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**THE FEDERAL REPUBLIC OF NIGERIA
THE COMPANIES AND ALLIED MATTERS ACT 1990
PRIVATE COMPANY LIMITED BY SHARES**

MEMORANDUM AND ARTICLES OF ASSOCIATION

OF
AUC. 10
Sign/Dat
11/6/11

**FUNMETRIC
TECHNOLOGIES LIMITED**

Registered this Day of 20....

CORPORATE AFFAIRS COMMISSION
VERIFICATION
06 JUN 2011
APPROVED BY
NAME
SIGN

Corporate Affairs Commission
Certified True Copy
13 JUN 2011
Name
Designation
Signature

Prepared by:
ASTUTE SOLICITORS
08088809566, 08185063488, 08037748268

**THE FEDERAL REPUBLIC OF NIGERIA
COMPANIES AND ALLIED MATTERS ACT, 1990
COMPANY LIMITED BY SHARES**


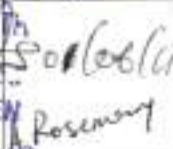
**MEMORANDUM OF ASSOCIATION
OF
FUNMETRIC TECHNOLOGIES LIMITED**

1. The Name of the Company is **FUNMETRIC TECHNOLOGIES LIMITED.**
2. The Registered Office of the Company will be situated in Nigeria.
3. The Objects for which the Company is established are:
 - (a) To carry on business as general suppliers of goods and services; to solicit, tender for, accept and execute, contract or subcontract on behalf of individuals, firms, companies, corporations, governments, international organizations etc.
 - (b) To carry on the business of importers, exporters, traders, general merchants, industrialists, distributors and suppliers of general goods, commission agents, manufacturers, manufacturers' representatives and general contractors.
 - (c) To carry on the business of ~~web design, hosting, internet marketing, internet service providers, computer programming, computer networking, information technology services generally and related or incidental services.~~
13 JUN 2011
Guaranteed True Copy
 - (d) To carry on the business of electrical and electronics and communication equipment dealers, merchants, contractors and suppliers.
 - (e) To carry on business as ~~importers of computers,~~ sales and maintenance of computers hardware, computer software and other information processing devices and to install information technology equipment.
 - (f) To carry on the business of importation, supply and installation of safety equipment, security equipment and the like, including close circuit television camera's, and similar devices.
 - (g) To carry on business as importers, dealers and merchants of communication gadgets, computer hardware and software and other information devices.
 - (h) To enter onto any other business which the directors think will increase the profits of the company.
 - i. To acquire or take up shares in another company or business
 - ii. To borrow money and to issue bills of exchange
 - iii. To enter into profits sharing agreement with other companies or business
 - iv. To acquire and operate similar businesses
 - v. To sell or otherwise dispose of any property of the company

- (i) The company can do all such businesses and things as may be incidental and conducive to the attainment of the above objects or powers or any of them.

4. The Company is a Private Company.
5. The Liability of the members is limited by Shares.
6. The Share Capital of the Company is one million naira (N1, 000,000.00) divided into 1,000,000 Ordinary Shares of One Naira (N1.00) each, (with such respective rights as are defined by the Articles of Association registered herewith).

We, the several persons whose names, addresses and descriptions are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital the Company set opposite our respective names.

	NAMES AND ADDRESSES OF SUBSCRIBERS	DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURE OF SUBSCRIBERS
1	ABOLARIN, MOBOLADE JUSTIN (Director) 28, TIAMIYU STREET, IKOTUN-EGBE, LAGOS	COMPUTER ENGINEER	600,000	
2	ABOLARIN, ROSEMARY (Director) 28, TIAMIYU STREET, IKOTUN-EGBE, LAGOS	BUSINESS	200,000	
		Total Shares Taken	800,000	

Dated the.....^{15th}.....Day of.....^{JUNE}.....2011



Witness to the above signatures:

Name:

ADID, ITU

Designation:

Address:

157 COMPLEX, ITU, OSHADI, LAGOS

Occupation:

SECRETARY

**THE FEDERAL REPUBLIC OF NIGERIA
COMPANIES AND ALLIED MATTERS ACT, 1990
COMPANY LIMITED BY SHARES**

**ARTICLES OF ASSOCIATION
OF**

FUNMETRIC TECHNOLOGIES LIMITED

(PURSUANT TO SECTIONS 33 AND 34 OF THE COMPANIES AND
ALLIED MATTERS ACT NO 1, 1990)

The form and content of the Articles of Association of this company is in accordance with:

- Part 1 (Public Company Limited by Shares) ☐
- Part 11 (Private Company Limited by Shares) ☒
- Part III (Unlimited Company) ☐



Respectively of Table "A" in schedule 1 of this Act, with additions, omissions or alternations as may be required in the circumstances.

	NAMES AND ADDRESSES OF SUBSCRIBERS	DESCRIPTION OF SUBSCRIBERS	SIGNATURE OF SUBSCRIBERS
1	ABOLARIN, MOBOLADE JUSTIN (Director) 28, TIAMIYU STREET, IKOTUN-EGBE, LAGOS	THE WITHIN INSTRUMENT IS IN THE POSSESSION OF THE COMMISSIONER OF STAMP DUTIES CHARGEABLE WITH DUTY OF ₦250	A. Bolarin
2	ABOLARIN, ROSEMARY (Director) 28, TIAMIYU STREET, IKOTUN-EGBE, LAGOS	AND THE DUTY THEREON HAS BEEN BUSINESS 01/06/11	A Rosemary

Dated the 1st Day of JUNE 2011



Witness to the above signatures:

Name: ADID, ITUNNU
Address: TLE COMPLEX, TOYOTA, OSHODI, LAGOS
Occupation: SECRETARY

Prepared by:
ASTUTE SOLICITORS

0808899566, 08185063488, 08037748268