



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 6147264

The Registrar of Companies for England and Wales hereby certifies that  
PODLAB 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 8th March 2007



N0 6147264X



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

6147264

Company name

PODLAB LIMITED

I,

SIMON MOHACEK

of

6 TREATY STREET  
LONDON  
N1 0XG

a

person named as a secretary 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



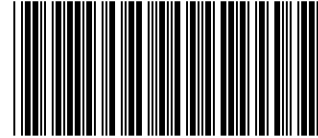
**Companies House**

— for the record —

**10(ef)**

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

Received for filing in Electronic Format on the: **08/03/2007**



X02UDNO5

*Company Name  
in full:* **PODLAB LIMITED**

*Proposed Registered  
Office:* **24 GREVILLE STREET  
LONDON  
EC1N 8SS**

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

*Company Secretary*

*Style/Title:  
Name* **MR  
SIMON MOHACEK**

*Address:* **6 TREATY STREET  
LONDON  
N1 0XG**

*Consented to Act:* **Y** *Date authorised* **08/03/2007** *Authenticated:* **Y**

*Director 1:*

*Style/Title:  
Name* **MR  
ANDREW JAMES THORNTON**

*Address:* **13 ALWYNE ROAD  
LONDON  
N1 2HH**

*Nationality:* **BRITISH**  
*Business occupation:* **DIRECTOR**  
*Date of birth:* **27/01/1972**

*Consented to Act:* **Y** *Date authorised* **08/03/2007** *Authenticated:* **Y**

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*Director 2:*

*Name* **SIMON MOHACEK**

*Address:* **6 TREATY STREET  
LONDON  
N1 0XG**

*Nationality:* **BRITISH**

*Business occupation:* **DIRECTOR**

*Date of birth:* **17/04/1984**

*Consented to Act:* **Y** *Date authorised* **08/03/2007** *Authenticated:* **Y**

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*Director 3:*

*Name* **DANIEL MOHACEK**

*Address:* **11 FLAG HOUSE  
47 BRUNSWICK COURT  
LONDON  
SE1 3LH**

*Nationality:* **BRITISH**

*Business occupation:* **DIRECTOR**

*Date of birth:* **18/05/1978**

*Consented to Act:* **Y** *Date authorised* **08/03/2007** *Authenticated:* **Y**

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*Director 4:*

*Name* **STEPHEN GIBBONS**

*Address:* **10 ALBION TERRACE  
LONDON  
E8 4ER**

*Nationality:* **BRITISH**

*Business occupation:* **DIRECTOR**

*Date of birth:* **21/11/1965**

*Consented to Act:* **Y** *Date authorised* **08/03/2007** *Authenticated:* **Y**

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*Authorisation*

*Authoriser Designation:* **SUBSCRIBER** *Date Authorised:* **08/03/2007** *Authenticated:* **Yes**

Companies Acts 1985 & 1989  
Private Company Limited by Shares  
Memorandum of Association  
of Podlab Limited

1. The name of the Company is Podlab Limited
2. The Registered office of the Company will be situated in England & Wales
3. The objects for which the Company is established are:
  - 3.1 to carry on the business of a General Commercial Company
  - 3.2 to design manufacture and deal in any materials, articles or components and to provide any services which may be required for the purposes of a business of the above description or which may be conveniently or advantageously made or supplied in connection with it
  - 3.3 to promote and to acquire all or any of the share or loan capital of any company wherever incorporated and engaging or proposing to engage in any activities or interest in which it appears likely to be advantageous to the Company; to provide administrative financial and other services and facilities for any company in which the Company is interested or for any other persons and to sell or dispose of the undertaking or any property or assets of the Company for such consideration as may be thought fit including the share or loan capital or other obligation of any body corporate'
  - 3.4 To acquire all types of property including without limitation freehold or leasehold property
  - 3.5 to borrow or raise money in any manner and to secure the same or the repayment or performance of any debt, liability, contract, guarantee or other engagement incurred or entered into by the company, and in particular by the issue of debentures secured on all or any of the Company's property (both present and future) including its uncalled capital; and to purchase, redeem or pay off any securities.
  - 3.6 to do all or any of the above things either alone or as a member of a partnership trading group or consortium and in any part of the world
  - 3.7 to do all such other things as may appear incidental or conducive to the pursuit or attainment of any of the above objects or to the exercise of any power (whether express or implied) possessed by the Company.
4. The liability of the members is limited.
5. The share capital of the Company is £ 1000000 divided into 1000000 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 specified opposite our respective names.

