

FILE COPY



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

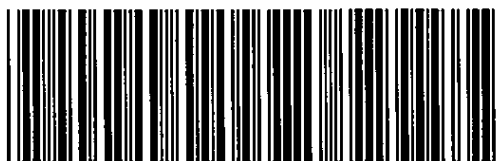
Company No. 6427378

The Registrar of Companies for England and Wales hereby certifies that

SPARK VCT 3 LIMITED

is this day incorporated under the Companies Act 1985 as a private company and that the company is limited.

Given at Companies House, London, the 14th November 2007



N064273780



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —



Companies House

— for the record —

12

Please complete in typescript,
or in bold black capitals.

CHFP000

Declaration on application for registration

6027378

Company Name in full

SPARK VCT 3 LIMITED

I, ANDREW DAVID NORMAN BETTON
of 60 LOWTHER DRIVE, OAKWOOD

† Please delete as appropriate.

do solemnly and sincerely declare that I am a † [Solicitor engaged in the formation of the company][person named as director or secretary of the company in the statement delivered to the Registrar under section 10 of the Companies Act 1985] and that all the requirements of the Companies Act 1985 in respect of the registration of the above company and of matters precedent and incidental to it have been complied with

And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835

Declarant's signature

A Betton

Declared at

33 GLASSHOUSE STREET, LONDON

Day Month Year

On

14 11 2007

① Please print name

before me ①

NGHI TRAN

Signed

[Signature]

Date

14/11/07

† A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

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.

Tel	
DX number	DX exchange

When you have completed and signed the form please send it to the Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

DX 235 Edinburgh

for companies registered in Scotland

or LP - 4 Edinburgh 2



LWE97UNS

LD1

14/11/2007

63

COMPANIES HOUSE

WEDNESDAY



Companies House
for the record

10

Please complete in typescript,
or in bold black capitals.

CHWP000

Notes on completion appear on final page

First directors and secretary and intended situation of registered office

6427378

Company Name in full

SPARK VCT 3 LIMITED

Proposed Registered Office

(PO Box numbers only, are not acceptable)

33 Glasshouse Street

Post town

County / Region

London

Postcode

W1B 5DG

If the memorandum is delivered by an agent
for the subscriber(s) of the memorandum
mark the box opposite and give the agent's
name and address

Agent's Name

Address

Post town

County / Region

Postcode

Number of continuation sheets attached

1

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

Nghi Tran

33 Glasshouse Street, London W1B 5DG

Tel 0207 851 7609

DX number

DX exchange



LD1

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14/11/2007

55

COMPANIES HOUSE

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or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2

WEDNESDAY

Company Secretary (see notes 1-5)

Company name SPARK VCT 3 LIMITED

NAME *Style / Title

Mr

*Honours etc

* Voluntary details

Forename(s) Andrew David Norman

Surname Betton

Previous forename(s)

Previous surname(s)

†† 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 or Scottish firm, give the registered or principal office address

Address ††

60 Lowther Drive, Oakwood

Post town Enfield

County / Region

Postcode EN2 7JP

Country United Kingdom

I consent to act as secretary of the company named on page 1

Consent signature



Date

11/11/07

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME *Style / Title

Mr

*Honours etc

Forename(s) Jayesh Ramesh

Surname Patel

Previous forename(s)

Previous surname(s)

†† 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 or Scottish firm, give the registered or principal office address

Address ††

70 Priory Road

Post town West Hampstead

County / Region

London

Postcode NW6 3RE

Country United Kingdom

Date of birth

Day Month Year

2

9

0

7

1

9

6

9

Nationality

British

Business occupation

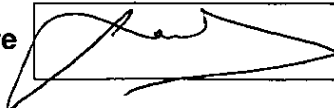
Director

Other directorships

Please see attached

I consent to act as director of the company named on page 1

Consent signature



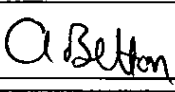
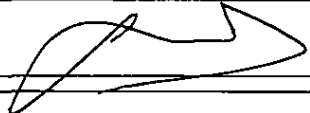
Date

