



Companies House  
— for the record —

CHFP000

BR1

U4 E20 000087

This form should be completed in black.

**Return delivered for registration of a branch of  
an overseas company**

(Pursuant to Schedule 21A, paragraph 1 of the Companies Act 1985)

Corporate name  
(See note 5) (name in parent state)  
Business name  
(if different to corporate name)

Country of Incorporation  
Identity of register  
(if applicable)

Legal form  
(See note 3)

For office use only ☐ CN FC22737 ☐ BN BP5712

Corporate Image Productions Limited ✓

Corporate Image Productions-UK ✓

Jamaica West Indies ✓

Incorporated under the companies Act as a ✓

Limited Company and registration no. 35,501 ✓

Private Company limited by shares & incorporated  
under the provisions of the Companies Act (1965) ✓

<sup>1</sup> See note 2

**PART A - COMPANY DETAILS**

<sup>1</sup>

\* State whether the company is  
a credit or financial institution

\* Is the company subject to Section 699A of the Companies Act 1985?

YES ☐

NO ☒

(1) These boxes need not be completed by companies formed in EC member states

Governing law  
(See note 4)

Jamaican Companies Act (1965)

Accounting  
requirements



A19 0473  
COMPANIES HOUSE 04/10/00  
A17 0000  
COMPANIES HOUSE 28/09/00  
COMPANIES HOUSE 19/09/00

Period for which the company is required to prepare accounts by  
parent law. from January 1 to December 31

Period allowed for the preparation and public disclosure of accounts  
for the above period N/A months

(2) This box need NOT be completed by companies from EC member states, OR where the constitutional documents of the company already show this information.

Address of principal place of  
business in home country

Objects of company

Issued share capital

Corporate Image Productions Ltd  
Suite B3, I Braemar Avenue, Kingston 10, Jam.W.I  
See Memorandum of Association attached  
\$200 Currency J\$

Company Secretary(ies)

(See note 10)

Name

\* Voluntary details

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

\* Style / Title Director/Secretary  
Forenames Carolea Althea  
Surname Lewis-Campbell  
\* Honours etc. -  
Previous Forenames As above  
Previous surname Lewis  
96 Coleyville Avenue,  
Washington Gardens  
Post town Kingston 20  
County / Region Jamaica  
Postcode Country Jamaica W.I

Company Secretary(ies)

(See note 10)

Name

\* Voluntary details

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

\* Style / Title  
Forenames  
Surname  
\* Honours etc.  
Previous Forenames  
Previous surname  
Post town  
County / Region  
Postcode Country

(You may photocopy this page if required)

**Directors**

(See note 10)

**Name**\* Style / Title Managing DirectorForenames Lois EleanorSurname Grant\* Honours etc. -Previous Forenames as abovePrevious surname LewisApartment #6Centrestrip, Central AcadiaPost town Kingston 8County / Region Jamaica W.IPostcode P.O Box 430, Kgn 8 Country Jamaica WI

| Day |   | Month |   | Year |   |
|-----|---|-------|---|------|---|
| 2   | 0 | 0     | 5 | 1    | 9 |
|     |   |       |   | 5    | 5 |

Nationality JamaicanBusiness Occupation Communications ConsultantOther Directorships CI Investments (Jamaica),  
21st Century Productions (Ja)**SCOPE OF AUTHORITY**

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

The extent of the authority to represent the company is :- (give details)

Full powers as allowed by the Articles ofAssociation (copy attached)

These powers :-

# ☒ May be exercised alone

OR

# ☐ Must be exercised with :-  
(Give name(s) of co-authorised person(s))

# Mark box(es) as appropriate

(You may photocopy this page as required)

## Directors

(See note 10)

### Name

\* Voluntary details

### Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

### SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.)

Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as appropriate

(You may photocopy this page as required)

\* Style / Title Director/Secretary

Forenames Carolea Althea

Surname Lewis-Campbell

\* Honours etc. -

Previous Forenames as above

Previous surname Lewis

96 Coleyville Avenue

Washington Gardens

Post town Kingston 20

County / Region Jamaica WI

Postcode \_\_\_\_\_ Country Jamaica WI

| Day           |    | Month |   | Year |     |
|---------------|----|-------|---|------|-----|
| Date of Birth | 28 | 12    | 1 | 9    | 6 2 |

Nationality Jamaican

Business Occupation Hotel Manager

Other Directorships CI Investments (Ja)

The extent of the authority to represent the company is :- (give details)

Restricted powers as outlined in articles of  
association attached

These powers :-

# ☐ May be exercised alone

OR

# ☒ Must be exercised with :- Managing Director, Lois Grant  
(Give name(s) of co-authorised person(s))

**Persons authorised to represent the company or accept service of process**

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch.  
Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf.

