporated in an EC member state must state the law under which it is incorporated. This means the relevant rules or legislation which regulate the incorporation of companies in that state: e.g. "Companies Act of (state) 19XX".

5. Names

An overseas company wishing to register its corporate name is subject to the same regulations as British companies. Accordingly, any name which an overseas company wishes to use may be unacceptable or only permissible with the approval of the Secretary of State. A company which is served a notice to this effect may then complete form 694(4)(a) giving another

name, approved by the Secretary of State, under which it proposes to carrying on business in Great Britain.

6. Delivery of documents in respect of more than one branch.

If the constitutional documents and last accounts of the company have been delivered in respect of another branch in the UK, prior to registration of this branch, the company may rely on these deliveries rather than delivering another set of documents. The company must mark the appropriate boxes, stating the branch in respect of which those documents have already been delivered, the branch number, and the place at which they were registered.

If the company particulars have been delivered in respect of another branch of the company in THE SAME PART of Great Britain prior to registration of this branch (and any alterations have been updated), the company may rely on this delivery, rather than re-disclosing the particulars on this form.

7. Delivery of documents where previous place of business has been registered.

Where the constitutional documents, and the particulars of the directors and secretary(ies) have been delivered in respect of a former place of business in THE SAME PART of Great Britain (and changes to those documents or particulars have been updated), the company may rely on those deliveries rather than re-delivering the documents or re-disclosing those particulars in respect of the branch.

8. Certification of constitutional documents.

A copy of the document(s) constituting or defining the company must be certified in the place of incorporation to be a true copy by:

- (a) an official of the Government in whose custody the original is committed; or
- (b) a notary public; or
- (c) an officer of the company on oath taken before
 - (i) a person having authority in that place to administer an oath; or
 - (ii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889.

9. Translations.

If the constitutional documents of the company or the latest accounts and reports are not written in the English language, they must be accompanied by a certified translation. This must be done in the following manner:

- (a) if the translation is made in the United Kingdom, by:
 - (i) a notary public in any part of the United Kingdom;
 - (ii) a solicitor (if the translation was made in Scotland, a solicitor of the Supreme Court of Judicature of England and Wales (if it was made in England or Wales), or a solicitor of the

Notes (continued)

Supreme Court of Judicature of Northern Ireland (if it was made in Northern Ireland); or

(iii) a person certified by a person mentioned above to be known to him to be competent to translate the document into English; or

(b) if the translation was made outside the United Kingdom, by:

(i) a notary public;

(ii) a person authorised in the place where the translation was made to administer an oath;

(iii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889;

(iv) a person certified by a person mentioned above known to him to be competent to translate the document into English.

10. Directors and secretary's details.

"Directors" includes any person who occupies the position of director regardless of what name he is called.

For an individual, show the full names, NOT INITIALS, together with any previous names. However, previous names need not be given in the case of:

- a married woman, the name by which she was known prior to marriage;

- any former name which has been changed or disused since the age of 18, OR for at least 20 years.

- a peer, or an individual normally known by a title, you may state that title instead of the name by which that person was known before adopting the title.

If the director or secretary is a corporation or Scottish firm, show the corporate or firm name on the surname line.

Addresses.

Give the usual residential address.

In the case of a corporation or Scottish form, give the registered or principal office address.

11. Branch address.

Give the address of the principal place of business of the branch. For branches registering in England and Wales, this address must be in England or Wales. For branches registering in Scotland, this address must be in Scotland.

12. Business and Date of commencement.

State the date on which the branch was opened and give brief details of the business of the branch.

13. Photocopies.

If there is insufficient space on the form for details about directors, secretaries or permanent representatives, you may photocopy the appropriate pages.

14. Completion of form.

The completed form should be signed by an officer or permanent representative of the company and delivered to the appropriate Registrar, together with any supporting documents within one month of the branch being established.

