

THE COMPANIES ACT, 2002

COMPANY LIMITED BY SHARES

MEMORANDUM

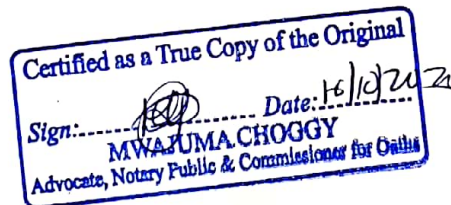
AND

ARTICLES OF ASSOCIATION

OF

HORMUUD GENERAL TRADING COMPANY
LIMITED

Incorporated at thisday of.....2011



DRAWN BY:
DAHIR M. ALI
(SUBSCRIBER)
P.O. BOX 16310
DAR ES SALAAM.

TANZANIA

Stamp Duty Shs 5000/-

PAID ON ORIGINAL

Receipt No. 19014 of 4/10/11

[Signature]

THE COMPANIES ACT, 2002

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

HORMUUD GENERAL TRADING COMPANY LIMITED

Stamp Duty Shs 5000/-
19014 of 4/10/11
[Signature]

1. The name of the company "HORMUUD GENERAL TRADING COMPANY LIMITED"

2. The Registered office of the Company will be situated in Tanzania.

3. The objects for which the Company is established are:-

(a) To carry on transport of goods by air and all or any of the business of transport, carriage and haulage contractors, owners and charter of road vehicles, aircraft and ships and boats of every description and carriers of goods and passenger by road, rail, water or air and to establish, acquire, maintain and operate transport service of every description both public and private and all services ancillary thereto and for such purposes or as independent undertakings to purchase, take in exchange, charter, hire, build, contract or otherwise acquire and to own, operate, work, manage, maintain, repair, service and deal with and in road vehicles, aircraft and vessels of every supplies therefore and to conduct any such business within the country or any other state in Africa or Europe or Asia and or any other foreign country.

(b) To carry on the business of clearing and forwarding agents, commission agents, transporters, freighters, hauliers, customs bonded warehouse and godown keepers, cargo and travel agents, insurance agents, tourist agents, manufacturers' representatives, road contractors, cargo superintendents, packers, machinery haulage specialists, warehousemen, engineers, electricians, motor cars, trucks, cabs, omnibus, oil tank and coach proprietors and transporters, civil transport contractors and transporters by any other means of conveyance of people and goods in Tanzania and the neighbouring countries and in such other place or places as may from time to time be determined by the company, engage in and or otherwise carry on the business as transporters and transport agents, freight forwarders.

(c) To carry on the business of builders and civil contractors, engineers, founders, construct, maintain, repairs, pull down and restore either alone or jointly and establish jointly ventures with other companies, persons works or all descriptions including ginneries oil mills, textiles, factories, engines, roads, bridges, machineries and houses, offices, workshops, buildings and premises and any fixed or movable machineries, tools, plant, implements, patterns, stock-in-trade, patents and patent rights, technical know-how, goodwill liabilities and engagements of or connected with workshops.

(d) To manufacture and deal in all types of clothes, shirts, skirts, bed sheets pull-overs, towels, bathing outfits, socks and stockings, dresses, blankets, singlets, vests, and other wearing apparels of all kinds and types for men, women and children and articles of all kind including all types of leather goods, shoes, bags, all or any materials and

Certified as a True Copy of the Original
Sign: *[Signature]* Date: 16/10/2012
MWAJUMA CHOGGY
Advocate, Notary Public & Commissioner for Oaths

33. The following persons shall be first Directors to the Company:-
- | | |
|----------------------|-----------------------|
| 1. DAHIR MOHAMUD ALI | 3. ABDI MOHAMED DEBEL |
| 2. ABDI ALI FARAH | 4. ABDI FARAH MOHAMED |

34. The remuneration of the directors shall from time to time be determined by the Company in general meeting. Such remuneration shall be deemed to accrue from day to day. The directors shall also be paid all traveling, hotel and other expenses properly incurred by them in attending and returning from meetings of the directors or any committee of the directors or general meetings of the company or in connection with the business of the company.

BORROWING POWERS

35. The director may exercise all the powers of the company to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the company or any third party.

POWERS AND DUTIES OF DIRECTORS

36. Subject to the provisions of the Act, the memorandum and the articles and to any directors given by special resolution, the directors, who may exercise all the powers of the company, shall manage the business of the company. No alteration of the memorandum or articles and no such directions shall invalidate any prior act of the directors, which would otherwise have been valid. The powers given by this article shall not be limited by any special power given to the directors by the articles and a meeting of directors at which a quorum is present may exercise all powers exercisable by the directors.
37. The directors may by power of attorney appoint any person to be the attorney or agent of the company for such purposes and on such conditions as they determine, including authority for the attorney or agent to delegate all or any of his powers.
38. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for moneys paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, in such manner as the directors shall from time to time by resolution determine.
39. The directors shall cause minutes to be made in books provided for the purpose:-
- of all appointments of officers made by the directors;
 - of the names of the directors present at each meeting of the directors and of any committees of the directors;
 - of all resolutions and proceedings at all meetings of the company, and of the directors, and of committees of directors.

DISQUALIFICATION OF DIRECTORS

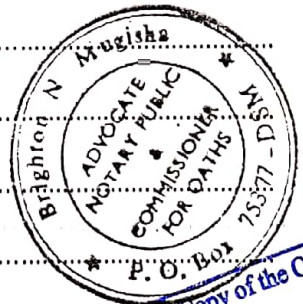
40. The office of director shall be vacated if the directors:-
- Without the consent of the company in general meeting holds any other office of profit under the company; or
 - Becomes bankrupt or makes any arrangement or composition with his creditors generally; or
 - Ceases to be a director by virtue of any provision of the Act or becomes prohibited by law from being a director; or

NAMES, ADDRESSES, AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE OF SUBSCRIBERS
DAHIR MOHAMUD ALI P.O. BOX 16310 DAR ES SALAAM	250	Daahir
ABDI ALI FARAH P.O. BOX 16310 DAR ES SALAAM	250	<i>[Handwritten Signature]</i>
ABDI MOHAMED DEBEL P.O. BOX 16310 DAR ES SALAAM	250	ABDI MOHAMED
ABDI FARAH MOHAMED P.O. BOX 16310 DAR ES SALAAM	250	ABDI FARAH

Dated at Dar es Salaam this 05th day of October 2011

Witness to the above signatures:-

Name : Brighton N. Mugisha
 Signature : *[Handwritten Signature]*
 Postal Address : 75377 DSM
 Qualification : Advocate



Certified as a True Copy of the Original
 Sign: *[Signature]* Date: 16/10/2011
 MWAJUMA CHOGGY
 Advocate, Notary Public & Commissioner for Oaths