

File Copy



**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

Company No. 7588435

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

CIBC BANCORP 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 1st April 2011



N07588435R



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

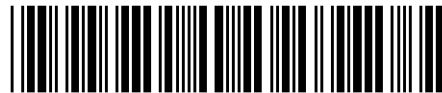


Companies House
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 01/04/2011



X7YJTSX3

*Company Name
in full:*

CIBC BANCORP LIMITED

Company Type:

Private limited by shares

*Situation of Registered
Office:*

England and Wales

*Proposed Register
Office Address:*

**THE MERIDIAN 4 COPTHALL HOUSE
STATION SQUARE
COVENTRY
ENGLAND
CV1 2FL**

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

Company Director **I**

Type: **Person**
Full forename(s): **TANG WING**

Surname: **KEI**

Former names:

Service Address: **ROOM 905 TUNG MING COMMERCIAL BILDG
40-42 DES VOEUX ROAD CENTRAL
HONG KONG
HONG KONG**

Country/State Usually Resident: **HONG KONG**

Date of Birth: **04/09/1957** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Consented to Act: **Y** *Date authorised:* **01/04/2011** *Authenticated:* **YES**

Company Director 2

Type: **Corporate**
Name: **MAX VISION FINANCE LTD**

*Registered or
Principal Office
Address:* **ROOM 905 TUNG MING COMMERCIAL BILDG
40-42 DES VOEUX ROAD CENTRAL
HONG KONG
HONG KONG**

Non European Economic Area (EEA) Company

Legal Form: **LIMITED COMPANY**
Law Governed: **HONG KONG COMPANY ACT**
Register Location: **HONG KONG**
Registration Number: **1244344**

Consented to Act: **Y** *Date authorised:* **01/04/2011** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORD	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

FULL RIGHTS WITH REGARDS TO VOTING, PARTICIPATION AND DIVIDENDS

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	1
		<i>Total aggregate nominal value</i>	1

Initial Shareholdings

<i>Name:</i>	MAX VISION FINANCE LTD	<i>Class of share:</i>	ORD
		<i>Number of shares:</i>	1
		<i>Currency:</i>	GBP
<i>Address:</i>	ROOM 905 TUNG MING COMMERCIAL BILDG 40-42 DES VOEUX ROAD CENTRAL HONG KONG HONG KONG	<i>Nominal value of each share:</i>	1
		<i>Amount unpaid:</i>	0
		<i>Amount paid:</i>	1

Statement of Compliance

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

Name: MAX VISION FINANCE
Authenticated: LTD
YES

Authorisation

Authoriser Designation: **subscriber**

COMPANY LIMITED BY SHARES HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

of

CIBC BANCORP 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.

NAME OF SUBSCRIBER(S)

MAX VISION FINANCE LTD

1/4/2011