



**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

Company Number **06134756**

The registrar of companies for England and Wales, hereby certifies that
CLIMAX TECHNOLOGY 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 Company House, Cardiff, on **2nd March, 2007**



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

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

IN01(ef)

Application to register a company



Received for filing in Electronic Format on the: **02/03/2007**

Company Name in full: **CLIMAX TECHNOLOGY LTD**

Company Type: **PRIVATE COMPANY LIMITED BY SHARES**

Situation of Registered Office: **ENGLAND AND WALES**

Proposed Registered Office Address: **PORTLAND HOUSE, BELMONT BUSINESS PARK, DURHAM, ENGLAND, DH11TW**

Sic Codes: **47910**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company's Director: 1

Type: **Person**

Full Forename(s): **MR. JAMES**

Surname: **ANDERSON**

Service Address: **PORTLAND HOUSE,
BELMONT BUSINESS PARK,
DURHAM, ENGLAND, DH11TW**

Country/State

Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/06/1969** *Nationality:* **ENGLAND**

Occupation: **BUSINESS**

The subscribers confirm that the person named has consented to act as a director.

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted:</i>	62,000
<i>Currency:</i>	GBP	<i>Aggregate Nominal value:</i>	124,000,000

Prescribed particulars

ORDINARY SHARES HAVE FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	70,000
		<i>Total aggregate nominal value:</i>	124,000,000
		<i>Total aggregate unpaid:</i>	0

Initial Share Holdings

Name: **JAMES ANDERSON**

Address: **PORTLAND HOUSE,
BELMONT BUSINESS PARK,
DURHAM, ENGLAND,
DH11TW**

Class of Shares: **ORDINARY**

Number of Shares: **62,000**

Currency: **GBP**

*Nominal value of
each Share:* **2,000**

Amount unpaid: **0**

Amount paid: **124,000,000**

Person with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control Details

Names: **MR. JAMES ANDERSON**

*Country/State Usually
Resident:* **UNITED KINGDOM**

Date of Birth: ****/06/1969** *Nationality* **ENGLAND**

Service Address: **PORTLAND HOUSE,
BELMONT BUSINESS PARK,
DURHAM, ENGLAND, DH11TW**

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

Nature of control **The person holds, directly or indirectly, 75% or more of the shares in the company.**

Nature of control **The person holds, directly or indirectly, 75% or more of the voting rights in the company.**

Nature of control **The person has the right, directly or indirectly, to appoint or remove a majority of the board of the directors of the company.**

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: **NATIONAL BUSINESS REGISTER CORPORATE SERVICES LTD**

Agent's Address: SUITE 7, THE COURTYARD, RUSHELL HOUSE,
6 DOCTORS LANE, HENLEY-IN-ARDEN,
WARWICKSHIRE, UNITED KINGDOM, B95 5AW.

Authorization

Authorized Designation: **Agent** *Authenticated:* **Yes**

Agent's Name: **NATIONAL BUSINESS REGISTER CORPORATE SERVICES LTD**

Agent's Address: SUITE 7, THE COURTYARD, RUSHELL HOUSE,
6 DOCTORS LANE, HENLEY-IN-ARDEN,
WARWICKSHIRE, UNITED KINGDOM, B95 5AW.

COMPANY HAVING A SHARE CAPITAL
MEMORANDUM OF ASSOCIATION OF
CLIMAX TECHNOLOGY 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.

Name of each subscriber	Authentication
MR. JAMES ANDERSON	Authorized Electronically

Dated: **02/03/ 2007**