15. Delivery of winding-up, Insolvency etc. particulars.

If, at any time prior to the registration in Great Britain of the first branch of an overseas company, the company has become subject to winding-up, insolvency or similar proceedings, and remains subject to those proceedings, the company must at the same time as delivering Form BR1, also deliver Form 703P(1), 703P(3), 703Q(1) (as appropriate). For further details on these forms please see the Companies House Notes for Guidance on Oversea Companies.

UR.Nr. V 686/2006

vom 22.03.2006

Dr. V

SATZUNGSBESCHEINIGUNG

Hiermit bescheinige ich, dass die geänderten Bestimmungen der beigegeführten Satzung der Firma

Ciao GmbH

mit dem Sitz in München

mit dem Beschluss über die Satzungsänderung und die unveränderten Bestimmungen mit dem zuletzt zum Handelsregister eingereichten vollständigen Wortlaut der Satzung übereinstimmen.

Nach Angabe war der Notar, sein Sozius bzw. Notarvertreter außerhalb seiner Amtstätigkeit nicht für die Beteiligten tätig.

München, den 22. März 2006



Dr. Oliver Vossius, Notar



Bewertet bei UR.Nr. V 684/2006.

Gesellschaftsvertrag der Ciao GmbH

1. Firma, Sitz

- 1.1. Die Firma der Gesellschaft lautet:
Ciao GmbH.
- 1.2. Sitz der Gesellschaft ist München.

2. Gegenstand des Unternehmens

- 2.1. Gegenstand des Unternehmens ist Entwicklung, Betrieb und Vermarktung interaktiver Medienflächen, die Verbrauchern den Informationsaustausch untereinander ermöglichen und Firmenkunden zu zielgruppengenaue Marktforschung und Werbung befähigen.
- 2.2. Die Gesellschaft ist berechtigt, alle Geschäfte einzugehen, die geeignet sind, den Gesellschaftszweck zu fördern. Die Gesellschaft kann auch die Geschäftsführung und Vertretung anderer Unternehmen übernehmen, sich mittelbar oder unmittelbar an anderen Unternehmen beteiligen, derartige Unternehmen gründen oder erwerben sowie Zweigniederlassungen im In- und Ausland errichten.

3. Stammkapital, Stammeinlagen

Das Stammkapital der Gesellschaft beträgt € 10.113.800.

4. Geschäftsführung und Vertretung

- 4.1. Die Gesellschaft hat einen oder mehrere Geschäftsführer (die „**Geschäftsführung**“).
- 4.2. Die Geschäftsführer werden durch die Gesellschafter bestellt. Die Gesellschafter sind zu jeder Zeit ohne Angabe von Gründen berechtigt, die Bestellung eines Geschäftsführers zu widerrufen.
- 4.3. Hat die Gesellschaft nur einen Geschäftsführer, so ist dieser berechtigt, die Gesellschaft allein zu vertreten.

Hat die Gesellschaft mehrere Geschäftsführer, so wird sie durch zwei Geschäftsführer gemeinschaftlich oder durch einen Geschäftsführer in Gemeinschaft mit einem Prokuristen vertreten.

Die Gesellschafter können den Umfang der Vertretungsbefugnis zu jeder Zeit ändern und/oder einen oder mehrere Geschäftsführer von den Beschränkungen des § 181 BGB befreien.

- 4.4. Die Geschäftsführer sind an die Weisungen der Gesellschafter gebunden. Alle Handlungen und Maßnahmen, die über den gewöhnlichen Betrieb des Handelsgewerbes der Gesellschaft hinausgehen, bedürfen der vorherigen Zustimmung der Gesellschafter. Die Gesellschafter können darüber hinaus zu jeder Zeit im Rahmen einer Geschäftsordnung einen Katalog von bestimmten Handlungen und Maßnahmen aufstellen, die nur nach vorheriger Zustimmung durch die Gesellschafter durchgeführt werden dürfen.
- 4.5. Die von den Gesellschaftern nach vorstehenden Absätzen zu treffenden Maßnahmen erfolgen durch Gesellschafterbeschuß.

