



Companies House

for the record

88(2)

(Revised 2005)

Please complete in typescript, or in bold black capitals.

CHWP000

Return of Allotment of Shares

Company Number

4191186

Company name in full

CO2E.COM LIMITED

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which shares were allotted

(If shares were allotted on one date enter that date in the "from" box)

From

To

Day Month Year

Day Month Year

1 6 1 1 2 0 0 5

Class of shares

(ordinary or preference etc)

ORDINARY

Number allotted

US\$750,000

Nominal value of each share

1.00

Amount (if any) paid or due on each share (including any share premium)

1.00

List the names and addresses of the allottees and the number and class of shares allotted to each overleaf

If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

% (if any) that each share is to be paid up in cash

Table with 3 columns for percentage and cash payment details.

Consideration for which the shares were allotted

(This information must be supported by the original or a certified copy of the contract or by Form 88(3) if the contract is not in writing)

Table with 3 rows for consideration details.



A20 COMPANIES HOUSE

695 01/06/2006

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

DX 235 Edinburgh

for companies registered in Scotland

or LP - 4 Edinburgh 2

Names and addresses of the allottees

Shareholder details <i>(list joint allottees as one shareholder)</i>	Shares and share class allotted	
Name(s) _____ CO2E.COM LLC _____ Address 111 EAST 58TH STREET _____ NEW YORK, NY 10022 _____ UK Postcode L L L L L L L L _____	Class of shares allotted _____ ORDINARY _____ _____ _____	Number allotted _____ 750,000 _____ _____ _____
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L L _____	Class of shares allotted _____ _____ _____ _____	Number allotted _____ _____ _____ _____
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L L _____	Class of shares allotted _____ _____ _____ _____	Number allotted _____ _____ _____ _____
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L L _____	Class of shares allotted _____ _____ _____ _____	Number allotted _____ _____ _____ _____
Name(s) _____ Address _____ _____ UK Postcode L L L L L L L L _____	Class of shares allotted _____ _____ _____ _____	Number allotted _____ _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

Signed

Date 26 May 2006

** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

** Please delete as appropriate

Contact Details
 You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

DANIELLA PIACENTINI	
ONE CHURCHILL PLACE, CANARY WHARF, LONDON	
E14 5RD	Tel 020 7894 7931
DX number	DX exchange