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BR1

CHWP000

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

FC029141

BN

BR010580

A&H Asset Auctions Inc

Asset Auctions

Canada - Information & Certification Unit, 9th Floor, Jean Edmonds

Tower South, 365 Laurier Ave West, Ottawa, Ontario, K1A 0C8

Private Limited Company limited and registration no. 648220-1

by shares - Canadian Controlled Private Corporation - CCPC

¹ See note 2

PART A - COMPANY DETAILS

* 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)

Canadian Business Corporations Act (CBCA)

Accounting
requirements

Period for which the company is required to prepare accounts by
parent law. from NO REQUIREMENT to _____

Period allowed for the preparation and public disclosure of accounts
for the above period _____ months

(10/03)

FRIDAY



AL1Y3C09

A08

31/07/2009

75

COMPANIES HOUSE

(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

1310 Dundas Street East, Suite 220, Mississauga, Ontario,

Canada L4Y 2C1

Objects of company

Jewellery auction

Issued share capital

\$100 divided into 100 shares of \$1 each Currency Canadian dollars

Company Secretary(ies)

(See note 10)

Name

* Style / Title

Forenames

Surname

* Honours etc.

Previous Forenames

Previous surname

Post town

County / Region

Postcode

Country

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

☐

Address ††

Company Secretary(ies)

(See note 10)

Name

* Style / Title

Forenames

Surname

* Honours etc.

Previous Forenames

Previous surname

Post town

County / Region

Postcode

Country

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

☐

Address ††

(You may photocopy this page if required)

Directors

(See note 10)

Name

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address

☐

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	Mr												
Forenames	Ayaz												
Surname	Husain												
* Honours etc.	N/A												
Previous Forenames	N/A												
Previous surname	N/A												
551 The West Mall #1102													
Post town Etobicoke													
County / Region Ontario													
Postcode	M9C 4X6												
Country	Canada												
Date of Birth	<table border="1"><thead><tr><th>Day</th><th>Month</th><th>Year</th></tr></thead><tbody><tr><td>0</td><td>9</td><td>1</td></tr><tr><td>1</td><td>2</td><td>1</td></tr><tr><td>9</td><td>4</td><td>1</td></tr></tbody></table>	Day	Month	Year	0	9	1	1	2	1	9	4	1
Day	Month	Year											
0	9	1											
1	2	1											
9	4	1											
Nationality	Canadian												
Business Occupation	President												
Other Directorships	None												
The extent of the authority to represent the company is :- (give details)													
Full powers to represent the company.													
These powers :-													
#	<input checked="" type="checkbox"/> May be exercised alone												
OR													
#	<input type="checkbox"/> Must be exercised with :-												
(Give name(s) of co-authorised person(s))													

Directors

(See note 10)

Name

* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address

☐

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 _____

Forenames _____

Surname _____

* Honours etc. _____

Previous Forenames _____

Previous surname _____

Post town _____

County / Region _____

Postcode _____ Country _____

Date of Birth	Day	Month	Year

Nationality _____

Business Occupation _____

Other Directorships _____

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

These powers :-

☐ May be exercised alone

OR

☐ Must be exercised with :-

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

Constitution of company

to 9)

(See notes 6

Mark box(es)
as applicable

* 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

#

☒

A certified copy of the instrument constituting or defining the constitution of the company

AND

☐

* A certified translation

* is / are delivered for registration

#

☐

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(ies)

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

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 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

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

☐

* Style / Title Mr
Forenames Jayanti
Surname Mistry
Address †† 4 Cherndon Close

Post town Luton

County / Region Bedfordshire LU3 4DU Postcode

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)

Authority to represent the company in relation to the operation of the
UK branch business. Binding decisions can be made on behalf of the
company with written authorisation from the Director specific to each
case. There is not banking authority for this individual.

These powers :-

☐ May be exercised alone

OR

☒ Must be exercised with :-

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

Powers to be exercised regarding the day to day operation of the UK
branch business but only after written authorisation from the Director
specific to each case. There is no banking authority for this individual.

