THE COMPANIES (JERSEY) LAWS 1861 - 1968

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

- of -

ANRIKA HOLDINGS LIMITED

A. The name of the Company is Anrika Holdings Limited.

B. The Registered Office of the Company will be situated in Jersey.

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

1. To carry on the business of investors, investment consultants and managers, owners of properties and securities of all kinds and to purchase or otherwise acquire, hold, sell, deal in, manage, exchange, mortgage, charge, lease, dispose of or grant any right or interest in, over or upon any real or personal property of any kind whatsoever including contingent and reversionary rights in any property and to subscribe for, purchase, or otherwise acquire and take, hold, sell, underwrite and otherwise deal in the stocks, bonds, shares, debentures, debenture stocks and securities of all kinds of any British Dominion, Colonial or foreign Government, municipality, authority, corporation or company whether public or private.

2. To erect and construct houses, buildings or works of every description on any land of the Company or on any other lands or property in any part of the World, and to pull down, rebuild, enlarge, alter and improve existing houses, buildings or works thereon, to convert and appropriate any such lands into roads, streets, squares, gardens and pleasure gardens and other conveniences and generally to deal with and improve the property of the Company.

3. To carry on business as land proprietors, farmers, livestock agents, breeders, importers of and dealers in fertilizers, manures and animal feeding stuffs of every description.

4. To undertake or direct the management of the property buildings, lands, estates of any tenure or kind of any

persons whether Members of the Company or not and to purchase and sell for any person, freehold or other house, property, buildings, lands or any share or interest therein and to transact on commission or otherwise the general business of estate agents and managers.

5. To undertake and carry on the office, business, duties, obligations and functions of liquidators and receivers for any person, company, corporation, association or other body corporate or politic.

6. To carry on business as Government, commercial and general exporting, importing, purchasing and selling agents and representatives and as merchants, stockists, assemblers, warehouse and storage agents and proprietors shipping and forwarding agents and dealers in all kinds of engineering and manufactured articles and chemical and natural products of

7. To negotiate contracts, commercial agreements and treaties of all kinds and to carry on any other business that may seem to the Company capable of being conveniently carried on in connection with its business or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's rights or property.

8. To apply for, acquire and hold any charters, privileges, monopolies, licences, concessions, patents, copyrights or other rights, powers, or orders from any Government or State or any local or other authority in any part of the World and to exercise, carry on and work powers, rights and privileges so obtained and to constitute, incorporate or register the Company as a company, corporation society or partnership in a country, state or territory outside Jersey.

9. To lend money and make advances to such persons and on such terms and conditions as to interest, security, repayment or otherwise as may from time to time be determined.

10. To sell, lease, let or otherwise deal with or dispose of all or any part of the property and rights of the Company.

11. To purchase or otherwise acquire, and undertake all or any part of the business, property, liabilities and transactions of any person, firm or company carrying on any business which this Company is authorised to carry on, or the carrying on of which is calculated to benefit this Company or to advance its interests or which is possessed of property suitable for the purposes of this Company.

12. To pay for any property or rights acquired by the Company either in cash or fully or partly paid-up shares with or without preferred or deferred or guaranteed rights in respect of dividends or otherwise or by the issue of any securities which the Company has power to issue and generally on such terms as the Company may determine.

13. To enter into partnership or arrangements for sharing profits, union of interests, co-operation, joint adventure, reciprocal concession, amalgamation or otherwise with any person or company carrying on or engaged in or about to carry on or engage in any business or transaction which this Company is authorised to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit this Company, and to lend moneys to, guarantee the contracts of, or otherwise assist, any such person or company, and to take or otherwise acquire shares and securities of any such company, and to sell, hold re-issue with or without guarantee, or otherwise deal with the same.

14. To borrow or raise money for any purposes of the Company and for the purposes of securing the same and interest thereon, or for any other purposes, to mortgage or charge the undertaking, or all or any part of the property of the Company, present or after acquired, or its uncalled capital, and to create, issue, make, draw, accept, endorse and negotiate redeemable debentures or debenture stock bills of exchange, promissory notes, and other obligations of negotiable instruments.

