

Registered Number : 05801082

THE COMPANIES ACT 1985.

PRIVATE COMPANY LIMITED BY SHARES.

MEMORANDUM OF ASSOCIATION

of

EATONFIELD GROUP LIMITED.

- 1 The Company's name is EATONFIELD GROUP LIMITED.
- 2 The Company's registered office is to be situated in England.
- 3 The Company's objects are to carry on business as a general commercial trading company and investment company and holding company.
- 4 The liability of the members is limited.
- 5 The share capital of the Company is £6,000,000 divided into 389,267,025 ordinary shares of 1 penny each and 23,414,775 deferred shares of 9 pence each.