5. Geschäftsjahr, Jahresabschluß

- 5.1. Das Geschäftsjahr ist das Kalenderjahr.
- 5.2. Der Jahresabschluß (Bilanz und Gewinn- und Verlustrechnung) und der Lagebericht sind innerhalb der gesetzlichen Fristen, spätestens innerhalb der von den Gesellschaftern gesetzten Frist von der Geschäftsführung aufzustellen.

6. Gesellschafterbeschlüsse

Hat die Gesellschaft nur einen Gesellschafter, so hat er über seine Beschlüsse unverzüglich nach der Beschlussfassung eine Niederschrift aufzunehmen und zu unterschreiben.

7. Dauer

Die Dauer der Gesellschaft ist unbestimmt.

8. Bekanntmachungen

Bekanntmachungen der Gesellschaft erfolgen nur im elektronischen Bundesanzeiger.

9. Schlußbestimmungen

Die Gesellschaft ist durch formwechselnde Umwandlung der SRVY Zwischenholding AG mit Sitz in München entstanden. Die Kosten der Gründung der SRVY Zwischenholding AG hat bis zu einem Betrag von € 5.000,-- diese getragen.

Vorstehende beglaubigte Abschrift stimmt mit der mir heute vorgelegten
Urschrift überein.

München, den 23. März 2006



Dr. Oliver Vossius
Notar



Vorliegende Abschrift stimmt mit dem
mit mir vorgelesenen Schriftstück
überein.

Münster, den 13. Sep. 2006



Dr. Vossius
Notar

CERTIFIED TRANSLATION FROM GERMAN

Articles of Association of Ciao GmbH



1. Company Name, Registered Office

- 1.1 The Company shall trade under the name of Ciao GmbH.
- 1.2 The Registered Office of the Company is Munich.

2. Object of the Company

- 2.1 The object of the Company shall be the development, undertaking and marketing of interactive media surfaces which allow users to mutual exchange information and which allow the company's clients to conduct target group oriented market research and promotion.
- 2.2 The Company shall be entitled to perform all transactions which are suitable to promote the object of the Company. In addition to that, the Company shall be entitled to assume the management and representation of other companies, to participate directly or indirectly in other companies, to found or to purchase such companies and to set up branches within the national territory or abroad.

3. Share Capital / Capital Contributions

The share capital of the Company shall amount to € 10'113,800.

4. Management / Representation

- 4.1 The Company shall be governed by one or more Managing Directors (the "Management").
- 4.2 The Managing Directors are appointed by the associates. The associates are entitled to revoke the appointment of a Managing Director at any time without giving any reasons.

- 4.3 If the company is governed by one Managing Director only, he shall be entitled to represent the Company alone.

If the Company is governed by several Managing Directors, it shall be represented either by two Managing Directors or by one Managing Director acting in conjunction with an executive who has power of attorney.

The associates are entitled to modify the extent of the power of representation at any time or to exempt all or individual Managing Directors from the restrictions set forth in Section 181 German Civil Code ["BGB"].

- 4.4 The Managing Directors are bound by instructions given by the associates. All transactions and measures which exceed the scope of the ordinary course of the Company's business shall require the prior consent of the associates.
In addition to that and within the framework of internal rules, the associates may establish at any time a catalogue of determined transactions and measures to be effected only when accepted by the associates' prior consent.
- 4.5 The measures to be taken by the associates in accordance with the foregoing paragraphs shall be effected by associates' resolution.

5. Financial Year, Annual Accounts

- 5.1 The financial year shall be the calendar year.
- 5.2 The Management Board shall be obliged to draw up the annual accounts (balance-sheet; profit and loss account) and the management report within the statutory time-limits or within the time-limit set by the associates, at the latest.