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

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

☐

* Style / Title _____

Forenames _____

Surname _____

Address †† _____

Post town _____

County / Region _____

Postcode _____

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)

These powers :-

☐ May be exercised alone

OR

☐ Must be exercised with :-

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

(You may photocopy this page as required)

Address of branch

(See note 11)

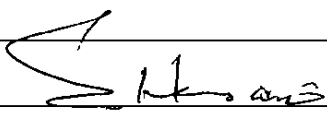
Address <u>Suite D, 3rd floor,</u>	
<u>32-34 Greville Street</u>	
Post town <u>London</u>	
County / Region _____	Postcode <u>EC1N 8TB</u>

Branch Details

(See note 12)

	Day	Month	Year
Date branch opened	<u>0</u> <u>9</u>	<u>0</u> <u>3</u>	<u>2</u> <u>0</u> <u>0</u> <u>9</u>
Business carried on at branch <u>Administration relating to auctions to the</u>			
<u>public.</u>			

SIGNATURE

Signed	
(* Director / Secretary / Permanent representative)	
Date	<u>01/07/2009</u>
This form contains continuation sheets.	

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Name	<u>Wingrave Yeats</u>
Address	<u>65 Duke Street</u>
	<u>London</u>
	Postcode <u>W1K 5AJ</u>
Telephone	<u>020 3495 2244</u>
	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
CF14 3UZ

DX 33050 Cardiff

Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

DX 235 Edinburgh
or LP - 4 Edinburgh 2

ORIGINAL



Industry Canada

Industrie Canada

**Certificate
of Incorporation**

**Canada Business
Corporations Act**

**Certificat
de constitution**

**Loi canadienne sur
les sociétés par actions**

A&H ASSET AUCTIONS INC.

648220-1

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation, the articles of incorporation of which are attached, was incorporated under the *Canada Business Corporations Act*.

Je certifie que la société susmentionnée, dont les statuts constitutifs sont joints, a été constituée en société en vertu de la *Loi canadienne sur les sociétés par actions*.

Richard G. Shaw
Director - Directeur

November 23, 2005 / le 23 novembre 2005

Date of Incorporation - Date de constitution

Canada

True photostatic copy

GORDHAN AMBWANI
Barrister, Solicitor, and Notary Public
7700 Hurontario Street, Suite 404
Brampton, ON L6Y 4M3
Tel (905) 459-6270 Fax (905) 459-5971

July 2 / 2009

Information Regarding the Registered Office and the Board of Directors
Information concernant le siège social et le conseil d'administration

(To be filed with Articles of Incorporation, Amalgamation and Continuance)
(À être utilisé pour une nouvelle constitution en société par actions, une fusion ou une prorogation)
(Sections 19, 106 and 113(1) of the CBCA - articles 19 et 106 et paragraphe 113(1) de la LCSA)

Processing Type - Mode de traitement: E-Commerce/Commerce-É

1	Corporation name - Dénomination sociale de la société A&H ASSET AUCTIONS INC.	Corporation No. - N° de la société 648220-1
----------	---	---

2	Address of registered office (must be a street address): Adresse du siège social (doit être une adresse municipale):			
Attention Of - À l'attention de				
Number and Street Name - Numéro et nom de la rue 1310 DUNDAS ST. E. SUITE 220		City - Ville MISSISSAUGA	Prov./Terr. ON	Postal Code - Code Postal L4Y 2C1

3	Mailing address (if different from the registered office): Adresse postale (si elle est différente de l'adresse du siège social):			
Attention Of - À l'attention de				
Number and Street Name - Numéro et nom de la rue 1310 DUNDAS ST. E. SUITE 220		City - Ville MISSISSAUGA	Prov./Terr. ON	Postal Code - Code Postal L4Y 2C1

4	Members of the board of directors: Membres du conseil d'administration:		
Name - Nom		Residential Address - Adresse domiciliaire	Canadian Resident (Y/N) Résident canadien (O/N)
AYAZ HUSAIN		716 THE WEST MALL # 1601, ETOBICOKE, ON, Canada, M9C 4X6	Y

5	Declaration - Déclaration: I hereby certify that I have the relevant knowledge of the corporation, and that I am authorized to sign and submit this form. J'atteste par la présente que je possède une connaissance suffisante de la société et que je suis autorisé à signer et à soumettre le présent formulaire.
----------	--

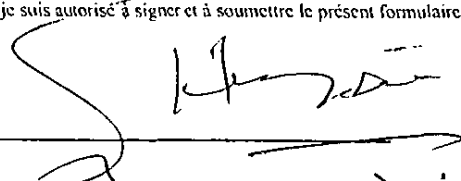
Print Name - Nom en lettres moulées

AYAZ HUSAIN

Telephone number - Numéro de téléphone

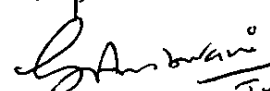
(416)528-6255

Signature



Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Nota: Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5000 \$ ou d'un emprisonnement maximal de six mois, ou de ces deux peines (paragraphe 250(1) de la LCSA).

