

FILE COPY



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

Company No. 4275795

The Registrar of Companies for England and Wales hereby certifies that
NILO-ETHIOPIAN

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

Given at Companies House, Cardiff, the 23rd August 2001



N04275795Q



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

HC007B



Companies House

— for the record —

(NCPack)

12

Please complete in typescript,
or in bold black capitals.

CHFP000

Declaration on application for registration

Company Name in full

NILO-ETHIOPIAN

I,

GIRMA MOGES (Mr)

of

39 DARTREY TOWER, WORLDS' END ESTATE,
LONDON SW10 0EB

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

G. Moges

Declared at

567/9 FULHAM ROAD, LONDON SW6 1EU

Day Month Year

On

03 08 2001

● Please print name.

before me ●

DAVID WILSON

Signed

G. Moges

Date

3/8/01

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

Please give the name, address,
telephone number and, if available,
a DX number and Exchange of
the person Companies House should
contact if there is any query.

GIRMA MOGES (Mr)

39 DARTREY TOWER, WORLDS' END ESTATE,

LONDON SW10 0EB Tel 0207 3514894

DX number

DX exchange



A04
COMPANIES HOUSE

0408
21/08/01

Form revised June 1998

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

for companies registered in Scotland

DX 235 Edinburgh



Companies House
— for the record —

Please complete in typescript,
or in bold black capitals.

CHFP000

30(5)(a)

Declaration on application for registration of a company exempt from the requirement to use the word "limited" or "cyfyngedig"

Company Name in full

NILO-ETHIOPIAN

1. GIRMA MOGES (Mr)

of 39 DARTREY TOWER, WORLD'S END ESTATE,
LONDON SW10 0EB

† Please delete as appropriate.

a ~~[Solicitor engaged in the formation of the company]~~ person named as
director or secretary of the company in the statement delivered under
section 10 of the Companies Act 1985] I do solemnly and sincerely declare
that the company complies with the requirements of section 30(3) of the
Companies Act 1985.

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

G. MORGES

Declared at

567/9 FULHAM ROAD LONDON SW6 1EU

Day Month Year

on

03 08 2001

① Please print name.

before me ①

DAVID WILSON

Signed

G. MORGES

Date

3/8/01

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

Please give the name, address,
telephone number and, if available,
a DX number and Exchange of
the person Companies House should
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GIRMA MOGES (MR)

39 DARTREY TOWER, WORLD'S END ESTATE,

LONDON SW10 0EB Tel 0207 3514894

DX number

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A04
COMPANIES HOUSE

0404
21/08/01

Form revised June 1998

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or

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

DX 235 Edinburgh



Companies House

— for the record —

(NCPack)

10

Please complete in typescript,
or in bold black capitals.

CHFP000

First directors and secretary and intended situation of
registered office

Notes on completion appear on final page

Company Name in full

NILO-ETHIOPIAN

Proposed Registered Office

(PO Box numbers only, are not acceptable)

39 DARTREY TOWER

WORLD'S END ESTATE

Post town

LONDON

County / Region

LONDON

Postcode

SW10 0EB

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

Please give the name, address,
telephone number and, if available,
a DX number and Exchange of
the person Companies House should
contact if there is any query.

GIRMA MOGES (Mr)

39 DARTREY TOWER, WORLD'S END ESTATE

LONDON SW10 0EB Tel 0207 3514894

DX number

DX exchange

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

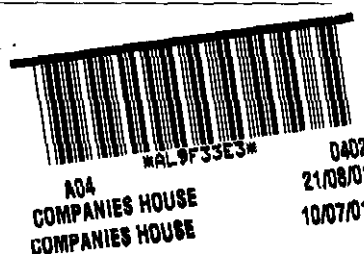
companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales

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

DX 235 Edinburgh

This

Form 1



Company Secretary (see notes 1-5)

Company name

NILO-ETHIOPIAN

NAME *Style / Title

MR.

*Honours etc

* Voluntary details

Forename(s)

GIRMA

Surname

MOGES

Previous forename(s)

—

Previous surname(s)

—

Address

39 DARTREY TOWER,

Usual residential address

For a corporation, give the registered or principal office address.

WORLD'S END ESTATE

Post town

LONDON

County / Region

LONDON

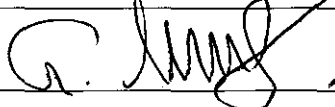
Postcode

SW10 0EB

Country

GREAT BRITAIN

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

Consent signature

Date

20/06/01

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME *Style / Title

MR.

*Honours etc

Forename(s)

GEBRE-YOMANNES

Surname

ASFAW

Previous forename(s)

—

Previous surname(s)

—

Address

137 TRELICK TOWER

Usual residential address

For a corporation, give the registered or principal office address.

5 GOLDBOURNE ROAD

Post town

LONDON

County / Region

LONDON

Postcode

W10 5UR

Country

GREAT BRITAIN

Day Month Year

Date of birth

05 12 1949

Nationality

ETHIOPIAN

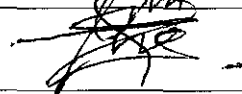
Business occupation

WRITER

Other directorships

—


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

Consent signature

Date

20/06/01

Directors. (continued) (see notes 1-5)

NAME	*Style / Title	MR.		*Honours etc		
* Voluntary details	Forename(s)	YONATHAN				
	Surname	DANIEL				
	Previous forename(s)	—				
	Previous surname(s)	—				
Address	FLAT G, 125 FINBOUROUGH					
Usual residential address	ROAD,					
For a corporation, give the registered or principal office address.	Post town	LONDON				
	County / Region	LONDON	Postcode	SW10 9AW		
	Country	GREAT BRITAIN				
	Date of birth	Day	Month	Year	Nationality	
		1	0	1	960	BRITISH
	Business occupation	RADIOLOGIST				
	Other directorships	—				
		—				
	I consent to act as director of the company named on page 1					
Consent signature				Date	20.06.01	

This section must be signed by

Either

**an agent on behalf
of all subscribers**

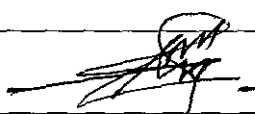
Signed

Date

Or the subscribers

**(i.e those who signed
as members on the
memorandum of
association).**


Signed



Date

20/06/01

Signed



Date

20.06.01

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Notes

1. Show for an individual the full forename(s) NOT INITIALS and surname together with any previous forename(s) or surname(s).

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

Give previous forename(s) or surname(s) except that:

- for a married woman, the name by which she was known before marriage need not be given,
- names not used since the age of 18 or for at least 20 years need not be given.

A peer, or an individual known by a title, may state the title instead of or in addition to the forename(s) and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

Address:

Give the usual residential address.

In the case of a corporation or Scottish firm give the registered or principal office.

Subscribers:

The form must be signed personally either by the subscriber(s) or by a person or persons authorised to sign on behalf of the subscriber(s).

2. Directors known by another description:

- A director includes any person who occupies that position even if called by a different name, for example, governor, member of council.

3. Directors details:

- Show for each individual director the director's date of birth, business occupation and nationality.

The date of birth must be given for every individual director.

4. Other directorships:

- Give the name of every company of which the person concerned is a director or has been a director at any time in the past 5 years. You may exclude a company which either **is** or at **all times during the past 5 years**, when the person was a director, **was**:

- dormant,
- a parent company which wholly owned the company making the return,
- a wholly owned subsidiary of the company making the return, or
- another wholly owned subsidiary of the same parent company.

If there is insufficient space on the form for other directorships you may use a separate sheet of paper, which should include the company's number and the full name of the director.

5. Use Form 10 continuation sheets or photocopies of page 2 to provide details of joint secretaries or additional directors.

4275795

COMPANIES ACTS 1985 & 1989

COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

ACCEPT UNSTAMPED £ 20

NC/EN

SIGNED

DATE

[Signature]
23/8/01

MEMORANDUM OF ASSOCIATION OF :

1. NAME

The name of the Company [hereinafter called 'the Charity'] is

NILO-ETHIOPIAN

2. REGISTERED OFFICE

The registered office of the Charity is to be in England and Wales

3. OBJECTS

The objects of the Charity are to promote Nilo-Ethiopian Arts, Culture, History and related matters in London in such ways as the Directors may decide.

4. POWERS

The Charity has the following powers, which may be exercised only in promoting the Objects:

4.1 To promote or carry out research

4.2 To provide advice

4.3 To publish or distribute information

4.4 To co-operate and work with other bodies

4.5 To raise funds (but not by means of taxable trading)

4.6 To open and run a bank account, borrow money and give security for loans (but only in accordance with the restrictions imposed by the Charities Act 1983)

4.7 To acquire or hire property of any kind

4.8 To let or dispose of property of any kind (but only in accordance with the restrictions imposed by the Charities Act 1983)

4.9 To make grants or loans of money and to give guarantees

4.10 To set aside funds for special purposes or as reserves against future expenditure

4.11 The deposit or invest funds in any manner (but to invest only after obtaining financial advice from a financial expert and having regard to the suitability of the investments and need for diversification)

4.12 To delegate the management of the investments to a financial expert, but only on terms that:

4.12.1 the investment policy is set down in writing for the financial expert by the Trustees

4.12.2 the financial expert must not do anything outside the powers of the Trustees

4.13 To arrange for investments or other property of the Charity to be held in the name of a nominee (being a corporate body registered or having an established place of business in England and Wales) under the control of the Trustees or a financial expert acting under their instructions and to pay any reasonable fee required

4.14 To insure the property of the Charity against any foreseeable risk and take out other insurance policies to protect the Charity when required

4.15 To insure the Trustees against the cost of a successful defence to a criminal prosecution brought against them as Charity Trustees or against personal liability incurred in respect of any act or omission, unless the Trustee concerned knew that, or was reckless whether, the act or omission was a breach of duty.

4.16 Subject to clause 5, to employ paid or unpaid agents, staff or advisers

4.17 To enter into contacts to provide services to or on behalf of other bodies

4.18 To establish subsidiary companies to assist or act as agents for the Charity

4.19 To pay the costs of forming the Charity

4.20 To do anything else within the law which promotes or helps to promote the Objects

5 Benefit to Members and Trustees

5.1 The property and funds of the Charity must be used only for promoting the Objects and do not belong to the members of the Charity but

5.1.2 members including (the Trustees) may be paid interest at a reasonable rate on money lent to the Charity

5.1.3 members including (the Trustees) may be paid a reasonable rent or hiring fee for property let or hired to the Charity

5.1.4 individual members who are not Trustees but who are beneficiaries may receive charitable benefits in that capacity

5.2 A Trustee must not receive any payment of money or other material benefit (whether direct or indirect) from the Charity except:

5.2.1 as mentioned in clauses 4.15, 5.1.2 , 5.1.3 or 5.3

5.2.2 reimbursement of reasonable out-of-pocket expense (including hotel or travel costs) actually incurred in running the Charity.

5.2.3 an indemnity in respect of any liabilities properly incurred in running the Charity(including the costs of a successful defence to criminal proceedings)

5.2.4 payment to any company in which a Trustee has no more than a 1 per cent shareholding

5.2.5 in exceptional cases, other payments or benefits (but only with the written approval of the Commission in advance)

5. 3 Any Trustee (or any firm or company of which a Trustee is a member) may enter into a contract with the Charity to supply goods or services in return for a payment or other material benefit but only if:

5.3.1 the goods or services are actually required by the

5.3.2 the nature and level of remuneration is no more than is reasonable in relation to the value of the goods or services and is set in accordance with the procedure in clause 5.4

5.3.3 no more than one half of the Trustees are subject to such a contract in any financial year

5.4 Whenever a Trustee has a personal interest in a matter to be discussed at a meeting of the Trustees or a committee the Trustee concerned must:

5.4.1 declare interest at or before discussion begins on the matter

5.4.2 withdraw from the meeting for that item unless expressly invited to remain in order to provide information

5.4.3 not be counted in the quorum for that part of the meeting

5.4.4 withdraw during the vote and have no vote on the matter

5.5 The whole of clause 5 may not be amended without the prior written consent of the Commission

6. LIMITED LIABILITY

The liability of members is limited

7. GUARANTEE

Every member promises, if the Charity is dissolved while he, she or it remains a member or within 12 months afterwards, to pay up to £1 towards the costs of dissolution and the liabilities incurred by the Charity while the contributor is a member.

8 DISSOLUTION

8.1 If upon the winding up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, this shall not be paid to or distributed among the members of the Company.

8.2 but shall be given or transferred to some other charitable institution(s) which have similar charitable objects of the Company, and

8.3 shall prohibit the distribution of income and property among members to an extent at least as great as is imposed on the Company under clause 5 above

8.4 such institution(s) to be determined by the members of the Company at or before the time of dissolution, and

8.5 if this provision can not be put into effect, then the Company's remaining property will be given to some other charitable object, subject to the prior approval of the Charity Commission of England and Wales.

We wish to be formed into a company under the Memorandum of Association

Names, Residential Addresses and Signatures of Subscribers:

GEBRE-YOHANNES ASFAW
137 TRELLICK TOWER
5 GOLBOURNE ROAD
LONDON W10 5UR.



DANIEL YONATHAN

FLAT, G, 125 FINBOROUGH RD
LONDON
SW10 9AW



Date 20/06/01

Witness to the above signatures

Name, Address and occupation of witness

ABEBE MEKONNEN
15 THE GRANGE
LISGAR TERRACE
LONDON W14 8SL
(ACCOUNTANT)



Signature of witness

COMPANIES ACTS 1985 & 1989

COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION OF : NILO-ETHIOPIAN

INTERPRETATION

Words and expressions defined in the Articles have the same meanings in this Memorandum.

References to 'the Act' are references to the Companies Act 1985 as amended or re-enacted from time to time and to any subordinate legislation made under it.

'The trustees' means the directors of the charity. 'Trustee' means the 'director' of the charity.

'Clear days' means the number of days of a notice period, not including the day the notice was given, nor the day the notice is to come into effect. The Act means the Companies Act 1985

'AGM' means the annual general meeting of the charity.

'EGM' means an extraordinary meeting of the charity

'area of benefit' means London

'authorised representative' means an individual who is authorised by a member organisation to act on its behalf at meetings of the Charity and whose name is given to the Secretary.

'Chairperson' means the chairman of the Trustees

'the Charity' means the company governed by these Articles

'charity trustee' has the meaning prescribed by section 97(1) of the charities Act 1993

'the commission' means the Charities Commission for England and Wales

'financial expert' means an individual, company or firm who is an authorised person or an exempted person within the meaning of the Financial Services Act 1986

'material benefit' means a benefit which may not be financial but has a monetary value

'member' and 'membership' refer to membership of the Charity

'Memorandum' means the Charity's Memorandum of Association

'month' means calendar month

'the Objects' means the Objects of the Charity as defined in clause 3 of the Memorandum

'Secretary' means the Secretary of the Charity

'taxable trading' means carrying a trade or business on a continuing basis for the principle purpose of raising funds and not for the purpose of actually carrying out the Objects

'Trustee' means a director of the Charity and 'Trustees' means all the directors

'Written' or 'in writing' refers to a legal document on paper including a fax message

'year' means calendar year

References to an Act of Parliament are to the Act as amended or re-enacted from time to time and to any subordinate legislation made under it.

1 MEMBERSHIP

1.1 The number of members with which the company proposes to be registered is unlimited

1.2 The Charity must maintain a register of members

1.3 Membership of the Charity is open to any individual (or organisation) interested in promoting the Objects who:

1.3.1 applies to the Charity in the form required by the Trustees

1.3.2 is approved by the Trustees and

1.3.3 signs a register of members or consents in writing to become either personally or (in the case of a member organisation) through an authorised representative

1.4 The Trustees may establish different classes of membership and prescribe their respective privileges and duties and set the amounts of any subscriptions

1.5 Membership is terminated if the member concerned:

1.5.1 gives written notice or resignation to the Charity

1.5.2 dies, or in the case of an organisation, ceases to exist

1.5.3 is six months in arrears in paying the relevant subscription, if any (but in such a case the member may be reinstated on payment of the amount due)

or

1.5.4 is removed from membership by resolution of the Trustees on the ground that in their reasonable opinion the member's continued membership is harmful to the Charity (but after notifying the member in writing and considering the matter in the light of any written representations which the member concerned puts forward within 14 clear days after receiving notice.)