\* Delete as appropriate

**SCOPE OF AUTHORITY**

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.)  
Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as appropriate

(You may photocopy this page as required)

\* Style / Title Manager - Special Projects/Events

Forenames Beverly

Surname Taylor

Address 41 St Christopher Close

Sandwell Valley, West Bromwich

Post town B 70 6TY - West Bromwich

County / Region West Midlands Postcode B70-6TY

Is # ☐ Authorised to accept service of process on the company's behalf

\* AND/OR

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

Limited powers as outlined in the  
articles of association.

These powers :-

# ☐ May be exercised alone

OR

# ☒ Must be exercised with :-

(Give name(s) of co-authorised person(s))

in consultation with Lois Grant or

Howard Lewis - Manager of the Tamarcan  
office.

**Address of branch**

(See note 11)

|                       |                |
|-----------------------|----------------|
| Address _____         |                |
| Post town _____       |                |
| County / Region _____ | Postcode _____ |

**Branch Details**

(See note 12)

|                                     | Day                  | Month                | Year                 |
|-------------------------------------|----------------------|----------------------|----------------------|
| Date branch opened                  | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| Business carried on at branch _____ |                      |                      |                      |
| _____                               |                      |                      |                      |
| _____                               |                      |                      |                      |

**SIGNATURE**

|  |
|--|
| <b>Signed</b> _____<br>(* Director / Secretary / Permanent representative) |
| <b>Date</b> _____  |
| This form contains ..... continuation sheets.                              |

To whom should Companies House  
direct any enquiries about the  
information on this form?

|                 |                 |
|-----------------|-----------------|
| Name _____      |                 |
| Address _____   |                 |
| _____           |                 |
| Postcode _____  |                 |
| Telephone _____ | Extension _____ |

When completed, this form together with any enclosures should be delivered to the Registrar of Companies at

For branches established in England and Wales

For branches established in Scotland

**Companies House**  
**Crown Way**  
**Cardiff**  
**CF4 3UZ**

**Companies House**  
**37 Castle Terrace**  
**Edinburgh**  
**EH1 2EB**

## Constitution of company

(See notes 6 to 9)

# Mark box(es)  
as applicable

(See note 9)

- # ☒ A certified copy of the instrument constituting or defining the constitution of the company  
AND  
☐ \* A certified translation  
\* is / are delivered for registration

\* Delete as applicable

AND/OR

A certified copy of the constitutional documents and latest accounts of the company, together with a certified translation of them if they are not in the English language, must accompany this form.

- # ☒ A copy of the latest accounts of the company  
AND  
☐ \* A certified translation  
\* is / are delivered for registration

AND/OR

The company may rely on constitutional and accounting documents previously filed in respect of another branch registered in the United Kingdom.

- # ☐ The Constitutional documents (\* and certified translations)  
AND / OR  
☐ The latest accounts (\* and certified translations)

of the company were previously delivered on the registration of the branch of the company at :-

Cardiff ☐ Edinburgh ☐ Belfast ☐

Registration no.

AND/OR

The company may rely on particulars about the company previously filed in respect of another branch in that part of Great Britain, provided that any alterations have been notified to the Registrar.

- ☐ the particulars about the company were previously delivered in respect of a branch of the company registered at THIS registry.

Registration no.

AND/OR

The company may also rely on constitutional documents and particulars about the company officers previously filed in respect of a former Place of Business of that company, provided that any alterations have been notified to the Registrar.

- ☐ The Constitutional documents (\* and certified translation)  
AND / OR  
☐ Particulars of the current directors and secretary(s)

were previously delivered in respect of a place of business of the company registered at THIS registry.

Registration no.

NOTE :- In all cases, the registration number of the branch or place of business relied upon must be given.

## PART B - BRANCH DETAILS

### Persons authorised to represent the company or accept service of process

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch.

Give details also of all persons resident in Great Britain, who are authorised to accept service of process on the company's behalf.

\* Delete as appropriate

#### SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as appropriate

\* Style / Title Manager

Forenames Lois Eleanor

Surname Grant

Address 77 Summit Place

Lower Gornal Wood

Post town Dudley

County / Region Dudley Postcode DY3 2TQ

Is # ☒ Authorised to accept service of process on the company's behalf

\* AND/OR

Is # ☐ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

Full powers as outlined in the original

articles of association

These powers :-

# ☒ May be exercised alone

OR

# ☐ Must be exercised with :-

(Give name(s) of co-authorised person(s))



**Persons authorised to represent the company or accept service of process**

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch.

Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf.

\* Delete as appropriate

**SCOPE OF AUTHORITY**

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.)  
Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as appropriate

(You may photocopy this page as required)

\* Style / Title Director

Forenames Kala Nneka

Surname Grant

Address 77 Summit Place

Lower Gornal Wood

Post town Dudley

County / Region Dudley Postcode DY3 2TQ

Is # ☐ Authorised to accept service of process on the company's behalf

\* AND/OR

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

Limited powers as outlined in the articles of association

These powers :-

# ☐ May be exercised alone

OR

# ☒ Must be exercised with :- Lois Grant, Manager/Owner  
(Give name(s) of co-authorised person(s))

**Address of branch**

(See note 11)

Address 77 Summit PlaceLower Gornal WoodPost town DudleyCounty / Region Dudley Postcode DY3 2TQ**Branch Details**

(See note 12)

Day Month Year

Date branch opened

|   |   |   |   |   |   |   |   |   |
|---|---|---|---|---|---|---|---|---|
| 0 | 1 | 1 | 0 | 8 | 2 | 0 | 0 | 0 |
|---|---|---|---|---|---|---|---|---|

Business carried on at branch As outlined in the  
memorandum of Association attached ie.entertainment promoters, advertisers, public  
relations contractors & agents.**SIGNATURE**

Signed



(\* Director / Secretary / Permanent representative)

Date

23 / 8 / 00

This form contains ..... continuation sheets.

To whom should Companies House  
direct any enquiries about the  
information on this form?Name Lois GrantAddress 77 Summit Place, Lower Gornal Wood  
DudleyPostcode DY3 2TQTelephone 01384-349-142Extension -

When completed, this form together with any enclosures should be delivered to the Registrar of Companies at

For branches established in England and Wales

For branches established in Scotland

**Companies House**  
**Crown Way**  
**Cardiff**  
**CF4 3UZ****Companies House**  
**37 Castle Terrace**  
**Edinburgh**  
**EH1 2EB**

**CERTIFICATE OF THE INCORPORATION OF A COMPANY**



**I hereby Certify that**

**CORPORATE IMAGE PRODUCTIONS LIMITED**

**was Incorporated under the**

**Companies Act, as a Limited Company**

**on the FOURTEENTH day of AUGUST**

**One thousand nine hundred and Eighty-nine.**

**Given under my hand at Kingston this TWENTY-EIGHTH day of**

**AUGUST One thousand nine hundred and Eighty-nine.**

**/s/ G. E. EDWARDS**

**For Registrar of Companies**

**For Registrar of Companies**

**No. of Company 35,501  
Certified to be a true copy  
of Certificate of Incorporation  
August 17, 2000.**



THE COMPANIES ACT

MEMORANDUM OF ASSOCIATION  
OF  
CORPORATE IMAGE PRODUCTIONS LIMITED

NAME:

1. The name of the Company is Corporate Image Productions Limited.
2. The Registered Office of the Company will be situate in Jamaica.

