

Statutory Declaration of compliance with requirements on application for registration of a company

Please do not write in this margin

Pursuant to section 12(3) of the Companies Act 1985

To the Registrar of Companies (Address overleaf)

For official use

For official use

Please complete legibly, preferably in black type, or bold block lettering

Name of company

* Insert full name of Company

FIVE MOONS LTD.

I, Robert Stephen Kelford a duly authorised Officer of Chettleburgh International Limited of Temple House, 20 Holywell Row, London, EC2A 4JB

† 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(2))† and that all the requirements of the above Act 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 provisions of the Statutory Declarations Act 1835

Declared at Great Eastern Street London EC2.

Declarant to sign below

the 5th day of January One thousand nine hundred and ninety-three before me

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths.

Presentor's name address and reference (if any):

For official Use New Companies Section

Post room

CHETTLEBURGH'S LIMITED

Temple House
20 Holywell Row
London
EC2A 4JB

10

**Statement of first directors and
secretary and intended situation
of registered office.**

This form should be completed in black.

Company name (In full)

<input checked="" type="checkbox"/> CN	277886	For official use <input type="checkbox"/>
FIVE MOONS LTD.		

Registered office of the company
on incorporation

<input checked="" type="checkbox"/> RO	Temple House
20 Holywell Row	
Post town	London
Count/Region	
Postcode	EC2A 4JB

If the memorandum is delivered by an
agent for the subscribers of the
memorandum mark 'X' in the box
opposite and give the agent's name
and address.

X

Name	Chettleburgh's Limited
<input checked="" type="checkbox"/> RA	Temple House
20 Holywell Row	
Post town	London
Count/Region	
Postcode	EC2A 4JB

Number of continuation sheets attached

0

To whom should Companies House
direct any enquires about the
information shown in this form?

Chettleburgh's Limited	
Temple House, 20 Holywell Row	
London	Postcode EC2A 4JB
Telephone (071) 377 0381	Extension

Company Secretary (See notes 1-5)

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Directors (See notes 1-5)
Please list directors in alphabetical order.

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

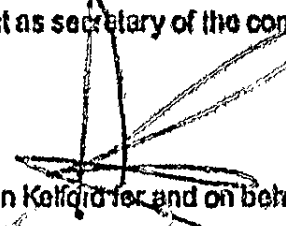
* Voluntary details

CS

Chettleburgh International Limited

AD Temple House
20 Holywell Row
London
EC2A 4JB County England

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

Signed  Date 4th January 1993

Robert Stephen Kelford for and on behalf of Chettleburgh International Limited

CD

Chettleburgh's Limited

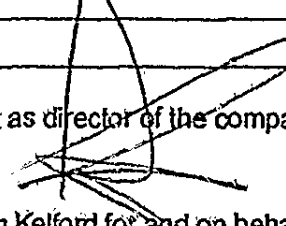
AD Temple House
20 Holywell Row
London
EC2A 4JB County England

Date of Birth **DO** 29 08 58 Nationality **NA** British

Business occupation **OC** Company Registration Agents

Other directorships **OD** None

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

Signed  Date 4th January 1993

Robert Stephen Kelford for and on behalf of Chettleburgh's Limited

DIRECTORS (CONTINUED)

(Sections 1 - 5)

Name *Style/Title

*Style/Title

Forenames

Surname

*Honours etc

Previous forenames

Previous surname

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

CD

AD

Post town

County/Region

Postcode

Country

Date of birth

DD | | | |

Nationality

NA

Business occupation

OC

Other directorships

OD

* Voluntary details

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

Consent signature

Signed

Date

Delete if the form is signed by the subscribers.

Signature of agent on behalf of all subscribers

Date 4th January 1993

Delete if the form is signed by an agent on behalf of all the subscribers.

All the subscribers must sign either personally or by a person or persons authorised to sign for them.

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

THE COMPANIES ACTS 1985 to 1989

A PRIVATE COMPANY LIMITED BY SHARES.

MEMORANDUM OF ASSOCIATION of

FIVE MOONS LTD.

FIVE MOONS LTD.



1. The name of the Company is:-
2. The Registered Office of the Company will be situated in England and Wales.
3. The object of the Company is to carry on business as a general commercial company.
4. The liability of the members is limited.
5. The company's share capital is £100 divided into 100 ordinary shares of £1 each.

We, the persons whose names and addresses are subscribed hereafter are desirous of being formed into a Company in pursuance of this Memorandum and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Names, Addresses and Descriptions of the Subscribers.

Number of Shares taken by each Subscriber.

[Signature]
 Chettleburgh's Limited
 by Robert Stephen Kelford
 a duly authorised Officer
 Temple House
 20 Holywell Row
 London EC2A 4JB

One Ordinary Share

Company Registration Agents

[Signature]
 Chettleburgh International Limited
 by Robert Stephen Kelford
 a duly authorised Officer
 Temple House
 20 Holywell Row
 London EC2A 4JB

One Ordinary Share

Anglo-Japanese Consultants

Total Shares Taken:-

Two Ordinary Shares

Dated the 4th day of January, 1993

Witness to the above signatures:-

[Signature]
 Roland John Chettleburgh
 17 Downhall Close
 Rayleigh
 Essex SS6 9LU

517048

Company Registration Agent

THE COMPANIES ACTS 1985 to 1989

A PRIVATE COMPANY LIMITED BY SHARES.

ARTICLES OF ASSOCIATION of

FIVE MOONS LTD.

PRELIMINARY.

1. The Company is a private Company within the meaning of Section 1 of the Companies Act 1985 to 1989. Accordingly the Company shall not offer to the public (whether for cash or otherwise) any shares in or debentures of the Company or allot or agree to allot (whether for cash or otherwise) any shares in or debentures of the Company with a view to all or any of the shares or debentures being offered for sale to the public.
2. The Regulations set out in Table A of the Schedule to the Companies (Tables A to F) Regulations 1985 to 1989 shall apply to this Company either in their entirety or with such variations as the Company shall by special Resolution from time to time prescribe.

Names, Addresses and Descriptions of the Subscribers.

Chettleburgh's Limited
by Robert Stephen Kelford
a duly authorised Officer
Temple House
20 Holywell Row
London EC2A 4JB

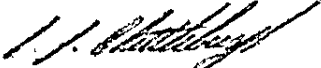
Company Registration Agents

Chettleburgh International Limited
by Robert Stephen Kelford
a duly authorised Officer
Temple House
20 Holywell Row
London EC2A 4JB

Anglo-Japanese Consultants

Dated the 4th day of January, 1993

Witness to the above signatures:-


Roland John Chettleburgh
17 Downhall Close
Rayleigh
Essex SS6 9LU

Company Registration Agent

FILE COPY



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

No. 2778856

I hereby certify that

FIVE MOONS LTD.

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

**Given under my hand at the Companies Registration Office,
Cardiff the 12 JANUARY 1993**

A handwritten signature in cursive script, appearing to read 'F. A. Joseph'.

F. A. JOSEPH

an authorised officer