File Copy

CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY

Company Number **9489342**

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

BABOOSHKA ORIGINAL 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 and Wales

Given at Companies House, Cardiff, on **13th March 2015**

N09489342Q

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

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES

Companies House

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: **13/03/2015**

X432DFT7

Company Name in full:	BABOOSHKA ORIGINAL LTD
Company Type:	**Private limited by shares**
Situation of Registered Office:	**England and Wales**
Proposed Register Office Address:	**3RD FLOOR 207 REGENT STREET** **LONDON** **ENGLAND** **W1B3HH**

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

Company Director 1

Type: **Person**

Full forename(s): **MR PHILIPPE ANDRE**

Surname: **MIRAMON**

Former names:

Service Address: **3RD FLOOR 207 REGENT STREET**
LONDON
ENGLAND
W1B3HH

Country/State Usually Resident: **FRANCE**

Date of Birth: **13/11/1950** *Nationality:* **FRENCH**

Occupation: **DIRECTOR**

Consented to Act: **Y** *Date authorised:* **13/03/2015** *Authenticated:* **YES**

Company Director 2

Type: **Corporate**

Name: **SENATOR CAPITAL LLC**

Registered or Principal Office Address:
113 BARKSDALE PROFESSIONNAL CENTRE
NEWARK DE
USA
19711

Non European Economic Area (EEA) Company

Legal Form: **LLC**

Law Governed: **STATE OF DELAWARE**

Register Location: **UNITED STATES**

Registration Number: **5362039**

Consented to Act: **Y** *Date authorised:* **13/03/2015** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	**ORD**	*Number allotted*	**1**
		Aggregate nominal value	**1**
Currency	**GBP**	*Amount paid per share*	**1**
		Amount unpaid per share	**0**

Prescribed particulars

ONE SHARE EQUALS ONE VOTE, EACH HAVING RIGHTS TO DIVIDENDS. SO LONG AS THERE ARE NO RIGHTS ATTACHED TO SHARES ON WINDING-UP ETC OR REDEMPTION RIGHTS.

Statement of Capital (Totals)

Currency	**GBP**	*Total number of shares*	**1**
		Total aggregate nominal value	**1**

Name: **SENATOR CAPITAL LLC**

Address: **113 BARKSDALE PROFESSIONNAL CENTRE**
NEWARK DE
USA
19711

Class of share:	**ORD**
Number of shares:	**1**
Currency:	**GBP**
Nominal value of each share:	**1**
Amount unpaid:	**0**
Amount paid:	**1**

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
BABOOSHKA ORIGINAL 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:

SENATOR CAPITAL LLC
Authorising Person: SENATOR CAPITAL LLC SENATOR CAPITAL LLC

Authentication: Authenticated Electronically

Dated: 13 Mar 2015