5/11/07

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME	*Style / Title		*Honours etc			
* Voluntary details	Forename(s)					
	Surname					
	Previous forename(s)					
	Previous surname(s)					
†† 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 or Scottish firm, give the registered or principal office address	Address ††					
	Post town					
	County / Region		Postcode			
	Country					
	Date of birth	Day	Month	Year	Nationality	
	Business occupation					
	Other directorships					
	I consent to act as director of the company named on page 1					
	Consent signature		Date			

This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e those who signed as members on the memorandum of association).	Signed		Date	1/11/07
	Signed		Date	5/11/07
	Signed		Date	
	Signed		Date	
	Signed		Date	
	Signed		Date	
	Signed		Date	

Company DataDirectorship Data

COMPANY NAME	NATURE OF BUSINESS	COMPANY STATUS	STATUS	DATE
JAYESH RAMESH PATEL				
UK				
QUESTER ACADEMIC GP LIMITED	Quester Group Company	Active	Active	
QUESTER VENTURE GP LIMITED	Quester Group Company	Active	Active	
QUESTER VENTURE PARTICIPATIONS LTI	Quester Group Company	Active	Active	
QUESTER NOMINEES LIMITED	Quester Group Company	Active	Active	
QUESTER VENTURE MANAGERS LIMITED	Quester Group Company	Active	Active	
QUERIST LTD	Holding Company for Quester Group	Active	Active	
SPARK Venture Management Limited	Quester Group Company	Active	Active	
SPARK Ventures plc	Venture Capital	Active	Active	
NewMedia SPARK Directors Limited	Venture Capital	Active	Active	
Skillvest Limited	HR Software	Disolved	Disolved	
Spark Investors	Venture Capital	Active	Active	
Moza Limited	Dormant Did not trade	Dormant	Dormant	
Spark Services Limited	Venture Capital	Active	Active	
Me Media Limited	Online portal and directory	Active	Active	

DATE APPOINTED	DATE RESIGNED
11/05/2007	Current
11/05/2007	Current
11/05/2007	Current
11/05/2007	Current
04/06/2007	Current
11/05/2007	Current
04/06/2007	Current
30/01/2004	Current
16/10/2001	Current
24/03/2000	30/10/2003
06/06/2000	Current
14/01/1999	09/07/2002
09/09/2003	Current
06/03/2000	01/02/2002

608510

A PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

SPARK VCT 3 LIMITED



6627378

1.

The company's name is "SPARK VCT 3 LIMITED"

2

The company's registered office is to be situated in England and Wales

3.

The company's objectives are to carry on business as a general commercial company and to carry on the business of a venture capital company and either itself or with others to acquire, hold, sell, endorse, discount or otherwise deal with or dispose of all kinds of shares, stocks, and debentures issued by any company

4.

The liability of the members is limited

5

The company's authorised share capital is £1,000 dividend into 1000 Ordinary Shares of £1 each

We, the subscribers to this memorandum of association, wish to be formed into a company pursuant to this memorandum, and we agree to take the number of shares shown opposite our respective names

NAMES AND ADDRESSES OF SUBSCRIBERS	Number of Shares taken by each Subscriber
QUERIST LIMITED 33 Glasshouse Street London W1B 5DG	2 Ordinary Shares
Total Shares Taken	2

Dated the 13th day of November, 2007

QUERIST LIMITED
Acting by

Andrew Betton

Andrew Betton
Director

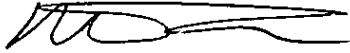
Jay Patel
Jay Patel
Director

WEDNESDAY



LD1 14/11/2007 62
COMPANIES HOUSE

Witness to the above signatures

A handwritten signature in black ink, appearing to be a stylized 'M' or 'W' followed by a horizontal line.

Signature

Nghi Tran

33 Glasshouse St
London W1B5DG

Address

Solicitor

Occupation

Company Name SLARK VET 3 LIMITED

Company Number 6427378

ARTICLES OF ASSOCIATION HAVE NOT BEEN REGISTERED FOR THE
ABOVE NAMED COMPANY IN THIS CASE (COMPANY LIMITED BY
SHARES – SEE SECTIONS 7 AND 8 OF THE COMPANIES ACT 1985)

Signed _____
Officer of New Companies Section

Date 14-11-07