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THE REPUBLIC OF UGANDA

FOR BANK PURPOSES

THE COMPANIES

FOR BANK PURPOSES

WILLIAM DRAKU

COMPANY LIMITED (WILLIAM DRAKU) SHARES

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MEMORANDUM

REGISTRAR OF COMPANIES



MAUDAH ATUZARIRWE

REGISTRAR OF COMPANIES
KAMPALA

ARTICLES OF ASSOCIATION
REGISTRAR OF COMPANIES
OF KAMPALA

NEL LINES INTEGRATED SERVICES LTD.

Incorporated this 7th day of APR 2008..

DRAWN BY:-

Mwembe Ssebagala E. Co. Advocate,
Plot 4, Pilkington Road,
P. O. Box 35227,
KAMPALA - UGANDA.

Maintaining any of the property of the company or for any other purposes, conductive to those of this company.

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- iii) To do all or any of the things hereinbefore authorised either alone or in conjunction with or as factors, trustees or through factors, trustees or agents and to do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them;
- Jjj) To procure the company to be registered or recognised in any other territory, colony, place and in any foreign country or place.
- Kkk) To do all such things as may be deemed incidental or conducive to the attainment of the above objects or any of them. And it is hereby declared that the word "company" in this clause shall be deemed to include any partnership or other body of persons whether incorporated and whether domiciled in Uganda or elsewhere, and any objects herein clause shall, except where otherwise expressly stated in such paragraph, be independent of a main object and shall be in no way limited by any paragraph.

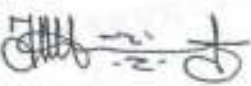

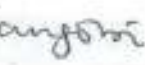
REGISTRAR OF COMPANIES
KAMPALA

4. THE LIABILITY OF THE MEMBER IS LIMITED

- 5. The share capital of the company is Shs. 2,000,000/- divided 100 ordinary shares of Shs. 20,000/- each with power for the company to increase or reduce the said capital with or without any preference, priority or special privilege or subject to any postponement rights or to any conditions or restrictions, so that unless the conditions of issue shall otherwise expressly be declared, every issue of shares whether declared to be preference or otherwise, shall be subject to the power hereinafter contained.

We, the several persons whose names, postal addresses and occupations are hereunto 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 share in the capital of the company set opposite our respective names.

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NAMES AND POSTAL ADDRESS AND OCCUPATION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBERS	SIGNATURES OF SUBSCRIBERS
1 Omongot Charles P.O BOX 16673 KAMPALA BUSINESS MAN.	40	
2 Ssebulime Wycliffe James	40	
3 Nangobi Yunia		

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WILIAM DRAKU

REGISTRAR OF COMPANIES
KAMPALA

Dated at Kampala this 16th day of MARCH 2008.

WITNESS TO THE ABOVE SIGNATURES:

Signature: 

Name in full: BYALCATIONA JESUS

Postal Address: P.O. BOX 35727 K/M

Occupation: LAW CLERK

FILED THIS DOCUMENT
FEE PAID 28,000 RECEIPT NO. 2665946

THE REPUBLIC OF UGANDA

THE COMPANIES ACT CAP. 110
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION

OF
NEL LINES INTEGRATED SERVICES LIMITED

REGISTRAR OF COMPANIES
KAMPALA

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WILLIAM DRAKU
REGISTRAR OF COMPANIES
KAMPALA

The Company is a "PRIVATE COMPANY" and accordingly:-

- (a) The right to transfer shares is restricted in the manner herein prescribed.
- (b) The number of members of the Company (exclusive of persons who are in the employment of the company and for persons who have been formerly in the employment have continued to be member of the Company) limited to fifty provided that where two or more persons hold one or more shares in the company jointly they shall for the purpose of this Articles be treated as a single member.

PRELIMINARY

- 1. The regulations contained in Table "A" of the first schedule to the Companies Act, shall apply to the Company subject to the medications special provisions herein contained.
- 2. In these Articles if not inconsistent with the subject or objects the words standing in the first column for the following Table shall bear the meaning set opposite them respectively in the second column.

WORDS

MEANINGS

The Company

The Company Act Cap 110

The Act

The Companies Act and every other

Act	For the time being in force affecting the Company.
The Office	The registered office for the time being of the Company.
Paid	Paid or credited as paid.
The Register	The register of members of the Company requires to Be kept by section 112 of the Act.
The Seal	The Common seal of the company.
The Secretary	Any person appointed to perform the duties of the Secretary of the Company.

Save as aforesaid any words or expressions defined in the statutes shall bear the same meaning in the articles.