6. Shareholders' decisions

Provided that the company is owned by only one shareholder, he shall draw up immediately a record of his decision adopted and sign the minutes.

7. Duration of the Company

The Company is founded for an indefinite period of time.



8. Announcements

Company announcements shall be published exclusively in the electronic official German gazette ["Bundesanzeiger"].

9. Closing Provision

The company was created by form changing transformation of the SRVY Zwischenholding AG with registered office in Munich. The SRVY Zwischenholding AG met the expenses resulting from the formation of the company up to a sum of € 5,000.00.





Kristina
Kopecky
Übersetzungen

BEGLAUBIGUNGSVERMERK

Als in Bayern sowie für die Landgerichte und Notariate von Rheinland-Pfalz öffentlich bestellte und allgemein beeidigte/ermächtigte Diplomübersetzerin und Dolmetscherin für die englische, französische, und spanische Sprache bestätige ich mit meiner Unterschrift und meinem Stempel, dass die vorstehende englische Übersetzung des mir

☐ im Original ☐ in Kopie
☐ beglaubigter Kopie ☐ in Ausfertigung
vorgelegten deutschsprachigen Dokuments
richtig und vollständig ist.

München / Munich, 15 September 2006



Kristina Kopecky, M.A.

Dipl. Dipl. Übersetzerin und
Dolmetscherin, allg. beeidigt

Graduate translator and interpreter
officially appointed and sworn

Bortenhofstrasse 12, D - 81375 München, Tel. +49-89-71 94 02 02
KristinaKopecky@aol.com

CERTIFICATION OF TRUE TRANSLATION

In my capacity of a graduate translator for the English, Spanish and French language duly registered and commissioned by and sworn to the State of Bavaria and authorized by the Regional Courts and Notaries Publics in Rhineland-Palatinate I hereby certify that the foregoing is a true and complete English translation of a document in the German language whereof

☐ the original ☐ a copy
☐ a certified copy ☐ an official copy
has been submitted to me. IN WITNESS WHEREOF
I have hereunder set my hand and seal.



Die Echtheit vorstehender Unterschrift der öffentlich bestellten und be-
eidigten Übersetzerin

Kristina Kopecky

wird hiermit bestätigt.

München, den achtzehnten September zweitausendsechs

**Die Präsidentin
des Landgerichts München I:**

In Vertretung:



**Thomas Spielbauer
Vizepräsident**

öffentliche
Zeichensprache
Übersetzerin

na Kopecky
(Linguistik,
plombenübersetzerin,
ortenhoferstraße 12
81375 München
tel. 089/71 94 02 02
fax 089/71 94 02 03
für die französische Sprache
Öffentlich

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Land: Bundesrepublik Deutschland

Diese öffentliche Urkunde

2. ist unterschrieben von **Thomas Spielbauer**

3. in seiner Eigenschaft als **Vizepräsident des
Landgerichts München I**

4. Sie ist versehen mit dem Siegel der **Präsidentin des
Landgerichts München I**

Bestätigt

5. in München

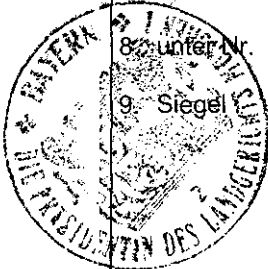
6. am 18. September 2006

7. durch die Präsidentin des Landgerichts München I

8. unter Nr. 910 a

9. Siegel

10. Unterschrift
In Vertretung



**Thomas Spielbauer
Vizepräsident**

FILE COPY



CERTIFICATE OF REGISTRATION OF AN OVERSEA COMPANY

(Establishment of a branch)

Company No. FC027280

Branch No. BR009181

The Registrar of Companies for England and Wales hereby certifies that

CIAO GMBH

has this day been registered under Schedule 21A to the Companies Act 1985 as having established a branch in England and Wales

Given at Companies House, Cardiff, the 22nd January 2007



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —