

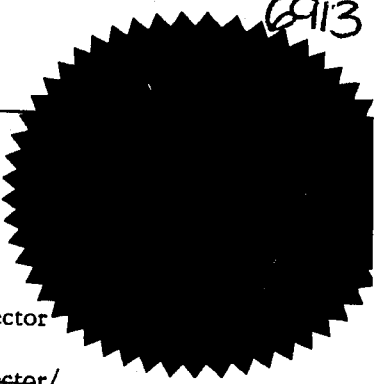
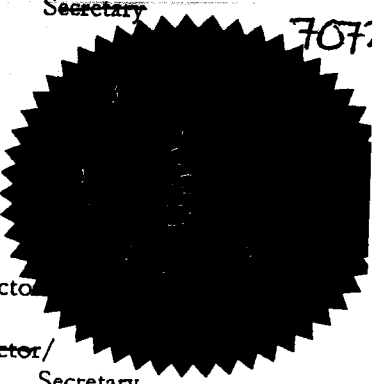
COMPANIES (JERSEY) LAW 1991
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION

- OF -

NOVENTA LIMITED

1. The name of the company is Noventa Limited (the "Company").
2. The share capital of the Company is £50,000 divided into 500,000,000 shares of £0.0001 each.
3. The liability of a member arising from his holding of a share in the Company is limited to the amount (if any) unpaid on it.
4. The Company shall exist until dissolved by special resolution or otherwise according to law.
5. The Company is a public company.
6. The Company is a par value company.

We the limited liability companies whose names and addresses are set out below and whose common seals are hereunto affixed are desirous of being formed into a limited liability company 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	Shares taken	Common seals
Premier Circle Limited 26 New Street St. Helier Jersey Channel Islands.	1	The common seal of Premier Circle Limited was hereunto affixed in the presence of  6913 Director Paul Butcher Director/ Secretary For and on behalf of Bedell Secretaries Limited Secretary
Second Circle Limited 26 New Street St. Helier Jersey Channel Islands.	1	The common seal of Second Circle Limited was hereunto affixed in the presence of  707 Director Paul Butcher Director/ Secretary For and on behalf of Bedell Secretaries Limited Secretary

Witness to all the above signatures:

Signature: Sue Townsend

Full name: Sue Townsend

26 New Street
 St. Helier
 Jersey
 Channel Islands.