

COMPANIES ACT OF MONTSERRAT
RESTATED ARTICLES OF INCORPORATION
FORM 13

INSTRUCTIONS

Format:

Documents required to be sent to the Registrar pursuant to the Act must conform with regulations 22 to 26 of the Regulations under the Act. Where any provision required to be set out is too long to be set out in the space provided in the form, the form may incorporate the provisions by annexing a schedule in the manner described in regulation 26 of the regulations.

General:

Restated Articles of Incorporation shall set out without substantive change the Articles of Incorporation as previously amended.

Items 1 and 2:

Set out the full legal name of the company and company number.

Item 3:

Set out the details required by section 5(1)(b) of the Act including details of rights, privileges, restrictions and conditions attached to each class of shares. All shares must be without nominal or par value and must comply with the provisions of Division C of Part 1 of the Act.

Item 4:

If restrictions are to be placed on the right to transfer shares of the company set out a statement to this effect, and the nature of such restrictions.

Item 5:

State the number of directors. If cumulative voting is permitted the number of directors must be invariable, otherwise it is permissible to specify a minimum and maximum number of directors.

Item 6:

If restrictions are to be placed on the business the company may carry on, set out the restrictions.

Item 7:

Any provision that is to form part of the Articles may be set out if the provision is permitted by the Act or Regulations to be set out in the byelaws of the company or in a unanimous shareholder agreement including any pre-emptive rights or cumulative voting provisions.

Signature:

A director or authorised officer of the company shall sign the Articles.

Completed documents, in duplicate, and the prescribed fee are to be deposited at the office of the Registrar.

FORM 13

(Section 218)

COMPANIES ACT OF MONTSERRAT

RESTATED ARTICLES OF INCORPORATION

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|----|---|----|-------------|
| 1. | Name of Company | 2. | Company No. |
| 3. | The classes and any maximum number of shares that the company is authorised to issue. | | |
| 4. | Restrictions if any on share transfers. | | |
| 5. | Number (or minimum and maximum number) of directors. | | |
| 6. | Restrictions if any on business the company may carry on. | | |
| 7. | Other provisions if any. | | |

The foregoing restated articles of incorporation correctly set out without substantive change the corresponding provisions of the articles of incorporation as amended and supersede the original articles of incorporation.

Date	Signature	Title