

THE COMPANIES ACT, 2002

(Act No. 12 of 2002)

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM
AND
ARTICLES OF ASSOCIATION

OF

AFRICAN GREENLAND SAFARIES LIMITED

Incorporated this _____ day of _____ 2009

DRAWN BY:

GEORGE AUGUSINO D'SOUZA
(SUBSCRIBER)
P.O. Box 10063,
ARUSHA
TANZANIA
TEL +255754690924

THE COMPANIES ACT, 2002

(Act No. 12 of 2002)

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

AFRICAN GREENLANDSAFARIES LIMITED

1. The name of the Company is "AFRICAN GREENLAND SAFARIES 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 established are: -
 - (a) To carry on the business as tour operator, tour guard, car hire, mountain climbing guarding, camping site to tourists, hotel reservation, air ticketing agent, transporters, and carriers of passengers and consumable goods, transporters, livestock, other animals and all types of merchandise for reward by road, rail, air and sea and a shipping, chartering and transport agents and proprietors of warehouses and as coach and other vehicles proprietors.
 - (b) To carry business of hotels, camping site development, real estate development, estate agent, builder, commission agents, contractors, plumbers, sewerage repairers and cleaners, electricians, renovators, toilet repairs and painters and decorators and also carpenters.
 - (c) To carry on the business as international traders, worldwide gemstones traders, importers, exporters, sellers, buyers, suppliers, distributors, wholesalers, retailers, agents, manufacturers, representatives and dealers in goods, stores, consumable articles of merchandise, general merchandise and commodities and foodstuff.

- (d) To carry on the business of event management, buying and selling all types of media and be advertising contractors and agents in any media and any other business connected with advertising, publicity or public relations and business promotion.
- (e) To carry on the business of real estate development, estate agents, builders, commission agents, contractors, plumbers, sewerage repairers and cleaners, electricians, renovators, toilet repairs and painters and decorators and also carpenters
- (f) To acquire, carry on and undertake all or any part of the business, property and liabilities of any person or company carrying on business similar to that which the company is authorized to carry on, or possessed of rights or property suitable for any of the purposes of the company, and to purchase, acquire, sell and deal with the shares and securities of any such person or company.
- (g) To enter into partnership or into any arrangements for sharing profits, union of interest, co-operation, joint adventure, reciprocal concessions or otherwise, with any person or company carrying on, or engaged in, or about to carry on or engaged in any business or transaction which the Company is authorized to carry on or engaged in, or any business or transaction capable of being conducted so as, directly or indirectly, to benefit the Company, and to lend money to, guarantee the contracts, of, or otherwise assist any such person or company and to take, purchase or otherwise acquire shares and securities of any such company and to sell, hold, re-issue with or without guarantee, or otherwise deal with the same.
- (h) To carry out the business of agriculture farming, flowers farming, diary farming, animals feed production & selling, to establish farms for Cattle, Pigs, Goats, poultry and to keep all types of animals and birds and to do consultancy business on agriculture & farming and to acquire land and carry on the business of farming in all its branches
- (i) To carry on the business of event management and to adopt such means of publishing the activities, exhibitions, productions and to advertise in the press, by circulars, by posters, by purchasing and exhibiting works and other objects of art or interest, by organizing and conducting competitions, by granting prizes, rewards and donations, and by publishing leaflets, periodicals and books.
- (j) To carry on the business of entertainment promoters, sports promoters, artistes managers, talent promoters, training and representative in all or any spheres of entertainment and sport.

