

THE COMPANIES ACT 2002

COMPANY LIMITED BY SHARES

MEMORANDUM
AND
ARTICLES OF ASSOCIATION

OF

BESTA DIAGNOSTIC CENTRE LIMITED

Incorporated this day of 2012

DRAWN BY
DINGQIANG SHEN
2ND DOOR, 6TH FLOOR
BLOCK BK
HONGZHOU
CHINA

TANZANIA
STAMP DUTY RECEIPT
3000
31/5/12

TANZANIA
STAMP DUTY RECEIPT
3000
31/5/12

THE COMPANIES ACT NO. 12 OF 2002
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION

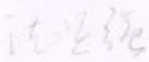

OF
BESTA DIAGNOSTIC CENTRE LIMITED

1. The name of the company "BESTA DIAGNOSTIC CENTRE 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 otherwise engage in the business of professional consultant, manufacture, suppliers, sellers, pharmaceuticals, medical equipments, laboratory equipments, organize market survey into the supply of medicines equipments, surgical instruments and any type of equipment which may be used to enhance the foregoing objects. To carry the business of maintaining diagnostic laboratories, Diagnostic kits.
 - (b) To carry out the business of wholesale and diagnostic, laboratory services, retail Pharmaceutical Chemists and druggists and of the dispensing of medicines. To carry on the business of manufacturing chemists and druggists.
 - (c) To carry out on the business of selling human medicines as wholesalers and retailers, to open pharmaceuticals stores in any part of the country, importing and selling locally all types of medicine equipments, laboratory equipments and all types of hospital supplies including surgery equipment.
 - (d) To engage in and or otherwise carry on the business of professional health cares own and run Hospitals, super health practitioners and general consultants in health administration, promoters of safety measurers, importers, suppliers, distributors, wholesalers, retailers, and suppliers of bulky and/or specific human and animal medicines, to own and run pharmaceutical industries and act as representatives for manufacturers of all types of Medicare products, cosmetics, Hospital chemicals, Medical colleges and Tropical disease research centers, develop and produce all types of human and animal medicines using naturally raw materials, chemicals.
 - (e) To carry the business of importer and exporters, wholesalers, retailers, general merchants, provision store, general store keepers, universal providers, to establish supermarkets, duty free shops, import and export,

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Rhodan
RHODA REUBEN MWANU
Advocate, Notary Public & Commissioner for Oaths

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 the capital of the Company set opposite our respective names.

NAMES, ADDRESSES, AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE
DINGQIANG SHEN 2 ND DOOR 6 TH FLOOR BLOCK BK HONGZHOU - CHINA	7,000	
MR. SHIYI SHI 2 ND DOOR 6 TH FLOOR BLOCK BK HONGZHOU - CHINA	3,000	

Dated at Dun this 31 day of May 2012

Witness to the above signatures

Name

Signature :

Postal Address:

Qualification :



Certified as a True Copy of the Original


KHODA PEUBEN M'WANI
 Advocate, Notary Public & Court Officer for Courts

5000F
23/09/2012

23/09/2012

THE COMPANIES ACT NO. 12 OF 2002
PRIVATE COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION

BESTA DIAGNOSTIC CENTRE LIMITED

1. In these articles -

"the Act" means the Companies Act.

"the articles" means the act of the company;

"clear days" in relation to the period of a notice means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect.

"the seal" means any person appointed to perform the duties of the secretary of the company.

"Secretary" shall mean any person appointed to perform the duties of Secretary of the Company;

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photograph, and other modes of representing or reproducing words in a visible form.

Unless the context otherwise requires, words or expressions contained in these articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these articles become binding on the company.

MEMBERS

2. The number of members with which the company proposes to be registered is but the directors may from time to time register an increase of members.
3. The subscribers to the memorandum of association and such other persons as the directors shall admit to membership shall be members of the company.

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Advocate, Notary Public & Commissioner for Oaths

receipt to notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.


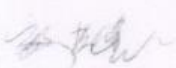
PROCEEDINGS AT GENERAL MEETINGS

9. All business shall be deemed special that is transacted at an extraordinary general meeting, and also all that is transacted at an annual general meeting, with the exception of declaring a dividend, the consideration of the accounts, balance sheets, and the reports of the directors and auditors, the election in the place of those retiring and the appointment of, and the fixing of the remuneration of the auditors.
10. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business; two persons, entitled to vote on the business to be transacted, each being a member or a proxy for a member or a duly authorized representative of a corporation, shall be a quorum.
11. If within half an hour from the time appointed for the meeting quorum is not present, or if during the course of a meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week, at the same time and place, or to such other day and at such other time and place as the directors may determine.
12. The Chairman, if any, of the board of directors or in his absence some other director nominated by the directors shall preside as chairman of the general meeting, but if neither the chairman nor such other director (if any) be present within fifteen minutes after the time appointed for the holding of the meeting and willing to act, the directors present shall elect one of their number to be chairman of the meeting and, if there is only one director and willing to act, he shall be chairman.
13. If at any meeting no director is willing to act as chairman or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their number to be a chairman of the meeting.
14. The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business which might properly have been transacted at the meeting had the adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days notice of the adjourned meeting shall be given specifying the time and place of the meeting and the general nature of the business to be transacted. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

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R. K. B. W. N. U.
KHODA R. B. W. N. U.
Advocate, Ministry of Justice & Government Secretariat

59. Any notice to be given to or by any person pursuant to the articles shall be in writing except that a notice calling a meeting of directors need not be in writing. The company may give any notice to a member either personally or by sending it by post in a prepared envelope addressed to the member at his registered address, or by leaving it at that address. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying, and posting a letter containing the notice, and to have been effected at the expiration of seventy - two hours after the letter containing the same was posted. A member whose registered address is not within the Tanzania and who gives to the company an address within the Tanzania at which notices may be given him shall be entitled to have notices given to him at that address, but otherwise no such member shall be entitled to receive any notice from the company.

NAMES, ADDRESSES, AND DESCRIPTION OF SUBSCRIBERS	NUMBER OF SHARES TAKEN	SIGNATURE
DINGQIANG SHEN 2 ND DOOR 6 TH FLOOR BLOCK BK HONGZHOU - CHINA	7,000	
MR. SHIYI SHI 2 ND DOOR 6 TH FLOOR BLOCK BK HONGZHOU - CHINA	3,000	

Dated at Dism this 31 day of May 2012

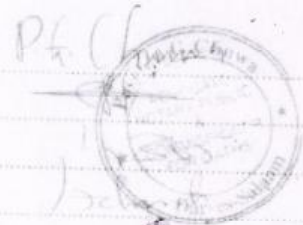
Witness to the above signatures

Name

Signature :

Postal Address:

Qualification :



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RHODA TEUBEN MWANRI
 Advocate, Notary Public & Court Officer for Courts

