

2011

**THE FEDERAL REPUBLIC OF NIGERIA**  
**COMPANIES AND ALLIED MATTERS ACTS 1990**  
**COMPANY LIMITED BY SHARES**  
**MEMORANDUM OF ASSOCIATION**  
**OF**






**UNCLE B TECHNICAL NIGERIA LIMITED**

1. The name of the company is **UNCLE B TECHNICAL NIGERIA LIMITED**
2. The registered office of the company is situated in Nigeria
3. The objects for which the company is established are:
  - a) To carry on the business of technical works, general merchants, contractors, international traders, importers, exporters, distributors, suppliers of consumable goods, and dealers of all kinds of goods, to act as manufacturers' representatives, commission agents, industrial and general contractors, suppliers of all articles and buying agents of all kinds.
  - b) To carry on the business of oil drilling, prospecting, refining oil and petroleum sales and marketing, petrol-chemical construction and installation, crude oil and minerals exploration and to store oil, petrol, gas, kerosene and allied products for business purposes.
  - c) To engage in manufactures, acquisition, sales and distribution of information technology equipment, computer accessories, components, media, security equipment, ups and power system and all other related items.
  - d) To carry on the business of property developers, estate agents, interior designing, decorating renovating, restructuring, constructing and to buy and sell materials or related products necessary for this business.
  - e) To carry on business of freight forwarding agent, clearing and forwarding agent, logistics, transport and haulage contractors, garage proprietors, owners and carters of road vehicles, ships, barges and boats of every description, carriers of goods and passengers by roads, rail, water.
  - f) To carry on business of importers, exporters, suppliers of motor vehicles and industrial spare parts, installations and services of motor vehicles and spare parts manufacturers and manufacturers' representatives.
  - g) To carry on the business of agro allied farming, agriculture, husbandry mechanized farming in all its branches and to carry on business as importers, exporter, of and manufacturers of agricultural equipments.
  - h) To build, acquire, establish, manage and run retail stores of all kinds, whether or not describable as supermarket, superstore, department stores and hypermarkets, or as self-services stores, chain stores or otherwise.
  - i) To carry on the business of event management, video production, photography, hall and cake decoration, musical band, audio and visual, public address system, party hall rentage, catering services and rentals of canopies, chairs, tables, drink chilled.
  - j) To do all such other things as may be considered to be incidental or conducive to the attainment of the above objects or any of them.

4. The company is a Private [YES] Public [ ] company
5. The liability of the members is limited by shares.
6. The share capital of the company is **N1,000,000.00**
7. Divided into **1,000,000** Ordinary shares of **N 1:00K** each.



We; the several persons whose names and addresses 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 capital of the company set opposite our respective names.

| NAMES AND ADDRESSES OF SUBSCRIBERS  | NO OF SHARES TAKEN BY EACH SUBSCRIBERS | SIGNATURE   |
|---|--|---|
| IYIOLA MESHACH ABIODUN<br>1, ASSOCIATION AVENUE, SHANGISHA<br>MAGODO,<br>LAGOS STATE.     | 750,000                                |    |
| IYIOLA ITUNU OMOWUNMI<br>1, ASSOCIATION AVENUE, SHANGISHA<br>MAGODO,<br>LAGOS STATE.      | 100,000                                |    |
| IYIOLA GRACE OLUWADAMILOLA<br>1, ASSOCIATION AVENUE, SHANGISHA<br>MAGODO,<br>LAGOS STATE. | 50,000                                 |   |
| IYIOLA JANET ABISOLA<br>1, ASSOCIATION AVENUE, SHANGISHA<br>MAGODO,<br>LAGOS STATE.       | 50,000                                 |  |
| IYIOLA JOHN OLUWADAMILARE<br>1, ASSOCIATION AVENUE, SHANGISHA<br>MAGODO,<br>LAGOS STATE.  | 50,000                                 |  |

Dated this 05 Day of MAY 2011.

Witness above Signatures:-

Name: ESIN ELO A. ARITA

Address: 134 STYLIA CRESC. ANTONY

Occupation: LEGAL PRACTITIONER

**THE FEDERAL REPUBLIC OF NIGERIA**  
**COMPANIES AND ALLIED MATTERS ACT 1990**

**COMPANY LIMITED BY SHARES**

**ARTICLES OF ASSOCIATION**

**OF**

**UNCLE B TECHNICAL NIGERIA LIMITED**



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

The form and content of the Article of Association of this company is in accordance with;



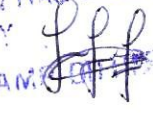


Part I (Public Company Limited by shares) [ ]

Part II (Private Company Limited by shares) [yes]

Part III (Unlimited Company) [ ]

respectively of Table "A" in schedule 1 of this Act, with conditions, omissions or alterations as may be required in the circumstances.



| NAMES AND ADDRESSES<br>OF SUBSCRIBERS   | SIGNATURE  |
|---|--|
| IYIOLA MESHACH ABIODUN<br>1, ASSOCIATION AVENUE, SHANGISHA<br>MAGODO,<br>LAGOS STATE.     |    |
| IYIOLA ITUNU OMOWUNMI<br>1, ASSOCIATION AVENUE, SHANGISHA<br>MAGODO,<br>LAGOS STATE.      |    |
| IYIOLA GRACE OLUWADAMILOLA<br>1, ASSOCIATION AVENUE, SHANGISHA<br>MAGODO,<br>LAGOS STATE. |    |
| IYIOLA JANET ABISOLA<br>1, ASSOCIATION AVENUE, SHANGISHA<br>MAGODO,<br>LAGOS STATE.       |  |
| IYIOLA JOHN OLUWADAMILARE<br>1, ASSOCIATION AVENUE, SHANGISHA<br>MAGODO,<br>LAGOS STATE.  |  |

Corporation Affairs Commission  
**Certified True Copy**

30 JUN 2011

Dated this 05 Day of MAY 2011.

Witness above Signatures:-

Name: ESN EIO A - ARITH

Address: 13A SYLVIA CRESC ANTHONY

Occupation: LEGAL PRACTITIONER