OBJECTS:

3. The objects for which the Company is established are:-

- A.(i) To carry on the business of advertising and publicity agents and contractors, press agents, press cutting agents, bill posters, advertising consultants, display specialists and contractors and generally to undertake and execute agencies and commissions of all kinds.
- (ii) To carry on the business of advertising and public relations contractors and agents to acquire and dispose of advertising time, space or opportunities in any media, to undertake advertising and promotional campaigns of every nature to acquire and provide promotional requisites of every kind and description and to carry on any other business which may be usefully carried on in connection with such business, and to acquire and undertake the whole or part of any business as such contractors or agents or any other business which may be usefully carried on in connection therewith.
- (iii) To carry on all or any of the businesses or entertainment promoters, sports promoters, articles' managers and artistes' personal representatives in all of any spheres of entertainment and sports.
- (iv) To acquire copyrights of production or presentation licences and privileges or any sort likely to be conducive to the objects of the company.

- B. (i) To acquire whether by purchase lease exchange or otherwise howsoever office, farming, industrial and/or domestic premises and accommodation for the purpose of leasing the same or making the same available to any person firm or company.
- (ii) To acquire whether by purchase hire exchange or otherwise howsoever furniture and equipment of all kinds for the purpose of hiring the same or otherwise making the same available for use by any person firm or company.
- (iii) To engage and hire professional clerical manual and other staff and workers and to enter into agreements with such staff and workers with a view to allocating their services to any person firm or company.
- (iv) To provide or procure the provision by others of every and any service need want or requirement of any business nature required by any person firm or company in or in connection with any business carried on by them.

OTHER  
BUSINESS

- C. To carry on any other business which may seem to the Company capable of being conveniently carried on in connection with its business or indirectly to enhance the value of or render profitable any of the Company's property or right.

ACQUISITION  
OF OTHER  
BUSINESS  
PROPERTY ETC.

- D. (i) To acquire and undertake the whole or any part of the business, property and liabilities of any person or Company is authorised to carry on;
- (ii) To apply for purchase or otherwise acquire any patents, patent rights, copyrights, Trade Marks, formulas, licences, concessions and the like conferring any exclusive or nonexclusive or limited right to use or any secret or other information as to any invention which

may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop or grant licences in respect of or otherwise turn to account, the property, rights or information so acquired.

- (iii) To take or otherwise acquire and hold shares, debentures, or other securities of any other Company.
- (iv) To purchase, take on lease or in exchange, hire and otherwise acquire any real and personal property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business and in particular any land, buildings, easement, machinery, plant and stock in trade.
- (v) To construct, improve, maintain, develop, work, manage, carry out, or control any buildings, works, factories, mills, roads, ways, warehouse, shops, stores, and other works and conveniences which may seem calculated directly or indirectly to advance the Company's interests; and to contribute or subsidise or otherwise assist to take part in the construction, maintenance development, working management, carrying out or control thereof;
- (vi) To issue and allot fully or partly paid shares in the capital of the Capital in payment or part payment of any real or personal property purchased or otherwise acquired by the Company or any service rendered to the Company.

AMALGAMATION: E.

To amalgamate or enter into partnership or into any arrangement for sharing of profits, union or interests, co-operation, joint adventure, reciprocal concession, or otherwise with any person or Company carrying on or engaged in any business or transaction which the Company is authorised to carry on or engage in or any business

INVESTMENT:

- F. (i) To invest and deal with the money of the Company not immediately required in such manner as may from time to time be thought fit.
- (ii) To lend and advance money or give credit to any person or Company; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or Company to secure or undertake in any way the repayment of money lent or advanced to or the liabilities incurred by any person or Company; and otherwise to assist any person or Company.
- (iii) To take or hold mortgage loans and charges to secure payment of the purchase price or any unpaid balance of the purchase price of any part of the Company's property of whatsoever kind sold by the Company or any money due to the Company from purchasers and others.

BORROWING:

- G. (i) To borrow or raise or secure the payment of money in such manner as the Company may think fit and to secure the same or the repayment or performance of any debt liability contract guarantees or other engagement incurred or to be entered into by the Company in any way and in particular by the issue of debentures perpetual or otherwise, charged upon all or any of the Company's property (both present and future) including its uncalled capital and to purchase redeem or pay off any such securities;
- (ii) To remunerate any person or Company for services rendered in placing or assisting to place or guaranteeing the placing of any of the shares in the Company's capital or any debentures or other securities of the Company, or in or about the organisation, formation or promotion of the Company or the conduct of its business;

- (iii) to draw, make, accept, endorsed, discount, execute and issue, promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.

