



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 6037967

The Registrar of Companies for England and Wales hereby certifies that  
**ABAPRO LIMITED**

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 29th December 2006



N0 6037967H



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —



**Companies House**

— for the record —

Electronic statement of compliance  
with requirements on application  
for registration of a company  
pursuant to section 12(3A) of the  
Companies Act 1985

Company number

6037967

Company name

ABAPRO LIMITED

I,

OSCAR CORNELIS VAN TOL

of

GEDEMPTE GRACHT 299  
DEN HAAG  
NETHERLANDS  
2512 AM

a

person named as a director of the company in the  
statement delivered to the registrar of companies  
under section 10(2) of the Companies Act 1985

make the following statement of compliance in pursuance of section  
12(3A) of the Companies Act 1985

Statement:

I hereby state 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.

Confirmation of electronic delivery of information

This statement of compliance was delivered to the registrar of companies  
electronically and authenticated in accordance with the registrar's  
direction under section 707B of the Companies Act 1985.

WARNING: The making of a false statement could result in liability to  
criminal prosecution



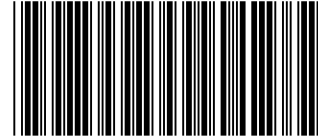
**Companies House**

— for the record —

**10(ef)**

**First directors and secretary and  
intended situation  
of registered office**

Received for filing in Electronic Format on the: **28/12/2006**



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*Company Name  
in full:*

**ABAPRO LIMITED**

*Proposed Registered  
Office:*

**80 SIDNEY STREET  
FOLKESTONE  
KENT  
UNITED KINGDOM  
CT19 6HQ**

*memorandum delivered by an agent for the subscriber(s):* **No**

***Company Secretary***

*Name*

**SIGMA SECRETARIES LIMITED**

*Address:*

**AKARA BUILDING  
24 DE CASTRO STREET  
WICKHAMES CAY 1 ROAD OWN  
TORTOLA  
VIRGIN ISLANDS (BRITISH)**

*Consented to Act:* **Y**

*Date authorised* **28/12/2006**

*Authenticated:* **Y**

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*Director 1:*

*Style/Title:* **MR**  
*Name* **OSCAR CORNELIS VAN TOL**

*Address:* **GEDEMPTE GRACHT 299**  
**DEN HAAG**  
**NETHERLANDS**  
**2512 AM**

*Nationality:* **DUTCH**  
*Business occupation:* **MANAGER**  
*Date of birth:* **02/04/1966**

*Consented to Act:* **Y** *Date authorised* **28/12/2006** *Authenticated:* **Y**

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*Authorisation*

*Authoriser Designation:* **SUBSCRIBER** *Date Authorised:* **28/12/2006** *Authenticated:* **Yes**

The Companies Act 1985 (As amended by the Companies Act 1989)

Private company limited By Shares

MEMORANDUM OF ASSOCIATION

OF

ABAPRO LIMITED

1. The Company's name is ABAPRO LIMITED
2. The Company's registered office is to 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 share capital of the Company is 1000 GBP divided into 1000 ORDINARY shares of 1 GBP each

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I, the subscriber to this Memorandum of Association wish to be formed into a Company pursuant to this Memorandum; and I agree to take the number of shares shown opposite my respective name.

Name and address of subscriber - Number of shares taken by the subscriber

PRESTWICK ENTERPRISES LTD. [100 ORDINARY]  
80 SIDNEY STREET  
FOLKESTONE  
KENT  
CT19 6HQ  
UNITED KINGDOM

28th December 2006

The Companies Act 1985

(As amended by the Companies Act 1989)

Private company limited By Shares

ARTICLES OF ASSOCIATION  
OF

ABAPRO LIMITED

1. The Company will adopt Table A (clause 64 shall not apply).

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FOLKESTONE  
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CT19 6HQ  
UNITED KINGDOM

28th December 2006