1.6 Membership of the Charity is not transferable

2 GENERAL MEETINGS

2.1 Members are entitled to attend general meetings either personally or (in the case of a member organisation) by an authorised representative. General meetings are called on at least 21 days' written notice specifying business to be discussed.

2.2 There is a quorum at a general meeting if the number of members or authorised representatives personally present is at least 6, 10% of the total membership, which ever is less.

2.3 The Chairperson or (if the Chairperson is unable or unwilling to do so) some other member elected by those present presides at a general meeting

2.4 Except where otherwise provided by the Act, every issue is decided by a majority of votes cast

2.5 Except for the chairperson of the meeting, who has a second or casting vote, every member present in person (or through an authorised representatives) has one vote on each issue

2.6 A written resolution signed by all those entitled to vote at a general meeting is as valid as a resolution actually passed at a general meeting (and for this purpose the written resolution may be set out in more than one document and will be treated as passed on the date of the last signature)

2.7 The Charity must hold an AGM in every year which all members are entitled to attend. The first AGM may be held within 18 months after the Charity's incorporation

2.8. At an AGM the members:

2.8.1 receive the accounts of the Charity for the previous financial year

2.8.2 receive the Trustees' report on the Charity's activities since the previous AGM

2.8.3 accept the retirement of those Trustees who wish to retire or who are retiring by rotation

2.8.4 elect persons to be Trustees to fill vacancies arising

2.8.5 appoint auditors for the Charity

2.8.6 may confer on any individual (with his or her consent) the honorary title of Patron, President or vice- President of the Charity

and

2.8.7 discuss and determine any issues of policy or deal with any other business put before them

2.9 Any general meeting which is not an AGM is an EGM

2.10 An EGM may be called at any time by the Trustees and must be called within 28 days on a written request from at least 10 percent of the members

3. TRUSTEES

3.1 The Trustees as Charity trustees have control of the Charity and its property and funds

3.2 The Trustees when complete consist of at least 3 and not more than 15 individuals, all of whom must be members

3.4 The subscribers to the Memorandum are the first Trustees as Charity

APPOINTMENT AND RETIREMENT

3.5 The following shall be eligible to be Trustees of the Charity

3.5.1 Up to ten persons elected by the members of the charity at the AGM

3.5.3 Up to four persons may be co-opted by the management committee, but a co-opted Trustee holds office only until the next AGM

3.6 Every Trustee must sign a declaration of willingness to act as a charity trustee of the Charity before he or she is eligible to vote at any meeting of the Trustees

3.6 One third (or the number nearest one third) of the elected Trustees must retire at each AGM, those longest in office retiring first and the choice between any of equal service being made by drawing lots. All retiring trustees may put themselves up for re-election.

3.6 A trustee's term of office automatically terminates if he or she:

3.6.1 is disqualified under the Charities Act 1993 from acting as a charity trustee

3.6.2 is incapable, whether mentally or physically, of managing his or her own affairs

3.6.3 is absent without notice from 3 consecutive meetings of the Trustees

3.6.4 ceases to be a member (but such a person may be reinstated by resolution passed by all the other Trustees on resuming membership of the Charity before the next AGM)

3.6.5 resigns by written notice to the Trustees (but only if at least two Trustees will remain in office)

3.6.6 is removed by resolution passed by a majority of the members present and voting at an annual or extraordinary general meeting, provided that notice was given in accordance with the Act, and any appeal by the Trustee in person or writing at the general meeting was considered

3.6.7 or in the case of a member nominated by an organisation, if he or she ceases to be the organisation's authorised representative, or the organisation ceases to exist.

3.7 A technical defect in the appointment of a Trustee of which the Trustees are unaware at the time does not invalidate decision taken at a meeting

4 PROCEEDINGS OF TRUSTEES

4.1 The Trustees may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit, and determine the quorum for meetings of the Trustees shall never be less than third of the total number of trustees of 3 (whichever is the greatest number).