15. To grant annuities, pensions, allowances, gratuities, and bonuses or a share or shares in the profits of the Company's business to actors, actresses, singers, musicians, dancers, speakers, and performers of all kinds, and to producers, dramatists, playwrights, scriptwriters, authors, composers, painters, designers and creative artists of all kinds and to persons who are or have been Directors of the Company or who are rendering or have rendered services to the Company, or the dependents of such persons and to establish and support or to aid in the establishment or support of any home, club or other establishment calculated to advance the interests of the Company or of persons who are rendering or have rendered services to the Company.

16. To distribute amongst the shareholders in specie any property of the Company whether by way of dividend or upon a return of

capital.

17. To vest any real or personal estate, rights and interests, acquired by or on behalf of the Company, or in the Company may have an interest, in any person or persons, on behalf of, or for the benefit of the Company, and with or without any declared trust in favour of the Company.

18. To pay all or any part of the expenses of and preliminary and incidental to the promotion, formation, establishment and registration of the Company, or of any other company promoted, formed, established or registered by or on behalf of the Company, and all commission, brokerage, discount underwriting and other expenses, and remuneration lawfully payable which may be deemed expedient for taking, placing or underwriting all or any of the shares or debentures or other obligations of the Company, or of any company so promoted, formed, established, or registered by the Company.

19. To do all or any of the above things in any part of the World and either as principals, agents, contractors, trustees, attorneys or by or through agents, sub-contractors, trustees and either alone or in conjunction with others, or otherwise

The objects specified in each of the paragraphs of the Memorandum shall be regarded as independent objects, and accordingly shall in no way be limited or restricted (except when otherwise in such paragraph) by reference or inference from the objects indicated in any other paragraph or the name of the Company but may be carried out in as full and ample a manner and construed in as wide a sense as if each of the said paragraphs defined the objects of a separate, distinct and independent Company, and wherever the word "and" or the word "or" is used, the words "and/or" shall be implied if not already expressed unless the context otherwise require, and wherever the word "other" or "otherwise" is used, the same shall not be construed ejusdem generis where a wider construction is possible and in the interpretation of this Memorandum, the Interpretation (Jersey) Law 1954 shall apply as if this Memorandum were an enactment.

D. The liability of the Members is limited to the amount for the time being unpaid on the shares held by them respectively.

E. The Share Capital of the Company is Ten thousand pounds sterling divided into Ten thousand shares of one pound each, with power to increase and, subject to any sanction required by law,

reduce such capital and with power to issue any of the shares in capital, original or increased, with or subject to, such preferential, special, or qualified rights or conditions as regards dividends, repayment of capital, voting or otherwise as shall be laid down in the Articles of Association of the Company from time to time.

F. The shares shall be paid for according to the terms of allotment or otherwise by calls as the Directors shall think fit. The non-payment of a call on the day appointed for payment thereof shall render the shares in respect of which the call was made liable to be forfeited.

G. Any shares in the Capital of the Company may be issued in payment or part payment of the purchase consideration for any property purchased by the Company or in consideration of services rendered or to be rendered to the Company by any person or Company in assisting the Company to carry out any of its objects, and for shares so issued no money payment shall be made or required, save insofar as by the terms or provisions under which any of such shares may respectively be issued a cash payment may be required.

H. The Company shall exist until dissolved by Special Resolution or otherwise according to Law.

I. The Corporate signature of the Company is Anrika Holdings Limited.

We the several persons whose names and addresses 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 Capital of the Company set opposite our respective names.

Names and addresses of Subscribers	Number of shares taken by each Subscriber
Michael Robert Edmunds Lister House The Parade St. Helier Jersey	Three
Jane Elizabeth Boots, nee Baker, wife of Philip Joseph Stephen Boots Lister House The Parade St. Helier Jersey	Three
Wendy Joy Burnett Lister House The Parade St. Helier Jersey	Three

Dated this 27th day of May 1988

Witness to the above signatures

Carol Holmes
Lister House
The Parade
St. Helier
Jersey