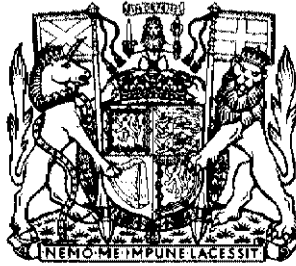


File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 409616

The Registrar of Companies for Scotland, hereby certifies
that

TEDDY MORGAN 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 Scotland

Given at Companies House, Edinburgh, on 18th October 2011



NSC409616H



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

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
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 18/10/2011



X2HNR9YH9

*Company Name
in full:*

TEDDY MORGAN LTD

Company Type:

Private limited by shares

*Situation of Registered
Office:*

Scotland

*Proposed Register
Office Address:*

**C/O RICHARD SCOULAR
2/1 25
MOUNT STUART STREET
GLASGOW
SCOTLAND
G41 3AN**

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

Company Director **1**

Type: **Person**
Full forename(s): **MR RICHARD**

Surname: **SCOULAR**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **29/04/1976** *Nationality:* **BRITISH**

Occupation: **BUSINESS TRANSFORMATION
CONSULTANT**

Consented to Act: **Y** *Date authorised:* **18/10/2011** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORDINARY	<i>Number allotted</i>	10
		<i>Aggregate nominal value</i>	10
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0
		<i>Amount unpaid per share</i>	1

Prescribed particulars

ORDINARY SHARES HAVE 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>	10
		<i>Total aggregate nominal value</i>	10

Initial Shareholdings

Name: RICHARD SCOULAR

Address: 2/1 25
 MOUNT STUART STREET
 GLASGOW
 SCOTLAND
 G41 3AN

Class of share: ORDINARY

Number of shares: 10

Currency: GBP

*Nominal value of
each share:* 1

Amount unpaid: 1

Amount paid: 0

Statement of Compliance

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

Name: RICHARD SCOULAR

Authenticated: YES

Authorisation

Authoriser Designation: subscriber

Authenticated: Yes

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of TEDDY MORGAN 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
RICHARD SCOULAR	Authenticated Electronically

Dated: 18/10/2011