4.2 A meeting of the Trustees may be held either in person or by suitable electronic means agreed by the Trustees in which all participants may communicate with all the other participants

4.3 The Chairperson or (if the Chairperson is unable or unwilling to do so) some other Trustee chosen by the Trustees present presides at each meeting

4.4 Every issue may be determined by a simple majority of the votes cast at a meeting but a written resolution signed by all Trustees is as valid as a resolution passed (and for this purpose the written resolution may be set out in more than one document and will be treated as passed on the date of the last signature)

4.5 Except for the chairperson of the Trustee meeting, who has a second or casting vote, every Trustee has one vote on each issue

4.6 A procedural defect of which the Trustees are unaware at the time does not invalidate decision taken at a meeting

5 POWER OF TRUSTEES

The Trustees have the following power in the administration of the Charity:

5.1 to appoint (and remove) any member (who may be a Trustee) to act as Secretary to the Charity in accordance with the Act

5.2 to appoint a Chairperson, Treasurer and other honorary offices from among their number

5.3 to delegate any of their functions to committees consisting of two or more individuals appointed by them (but at least one member of every committee must be a Trustee and all proceedings of committees must be reported promptly to the Trustees)

5.4 to make Standing Orders consistent with the Memorandum, these Articles and the Act to govern proceedings at general meetings

5.5 to make Rules consistent with the Memorandum, these Articles and the Act to govern proceedings at their meetings and at meetings of committees

5.6 to make Regulations consistent with the Memorandum, these Articles and the Act to govern the administration of the Charity and the use of its seal (if any)

5.7 to establish procedures to assist the resolution of disputes within the Charity

5.8 to exercise any powers of the Charity which are not reserved to a general meeting

6. RECORDS AND ACCOUNTS

6.1 The Trustees must comply with the requirements of the Act and the Charities Act 1993 as to keeping financial records, the audit of accounts and the preparation and transmission to the Registrar of Companies and the Commission of:

6.1.1 annual reports

6.1.2 annual returns

6.1.3 annual statements of account

6.2. The Trustees must keep proper records of

6.2.1 all proceeds at general meetings

6.2.2 all proceeds at meetings of the Trustees

6.2.3 all reports of committees and

6.2.4 all professional advice obtained

6.3 Accounting records relating to the Charity must be available for inspection by any Trustee at any reasonable time during normal office hours and may be made available for inspection by members who are not Trustees if the Trustees so decide

6.4 A copy of the Charity's latest available statement of account must be supplied on request to any Trustee or member, or to any other person who makes a written request and pays the Charity's reasonable costs, within two months

7 NOTICES

7.1 Notices under these Articles may be sent by hand, or by post or suitable electronic means or (where applicable to members generally) may be published in any suitable journal or newspaper or any newsletter distributed by the Charity

7.2 The only address at which a member is entitled to receive notices is the address shown in the register of members

7.3 Any notice given in accordance with these Articles is to be treated for all as having been received :

7.3.1 24 hours after being sent by electronic means or delivered by hand to the relevant address

7.3.2 two clear days after being sent by first class post to that address

7.3.3 three clear days after being sent by second class post or overseas post to that address

7.3.4 on the date of publication of a newspaper containing the notice

7.3.5 on being handed to the member (or, in the case of a member organisation, its authorised representative) personally or, if earlier,

7.3.6 as soon as the member acknowledges actual receipt

7.4 A technical defect in the giving of notice of which the Trustees are unaware at the time does not invalidate decisions taken at a meeting

8 AUDIT

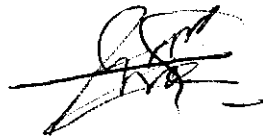
In accordance with the Act and the Charities Act 1993 once at least in every year the accounts of the organisation shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified auditor or auditors.

9. DISSOLUTION

The provision of the Memorandum relating to the dissolution of the Charity take effect as though repeated here.

Names, Residential Addresses and Signatures of Subscribers:

GEBRE-YOHANNES ASFAW
137 TRELLICK TOWER.
5 GOLBOURNE RD.
LONDON W10 5CR.



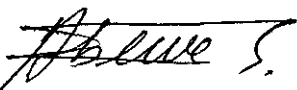
DANIEL YONATHAN
FLAT, G, 125 FINBOROUGH RD
LONDON
S.W.10 9AW



Date 20/06/01

Witness to the above signatures

Name, Address and occupation of witness



Signature of witness

ABEBE MEKONNEN
15 THE GRANGE
LISGAR TERRACE
LONDON W14 8SL
(ACCOUNTANT)