Name and Address	Number of shares taken	
	25	
Andrew James Thornton 13 Alwyne Road London N1 2HH		
	25	
Simon Mohacek 6 Treaty Street London N1 0XG		
	25	
Daniel Mohacek 11 Flag House 47 Brunswick Court London SE1 3LH		
	25	
Stephen Gibbons 10 Albion Terrace London E8 4ER		
Total Shares taken	100	25
Stephen Gibbons 10 Albion Terrace London E8 4ER		

Dated 08/03/2007

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Companies Acts 1985 & 1989  
Private Company Limited by Shares  
Articles of Association  
of Podlab Limited

1. Preliminary
  - 1.1 The regulations constituting Table A in the Schedule to the Companies Acts (Table A to F) Regulations 1985 (Table A) shall apply to the Company except in so far as they are excluded or varied by these Articles.
  - 1.2 Expressions defined in Regulation 1 of Table A shall where the context admits bear in these Articles the meanings so defined.
2. Share Capital
  - 2.1 The Share Capital of the Company is £ 1000000 divided into 1000000 Ordinary Shares of £ 1 each
  - 2.2 In Regulation 2 of Table A there shall be substituted for the words following "issued with" the words "or have attached to it such rights or restrictions as the Company may by special resolution determine"

3. Lien and Forfeiture

3.1 The Lien conferred by Regulation 8 of Table A shall attach to fully paid as well as partly paid shares and to all shares registered in the name (whether as sole or joint holder) of any person indebted or under liability to the Company. The registration of a transfer of a share shall operate as a waiver of any lien of the Company on that share.

3.2 In regulation 8 of Table A there shall be substituted for the words "any amount payable in respect of it" the words "all distributions and other moneys or property attributable to it", and the same words shall be substituted in Regulation 19 for the words "all dividends or other moneys payable in respect of the forfeited shares".

4. Transfer of Shares Regulation 24 of Table A shall not apply.

5. Alteration of Share Capital

5.1 In Regulation 32 of Table A there shall be inserted after the words "the resolution may" in paragraph (c) the parenthesis "(if it is a special resolution)"

5.2 In Regulation 33 of Table A the parenthesis "(including, subject to the provisions of the Act, the Company)" shall be omitted.

6. Votes of Members

6.1 In Regulation 54 of Table A there shall be inserted after the second occurrence of the words "every member" the words "present in person or by proxy"

6.2 In Regulation 61 of Table A there shall be substituted for the words following "the instrument appointing a proxy shall be in" the words "any form which enables the members to direct how their votes are to be exercised on each of the resolutions comprised in the business of the meeting for which it is to be used".

7. Number of Directors The number of directors shall not be less than one.

8. Appointment and Retirement of Directors Regulations 73 to 80 of Table A shall not apply to the Company.

9. Proceedings of Directors Regulation 94 shall not apply to the Company.

10. Dividends In Regulation 104 of Table A there shall be inserted after the words "as from a particular date" the words "or a particular event"

Name and Address

Andrew James Thornton  
13 Alwyne Road  
London  
N1 2HH

Simon Mohacek  
6 Treaty Street  
London  
N1 0XG

Daniel Mohacek  
11 Flag House  
47 Brunswick Court

London

SE1 3LH

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Stephen Gibbons  
10 Albion Terrace  
London  
E8 4ER

Dated 08/03/2007

