

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7750478

The Registrar of Companies for England and Wales, hereby certifies that

AFRICA MINING CORPORATION LIMITED

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 Companies House, Cardiff, on 23rd August 2011



N07750478P



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

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
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 23/08/2011



XK04PWX3

*Company Name
in full:* **AFRICA MINING CORPORATION LIMITED**

Company Type: **Private limited by shares**

*Situation of Registered
Office:* **England and Wales**

*Proposed Register
Office Address:* **FLAT 214 NAYLOR BUILDING WEST 1
ASSAM STREET
LONDON
ENGLAND
E1 7QL**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Company Director 1

Type: **Person**
Full forename(s): **MR DAVID**

Surname: **PAXTON**

Former names:

Service Address: **FLAT 214 NAYLOR BUILDING WEST 1
ASSAM STREET
LONDON
ENGLAND
E1 7QL**

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

Date of Birth: **06/07/1954** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Consented to Act: **Y** *Date authorised:* **23/08/2011** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORD	<i>Number allotted</i>	100000
		<i>Aggregate nominal value</i>	1000
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

THE COMPANY MAY ISSUE SHARES WITH SUCH RIGHTS OR RESTRICTIONS AS MAY BE DETERMINED BY ORDINARY RESOLUTION. ALL SHARES HAVE EQUAL VOTING RIGHTS. THE COMPANY MAY BY ORDINARY RESOLUTION DECLARE DIVIDENDS, AND THE DIRECTORS MAY DECIDE TO PAY INTERIM DIVIDENDS. ALL DIVIDENDS WILL BE DIVIDED ON PROPORTION OF SHAREHOLDING. THE COMPANY MAY ISSUE SHARES WHICH ARE TO BE REDEEMED, OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE HOLDER, AND THE DIRECTORS MAY DETERMINE THE TERMS, CONDITIONS AND MANNER OF REDEMPTION OF ANY SUCH SHARES.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	100000
		<i>Total aggregate nominal value</i>	1000

Initial Shareholdings

Name: DAVID PAXTON

Address: FLAT 214 NAYLOR BUILDING WEST
ASSAM STREET
LONDON
ENGLAND
E1 7QL

Class of share: ORD

Number of shares: 100000

Currency: GBP

*Nominal value of
each share:* 0.01

Amount unpaid: 0

Amount paid: 0.01

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

Name: DAVID PAXTON

Authenticated: YES

Authorisation

Authoriser Designation: **subscriber**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of AFRICA MINING CORPORATION
LIMITED

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 each.

Name of each subscriber

Authentication by each subscriber

David Paxton

Authenticated Electronically

Dated 23 August 2011