True photostat copy.

July 21, 2009
GORDHAN AMBWANI
Barrister, Solicitor, and Notary Public
7700 Hurontario Street, Suite 404
Brampton, ON L6Y 4M3
Tel (905) 459-6270 Fax (905) 459-5971

Canada



Industry Canada Industrie Canada

Canada Business Loi canadienne sur les
Corporations Act sociétés par actions

ELECTRONIC TRANSACTION RAPPORT DE LA TRANSACTION
REPORT ÉLECTRONIQUE

ARTICLES OF
INCORPORATION
(SECTION 6)

STATUTS CONSTITUTIFS
(ARTICLE 6)

Processing Type - Mode de Traitement: E-Commerce/Commerce-É

1. Name of Corporation - Dénomination de la société
A&H ASSET AUCTIONS INC.

2. The province or territory in Canada where the registered office is to be situated -
La province ou le territoire au Canada où se situera le siège social
ON

3. The classes and any maximum number of shares that the corporation is authorized to issue -
Catégories et le nombre maximal d'actions que la société est autorisée à émettre
The annexed Schedule 1 is incorporated in this form.
L'annexe 1 ci-jointe fait partie intégrante de la présente formule.

4. Restrictions, if any, on share transfers - Restrictions sur le transfert des actions, s'il y a lieu
The annexed Schedule 2 is incorporated in this form.
L'annexe 2 ci-jointe fait partie intégrante de la présente formule.

5. Number (or minimum and maximum number) of directors - Nombre (ou nombre minimal et maximal) d'administrateurs
Minimum: 1 Maximum: 5

6. Restrictions, if any, on business the corporation may carry on -
Limites imposées à l'activité commerciale de la société, s'il y a lieu
The annexed Schedule 3 is incorporated in this form.
L'annexe 3 ci-jointe fait partie intégrante de la présente formule.

7. Other provisions, if any - Autres dispositions, s'il y a lieu
The annexed Schedule 4 is incorporated in this form.
L'annexe 4 ci-jointe fait partie intégrante de la présente formule.

8. Incorporators - Fondateurs

Name(s) - Nom(s)	Address (including postal code) - Adresse (inclure le code postal)	Signature
AYAZ HUSAIN	716 THE WEST MALL # 1601, ETOBICOKE, ONTARIO, CANADA, M9C 4X6	AYAZ HUSAIN

Canada

True photostat copy

Gordhan Ambwani

GORDHAN AMBWANI July 2/2009
Barrister, Solicitor, and Notary Public
7700 Hurontario Street, Suite 404
Brampton, ON L6Y 4M3
Tel (905) 459-6270 Fax (905) 459-5971

SCHEDULE / ANNEXE 1

ONE CLASS OF SHARES:

The corporation is authorized to issue an unlimited number of shares of one class.

True photostat copy

G. Ambwani
July 2/2009

GORDHAN AMBWANI
Barrister, Solicitor, and Notary Public
7700 Hurontario Street, Suite 404
Brampton, ON L6Y 4M3
Tel (905) 459-6270 Fax (905) 459-5971

SCHEDULE / ANNEXE 2

None

True photostatic copy.

G. Ambwani

July 21/2009

GORDHAN AMBWANI
Barrister, Solicitor, and Notary Public
7700 Hurontario Street, Suite 404
Brampton, ON L6Y 4M3
Tel (905) 459-6270 Fax (905) 459-5971

SCHEDULE / ANNEXE 3

None

True photostat copy.

G. Ambwani

July 2/2009

GORDHAN AMBWANI
Barrister, Solicitor, and Notary Public
7700 Hurontario Street, Suite 404
Brampton, ON L6Y 4M3
Tel (905) 459-6270 Fax (905) 459-5971

SCHEDULE / ANNEXE 4

None

True photostatic copy.
G. Ambwani
July 2/2009

GORDHAN AMBWANI
Barrister, Solicitor, and Notary Public
7700 Hurontario Street, Suite 404
Brampton, ON L6Y 4M3
Tel (905) 459-6270 Fax (905) 459-5971



FILE COPY

CERTIFICATE OF REGISTRATION

OF AN OVERSEA COMPANY

(Establishment of a branch)

Company No. FC029141

Branch No. BR010580

The Registrar of Companies for England and Wales hereby certifies that

A&H ASSET AUCTIONS INC.

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

Given at Companies House on **3rd August 2009**.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES