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THE FEDERAL REPUBLIC OF NIGERIA

COMPANIES AND ALLIED MATTERS ACT, 1990

COMPANY LIMITED BY SHARES

THE
MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

LIVINGSTONE ENGINEERING
ENERGY LIMITED



INCORPORATED THIS

DAY OF

2014



PREPARED BY

FEHINTOLA LYDIA OLADPA (MRS)
REGISTERED AND QUALIFIED
OF THE SUPREME COURT OF NIGERIA
BLOCK 151, FLOTT, LINDY, LITTEL
DANMORA, MERRIN, LAGOS
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THE FEDERAL REPUBLIC OF NIGERIA
COMPANIES AND ALLIED MATTERS ACT, 1990
COMPANY LIMITED BY SHARES
THE
MEMORANDUM OF ASSOCIATION
OF
LIVINGSTONE ENGINEERING
ENERGY LIMITED



1. The name of the company is **LIVINGSTONE ENGINEERING ENERGY LIMITED**
2. The Registered Office of the Company will be situated in Nigeria.
3. The objects for which the Company is established are:-
 - (a) Building construction and engineering
 - (b) Designing, installation and maintenance of engineering services.
 - (c) Property investment and general contractors
 - (d) Procurement, construction, supplies and installation of electrical power equipments.
 - (e) Road construction and sand dredging
 - (f) Production, sales, supply, import and export of electrical, electronic and mechanical equipment, machines, materials and accessories.
 - (g) Production, sales, supply, import and export of all kinds of building materials
 - (h) Providing project management, development, consultancy and advisory services in engineering.
 - (i) Sales, supply installation and services of telecommunication gadgets computer and accessories. Export and Import
 - (j) Sales, supply and distributors and services of motors, engines, generators and spare parts. Export and Import
 - (k) Sales, supply and distribution of petroleum and its products
 - (l) Clearing and forwarding, commercial freight agency
 - (m) Commercial road transport and haulage contractors including
 - (n) Sales, supply, distribution, installation and services of industrial, domestic, duplicating and printing machines. Export and Import
 - (o) To do all such other things as may be considered to be necessary or conducive to the attainment of the above objects 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 at the company is **₦1,000,000.00** Divided into 1,000,000 ordinary shares of **₦1.00** each.



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

S/N	NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS	NO. OF SHARES TAKEN BY EACH SUBSCRIBER	SIGNATURES
1.	CLAWALE JOEL ISOLA No. 2, Agba Estate, Off Idiro/Leke Road, Uyo, Akwa Ibom State - Oloru, Lagos CHAIRMAN	700,000.00 ORDINARY SHARES OF N1.00 EACH	
2.	ENWERE BLESSING NWACHI No. 2, Agba Estate, Off Idiro/Leke Road, Uyo, Akwa Ibom State - Oloru, Lagos DIRECTOR	125,000.00 ORDINARY SHARES OF N1.00 EACH	
3.	ADETONA SUNDAY OMUDEJO Ona House, College Road, Surulere, Lagos DIRECTOR	120,000.00 ORDINARY SHARES OF N1.00 EACH	
4.	ADEOSUN SUNDAY OLUWASEUN 21, Gbomale Street, Off Alen Avenue, Ibeju-Lagos DIRECTOR	75,000.00 ORDINARY SHARES OF N1.00 EACH	
		N1,000,000.00	

DATED THIS 12TH DAY OF FEBRUARY, 2014
WITNESS TO THE ABOVE SIGNATURES

NAME: FEHINTOLA LYDIA OLUSOLA OJAYIN

ADDRESS: BLOCK 113, ALA

(GRAVITY) 32324

OCCUPATION: LEGAL PRACTITIONER.



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

ARTICLES OF ASSOCIATION
OF

LIVINGSTONE ENGINEERING
ENERGY LIMITED


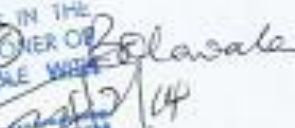
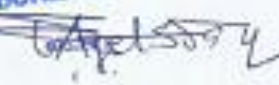

**PURSUANCE TO SECTION 33 AND 34 OF THE COMPANY AND
ALLIED MATTERS ACT NO 1, 1990.**

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

- Part II (Private Company Limited by shares)

Respectively of the table "A" in schedule 1 of this act with additions,
omissions or alterations as may be required in the circumstances.



S/N	NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS	SIGNATURES
1	OLAWALE JOEL ISOLA <i>No 2, Agric Estate, Off. Ibeju/Lasu Road, Onibepa Bus/Stop, Ibeju - Olofin, Lagos.</i> CHAIRMAN	
2.	ENWERE BLESSING NWACHI <i>No 2, Agric Estate, Off. Ibeju/Lasu Road, Onibepa Bus/Stop, Ibeju - Olofin, Lagos.</i> DIRECTOR	 <i>Stamp: THE WITHIN INSTRUMENT IS IN THE OPINION OF THE COMMISSIONER OF STAMP DUTY OF THE STATE OF LAGOS AND THE DUTY THEREON HAS BEEN ACCORDINGLY ASSESSED ACCORDINGLY.</i>
3.	ADETONA SUNDAY OLADEJO <i>One-Ofinwa Collages, Beside Sawmill Area, Ibeju-Lagos, Ojo State</i> DIRECTOR	 <i>Stamp: THE WITHIN INSTRUMENT IS IN THE OPINION OF THE COMMISSIONER OF STAMP DUTY OF THE STATE OF LAGOS AND THE DUTY THEREON HAS BEEN ACCORDINGLY ASSESSED ACCORDINGLY.</i>
4.	ADEOSUN SUNDAY OLUWASEUN <i>25, Gbemisola Street, Off Allen Avenue, Ikeja, Lagos.</i> DIRECTOR	

DATED THIS 12TH DAY OF FEBRUARY, 2014
WITNESS TO THE ABOVE SIGNATURES:-

NAME: FEHINTOLA LYDIA OLAOPA (MRS)

**ADDRESS: BLOCK 155, FLAT 2, LSDPC ESTATE,
OJOKORO, MERIAN, LAGOS.**

OCCUPATION: LEGAL PRACTITIONER.



RC 1175973



**CORPORATE AFFAIRS COMMISSION
FEDERAL REPUBLIC OF NIGERIA**

Certificate of Incorporation

I hereby certify that

LIVINGSTONE ENGINEERING ENERGY LIMITED

*is this day incorporated under the COMPANIES AND ALLIED MATTERS
ACT 1990 and that the Company is Limited By Shares.*

Given under my hand at Abuja this Sixth day of March, 2014



BELLO MAHMUD

691461

Registrar - General