- Any branch or kind of business which the company is either expressly or by implication authorized to undertake may be undertaken by the Directors at such a time as they shall think fit and further may be suffered by them to be in abeyance whether such branch or kind of business may such branch or kind of business.
- The office shall be at such places in Uganda, as the Directors shall from time to time appoint.

TRANSFER AND TRANSMISSION OF SHARES

- Any party to this agreement proposing to transfer any shares shall give notice in writing to the other parties. The transfer notice shall specify the number of shares the transferor proposes to transfer. The initial parties to this agreement shall have priority over any party to purchase such shares.
- Subject to such of the restrictions of these articles as may be applicable any member may transfer all or any of his/her shares by instrument in writing in any usual or common form or any other form which the Directors may approve.

When transferring shares, priority should be given to the existing shareholders.

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THE REPUBLIC OF UGANDA

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THE COMPANIES ACT CAP. 110

COMPANY LIMITED BY SHARES

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MAUDAH ALI ZARIWE
REGISTRAR OF COMPANIES
KAMPALA

MAUDAH ALI ZARIWE
REGISTRAR OF COMPANIES
KAMPALA
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MEMORANDUM OF ASSOCIATION
OF
NEL LINES INTE. GRATED SERVICES LIMITED

1. The name of the company is NEL LINES INTERGRATED SERVICES LIMITED
2. The registered office of the company shall be situated in the Republic of Uganda.
3. The objects for which the company is registered are:
 - a) To supply and distribute of general merchandise, logistics and stationery of all kind and to carry on the business of franchising computer sales, repair and maintenance, distribution, consultancy, art printers, colour printers, offset printers, etching printers, lithographic printers, photogravure printers, roll form and automatic printers, trade printers and printers generally.
 - b) To carry on the business of and suppliers/dealers in Computer and accessories, typewriters, duplicating and printing machines, calculating machines, tape recorders, Dictaphones and their accessories and components, office furniture, equipment and requisites of all kinds.
 - c) To carry on the business of magazines, periodical, and journals proprietors, press agent, newsagent, publishers, booksellers, book binders, whole and retails stationers, fancy goods and leather goods dealers and account book manufacturers and dealers in paper and associated product.

WILLIAM DRAKU
REGISTRAR OF COMPANIES
KAMPALA

properly incurred by the attending and retiring from meeting of the company or in connection with the business of the company.

41. Any director who serves on any committee or devotes special attention to the business of the company or who otherwise performs service which in the opinion of directors are outside the scope of the ordinary duties of a director may be paid such extra remuneration by way of salary percentage of profits or otherwise as the directors may determine.

The names of the first directors shall be:

1. Omongot Charles
2. Ssebulime Wycliffe James
3. Nangobi Yunia

BORROWING POWERS

42. The directors may exercise all powers of the company to borrow money over and above the company's share capital and to mortgage or charge its undertaking property and uncalled capital or any part thereof and to issue debenture, debenture stock whether outright or as security for any debt, liability or obligation of the company of any third party.

POWERS OF DIRECTORS

43. The business of the company shall be managed by the directors who may pay all expenses incurred in promoting and registering the company and may exercise all such powers of the company as are not by the Act or by these articles required to be exercised by the company in general meeting subject nevertheless to any regulations of those regulations being not inconsistent with the aforesaid regulations or provisions as many be prescribed by the act of the directors which would have been valid if that regulations has not been made.
44. The directors may from time to time at any time by powers of attorney appoint any company, firm or person or body of persons whether nominated directly or indirectly by the directors to be attorney or attorneys of the company for such discretion (not exceeding those vested in or exercised by the directors under these articles) and for such periods and subject to such conditions as they think fit any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with such attorney and may also authorize any such authorities and discretion vested in him.

We, the several persons whose names, postal addresses and occupations are hereunto subscribed are desirous of being formed into a company in pursuance of this Articles of Association.

NAMES AND POSTAL ADDRESS AND OCCUPATION OF SUBSCRIBERS		SIGNATURES OF SUBSCRIBERS
1.	Omongot Charles	<i>[Signature]</i> CERTIFIED TRUE COPY
2.	S ebulime Wycliffe J ames	<i>[Signature]</i> CERTIFIED TRUE COPY
3.	Nangobi Yunia	<i>[Signature]</i> CERTIFIED TRUE COPY



MAUDAH

REGISTRAR OF COMPANIES
KAMPALA



WILLIAM DRAKU

REGISTRAR OF COMPANIES
KAMPALA

REGISTRAR OF COMPANIES
KAMPALA

Dated at Kampala this day of

WITNESS TO THE ABOVE SIGNATURES:

Signature: *[Signature]*

Name in full: *BYAKAZONDA DESS*

Postal Address: *P.O Box 35227 Kln*

Occupation: *Law Clerk*