SALE:

- H. (i) To sell or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, debentures or securities of any other Company having object altogether or in part similar to those of the Company;
- (ii) To sell, improve, manage, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Company;
- (iii) To manage, improve, farm, cultivate, maintain, lease, underlet, exchange, sell or otherwise deal and dispose of all or any of the lands and buildings or other real property of the Company, not required for the purposes of the Company;
- (iv) To sell any patent rights or privileges belonging to the Company or which may be acquired by it or any interest in the same and to grant licence for the use and practices of the same of any of them, and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the Company may be interested and to do all such acts and things as may be deemed expedient for turning to account any invention patents and privileges in which the Company may be interested.
- (v) To appropriate any part or parts of the property of the Company for the purpose of, and to build let or sell, shops, offices and other places of business.
- (vi) To let such part of the property of the Company as may not immediately be required for principal business of the Company.



- I. To apply for, secure, acquire by grant legislative enactment, assignment, transfer, purchase of otherwise and to exercise, carry out and enjoy any charter licences, power, authority or any Corporation or other public Body may be empowered to grant; and to pay for, aid in and contribute towards carrying the same into effect, and to appropriate any of the Company's shares, debentures, or other securities and assets to defray the necessary costs, charges and expenses thereof.
- J. To adopt such means of making known advertising the business and products of the Company as may seem expedient.
- K. To distribute any of the property of the Company among the members in kind or otherwise but so that no distribution amounting to a reduction of capital shall be made without the sanction required by law.
- L. To do all such other things as are incidental or conducive to the attainment for the objects and the exercise of the powers of the Company.

It is hereby expressly declared that such sub-clause of this clause shall be construed independently of the other sub-clause hereof, and that none of the objects mentioned in any other sub-clause shall be deemed to be merely subsidiary to the objects mentioned in any other sub-clause.

4. The liability of the members is limited.

The Share Capital of the Company is \$200,00 divided into 200 Ordinary Shares of \$1.00 each.

*See p. 1*  
*CR*

We the several persons whose names, addresses and description are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Company set opposite our respective names.

| NAMES | ADDRESS & DESCRIPTION<br>OF SUBSCRIBER | NUMBER OF SHARES<br>TAKEN BY EACH<br>SUBSCRIBER |
|-------|--|---|
|-------|--|---|

|  |   |     |
|--|---|-----|
| LOIS ELEANOR GRANT<br><i>L. E. Grant</i> | APT. #6 CENTRE STRIP<br>CENTRAL ACADIA<br>KINGSTON 8<br>ST. ANDREW, PUBLIC RELATIONS CONSULTANT | 199 |
|--|---|-----|

|                                       |   |   |
|---------------------------------------|---|---|
| CAROLEA ALTHEA LEWIS<br><i>Althea</i> | 96 COLEYVILLE AVENUE<br>KINGSTON 20, PUBLIC RELATIONS OFFICER | 1 |
|---------------------------------------|---|---|

DATED THE 3<sup>rd</sup> DAY OF May 1989

WITNESS TO THE ABOVE SIGNATURES:

.....*Jennifer M. Smith*.....

NAMES

ADDRESS & DESCRIPTION  
OF SUBSCRIBER

NUMBER OF SHARES  
TAKEN BY EACH  
SUBSCRIBER

LOIS ELEANOR GRANT

*L. Grant*

APT. #6 CENTRE STRIP

CENTRAL ACADIA

KINGSTON 8

ST. ANDREW, PUBLIC RELATIONS CONSULTANT

199

CAROLEA ALTHEA LEWIS

*Althea*

96 COLEYVILLE AVENUE

KINGSTON 20, PUBLIC RELATIONS OFFICER

1

DATED THE *3<sup>rd</sup>* DAY OF

*May*

1989

WITNESS TO THE ABOVE SIGNATURES:

*Jennifer M. Smith*

*c/o 66 Slife Road*

ADDRESS

*Kingston 5*

JENNIFER

JUSTICE

846 1

I certify the foregoing to be a true copy of  
the original deposited with the  
REGISTRAR on 14<sup>th</sup> day of August 1989

[Signature]  
REGISTRAR OF COMPANIES JAMAICA

Dated this 17<sup>th</sup> day of August 2000

## CORPORATE IMAGE PRODUCTIONS LIMITED

A Company limited by Shares and incorporated  
under the provisions of the Companies Act.

