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THE COMPANIES ORDINANCE

(Cap. 212 of the laws of Tanganyika)

COMPANY LIMITED BY SHARES

MEMORANDUM

and

Articles of association

of

KEEN FEEDERS LIMITED

INCORPORATED THIS 17TH DAY OF JANUARY 2006

DRAWN BY:

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ARUSHA.
TANZANIA

THE COMPANIES ORDINANCE (CAP. 212)

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

KEEN FEEDERS LIMITED

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- 25307/10-1-06
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1. The name of the Company is "KEEN FEEDERS LIMITED"
 2. The Registered Office of the Company will be situated in the United Republic of Tanzania.
 3. The objects for which the Company is incorporated are:
 - (a) To carry on all or any of the business of agricultural Chemicals, veterinary medicines and agricultural inputs.
 - (b) To carry on the business of real estate agents
 - (c) To carry on the business and acts merchants, traders communication agents, carriers or in any other capacity in the United Republic of Tanzania and continent of Africa or elsewhere and to buy, sell barter exchange produce articles and merchandise.
 - (d). To carry on the business of management, administration, catering, public relations, personnel management of tourist boarding house.
 - (e) To carry on the business of general merchants, general storekeepers, universal providers, importers, exporters and wholesale and/or retail traders of otherwise dealers of an in cotton, silk and woolen goods and textiles fabrics of all kinds.
 - (f) To carry on the business, and acts as merchants, traders, commission agents, carriers, or in any other capacity, in the United Republic of Tanzania and continent of Africa or elsewhere. And to import, export, buy, sell, barter exchange produce, articles and merchandise.
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THE COMPANIES ORDINANCE (CAP.212)
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
KEEN FEEDERS LIMITED

(A PRIVATE COMPANY PRELIMINARY)

1. The regulation contained in the Table "A" in the first schedule to the Companies Ordinance (Cap. 212) such Table being hereinafter called "Table "A" shall apply to the Company save in so far as they are excluded or varied hereby, that it is to say the Clauses of Table "A" number 11, 28,66,69,72 to 80 both inclusive, 82,92 and 102 shall not apply to this Company but, in Lieu thereof, and in addition to the remaining clauses of Table "A", the following shall be the regulations of the Company.
2. The Company shall be a private company and accordingly the following shall have effect:-
 - a) The Company shall not offer any of its shares or debentures to the public for subscription.
 - b) The number of the members of the Company (exclusive of persons who are in the employment of the Company and of persons who, having been formerly in the employment of the Company, were while in such employment and have continued after the determination such employment to be members of the Company) shall not at any time exceed fifty.
 - c) The transfer of shares in the Company shall be restricted in the manner hereinafter provided.
3. The Company shall be entitles to treat the person whose name appears up on the Register in respect of the any shares as the absolute owner thereof and hall not be under any obligation to recognize any trust or equitable claim to or partial interest in such share whether or not it shall have express or other notice thereof.
4. The Company pay a commission to any person in consideration of his subscribing or agreeing to subscribe, whether absolutely or conditionally, for any shares in the Company or for procuring or agreeing to produce subscriptions, whether absolute or conditional, for any shares in the Company at any rate not exceeding one percent of the nominal amount of shares subscriptions, whether absolute or conditional, for any shares in the Company at any rate not exceeding one percent of the percent of the nominal amount of shares subscribed or agreed to be subscribed, or the subscription whereof is procured or agreed to be procured.

[Handwritten Signature] 7