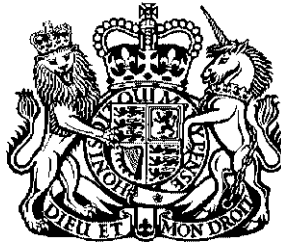


File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 07118212

The Registrar of Companies for England and Wales, hereby certifies that

SUBCO2 LTD

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in ENGLAND/WALES

Given at Companies House, Cardiff, on 7th January 2010



N071182129



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

The above information was communicated by electronic means and authenticated by the Registrar of Companies under Section 1115 of the Companies Act 2006



Companies House
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: **06/01/2010**



XZ41LGFH

*Company Name
in full:*

SUBCO2 LTD

Company Type:

Private limited by shares

*Situation of Registered
Office:*

England and Wales

*Proposed Register
Office Address:*

**LANSDOWNE HOUSE CITY FORUM
250 CITY ROAD
LONDON
ENGLAND
EC1V2PU**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Proposed Officers

Company Director ***I***

Type: **Person**

Full forename(s): **MR SIMON**

Surname: **LEWIS**

Former names:

Service Address: **44 HARVEY ROAD
CONGLETON
ENGLAND
CW12DL**

Country/State Usually Resident: **UK**

Date of Birth: **20/11/1962** *Nationality:* **UK**

Occupation: **IT CONSULTANCY**

Consented to Act: **Y** *Date authorised:* **07/01/2010** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORD	<i>Number allotted</i>	10
		<i>Aggregate nominal value</i>	10
<i>Currency</i>	GBP	<i>Amount paid</i>	0
		<i>Amount unpaid</i>	1
<i>Prescribed particulars</i>	FULL VOTING RIGHTS		

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	10
		<i>Total aggregate nominal value</i>	10

Initial Shareholdings

Name: **SIMON LEWIS**

Address: **44
HARVEY ROAD
CONGLETON
ENGLAND
CW12DL**

Class of share: **ORD**

Number of shares: **10**

Currency: **GBP**

*Nominal value of
each share:* **1**

Amount unpaid: **1**

Amount paid: **0**

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

memorandum delivered by an agent for the subscriber(s): **Yes**

Agent's Name: **COMPANIES MADE SIMPLE LTD**

Agent's Address: **145 - 157
ST. JOHN STREET
LONDON
ENGLAND
EC1V 4PY**

Authorisation

Authoriser Designation: **agent**

Authenticated: **Yes**

Agent's Name: **COMPANIES MADE SIMPLE LTD**

Agent's Address: **145 - 157
ST. JOHN STREET
LONDON
ENGLAND
EC1V 4PY**

Companies Act 2006

SCHEDULE 1 COMPANY HAVING A SHARE CAPITAL Memorandum of Association of SUBCO2 LTD

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share each.

Subscriber:

simon lewis

Authentication: Authenticated Electronically

Dated: 6 Jan 2010