1. The Regulations contained in Parts 11 of Table A in the First Schedule to the Companies Act shall apply to this Company except in so far as they are hereinafter excluded or modified.

MODIFICATIONS

In Clause 1 of Table A between the words "regulations" and "the Act" the words "and in any articles adopting the same" shall be inserted.

PROCEEDINGS AT GENERAL MEETINGS

2. (a) In Clause 53 of Table A the words "two" shall be substituted for the word "three".
- (b) In Clause 54 the words "meeting shall stand dissolved" shall be substituted for "members present shall be a quorum".
- (c) In sub-clause (b) of Clause 58 of Table A the words "and member" shall be substituted for the words "at least three members" and sub-clause (c) and (d) shall not apply.
- (d) The following clause shall be added after clause 61 of Table A:

Any ordinary resolution of the Company determined on without any General Meeting and evidenced by writing under the hands of all the directors or a sole director and of members of the Company holding three-fourths of the issued shares of the Company shall be as valid and effectual as any ordinary resolution duly passed at a General Meeting of the Company duly convened and held.

DIRECTORS

3. The proviso to Clause 79 of Table A shall not apply.
4. Clause 75 shall not apply and the following shall be substituted:-

"Until otherwise determined the number of directors shall not be less than two (2) nor more than ten (10) and the following shall be the first directors: LOIS ELEANOR GRANT &  
CAROLEA ALTHEA LEWIS

POINTS AND DUTIES OF DIRECTORS

5. In Clause 80 of Table A the words "and the exercise of such power shall be subject also the control and regulations of any general meeting of the Company specially convened for the purpose" shall be substituted for the words from "subject nevertheless" to "prescribed by the company in General Meeting" inclusive.

PROCEEDINGS OF DIRECTORS

6. A Resolution determined on without any meeting of Directors and evidenced by writing under the hands of all the Directors, or of all the Members of a Committee, or of a sole Member of a Committee shall be as valid and effectual as a Resolution duly passed at a Meeting of the Director or of such Committee duly convened and held.
7. Clause 113 of Table A shall not apply.
8. Subject to the provisions of the Act, a Resolution in writing signed by all the members for the time being entitled to receive notice of and to attend and vote at any General Meeting (or being corporations by the duly authorised representatives) shall be as valid and effective as if the same had been passed at a General Meeting duly convened and held.

NAMES

ADDRESS & DESCRIPTION  
OF SUBSCRIBER

NUMBER OF SHARES  
TAKEN BY EACH  
SUBSCRIBER

LOIS ELEANOR GRANT

*L. Grant*

APT. #6 CENTRE STRIP  
CENTRAL ACADIA  
KINGSTON 8  
ST. ANDREW, PUBLIC RELATIONS CONSULTANT

199

CAROLEA ALTHEA LEWIS

*C. Lewis*

96 COLEYVILLE AVENUE  
KINGSTON 20  
PUBLIC RELATIONS CONSULTANT

1

DATED THE 3<sup>rd</sup> DAY OF

*May*

1989

WITNESS TO THE ABOVE SIGNATURES:

..... *Transfer Mr. Smith* .....

..... *46 St. Peter Road* .....

ADDRESS

*Kingston 5*

I certify the foregoing to be a true copy of  
the original deposited with the

REGISTRAR on 14<sup>th</sup> day of August 1989

REGISTRAR OF COMPANIES JAMAICA

Dated this 14<sup>th</sup> day of August 2000





**CERTIFICATE OF REGISTRATION  
OF AN OVERSEA COMPANY**

(Establishment of a branch)

Company No. FC022737

Branch No. BR005712

The Registrar of Companies for England and Wales hereby certifies that

**CORPORATE IMAGE PRODUCTIONS LIMITED**

has this day been registered under Schedule 21A to the Companies Act 1985 as having established a branch in England and Wales

Given at Companies House, Cardiff, the 9th October 2000

A. E. FLETCHER

For The Registrar Of Companies



**C O M P A N I E S   H O U S E**