- (k) To take or otherwise acquire and hold shares in any other company, having objects altogether or in part similar to those of the Company, or carrying on any business capable of being conducted so as directly or indirectly to benefit the Company.
- (l) To carry on all or any of the businesses of the manufacturers, sellers and distributors of and dealers in all kinds of pharmaceuticals and medical preparations, drugs, herbals, perfumes, hair dressings, dyes, cosmetics, skin preparations, soaps, oil and accessories, of every description, and pharmaceuticals, medicinal, proprietary and industrial preparations, compounds and articles of all kinds, substances and things usable in or for making up or packing any of the products in which the company is authorized to deal, or which may be required by persons dealing with the company.
- (m) To carry on the business of information technology, software and hardware telephonic, telegraphic and cable company, telephonic, telegraphic and cable contractors, electricians and mechanical engineers, electric light heating and power suppliers and in particular to establish, work, manage, control and regulate telephonic and telegraphic exchanges and works for the supply of electric light, heat, motive power or otherwise for public or private purposes and to transmit and facilitate the transmission of telephonic, telegraphic and cable communications and messages and to take over general contract work on laying of telecommunications cables and construction, electrical wiring and all manner of engineering works.
- (n) To carry on the business as suppliers, buyers, sellers and dealers in all types of hotel equipment, crockery, cutlery, furniture, fittings, utensils, glass and plates, linen, foods, vegetables, provisions, groceries, soap and goods for hotel and catering purposes.
- (o) To purchase, take on lease or in exchange, hire or otherwise acquire any real and personal property, and any rights or privileges which the company may think appropriate for the purposes of its business, and in particular any land, buildings, easements, machinery, plant and stock in trade
- (p) To conduct and carry on the business of clearing and forwarding agents and shippers on the basis of commission fee or agency charges in respect of any freight, consignments of goods, ware, merchandise of every kind and description by air, sea and land, and to establish and carry on the trade or business of travel agents and tour operators.
- (q) To take over or enter into contracts or to let the same to sub-contractors.
- (r) To vary the investments of the company.

- (s) To raise and borrow money by the issue of shares or otherwise.
- (t) To mortgage or charge all or any part of the property and rights of the Company, including its uncalled capital.
- (u) To carry on the trade of warehousemen, removers, stores, packers and carriers of movable property of every description.
- (v) To issue warrants to persons warehousing goods with the Company and to lend money upon the security of such goods.
- (w) To carry on in the United Republic of Tanzania or elsewhere all or any one or more of the following business namely the buying, selling, letting, on hire, hire purchase or easy payment system, of manufactures and contractors of articles and goods of all kinds.
- (x) To manufacture, buy, sell, exchange, alter, improve, manipulate, prepare for market, and otherwise, deal in all kinds of plant, machinery, apparatus, tools, utensils, substances, materials, and things necessary or convenient for carrying on any of the above specified businesses or proceedings or usually dealt in by persons engaged in the like.
- (y) To carry on all or any of the business of importers, exporters, warehousemen, insurance agents, shipping agents, forwarding agents, manufactures' agents, and representatives, traders, merchants, auctioneers, wholesale and retail dealers, in articles of all kinds.
- (z) To carry on any other business which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the property or rights of the Company.
- (aa) To build, construct, alter, maintain, enlarge, pull down, remove or replace, and to work, manage and control any buildings, offices, factories, mills, shops, machinery, engines, roads, ways, tramways, railways, branches, or sidings, bridges, reservoirs, watercourses, wharves, electric works, and other works and conveniences which may seem calculated directly or indirectly to advance the interest of the Company, and to join with any other person or company in doing of these things.
- (bb) To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint adventure or reciprocal concession or for limiting competition with any person or company carrying on or engaging in, any business or transaction which the Company is authorized to carry on or engage in, or which can be carried on in

- (jj) To sell, lease, mortgage, or otherwise dispose of the property, assets, or undertaking of the Company or any part thereof, for such consideration as the Company may think fit, and in particular for shares, stock, debentures, or other securities of altogether or in part similar to those of the Company.
- (kk) To distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction, if any, for the time being required by law.
- (ll) To do all such other lawful businesses as may be deemed fit by the company.

AND it is hereby declared that:

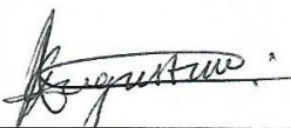

- (i) The objects specified in each of the paragraphs of this clause shall be regarded as independent objects and accordingly shall in no way be limited or restricted (except where otherwise expressed in such paragraphs) by reference to or inference from the terms of any other paragraph or the name of the Company but may be carried out in as full and ample a manner and construed in as wide a sense as if each of the said paragraphs defined the objects of a separate and distinct company.

- 4. The liability of the members is **limited**.
- 5. The share Capital of the Company is Tanzania Shillings **FIVE HUNDRED MILLION (TShs. 500,000,000/=** divided into **500,000 Shares** of Tanzania Shillings one thousand (TShs. 1,000/=) only each.

The Company has power to increase or reduce the said capital and to issue any part of its capital, original or increased, with or without any preference, priority, or special privilege or subject to any postponement of rights or to any conditions or restrictions; and so that, unless the conditions of issue shall otherwise expressly declare, every issue of shares, whether declared to be preference or otherwise, shall be subject to the power hereinbefore contained.

The shares in the original or any increased capital may be divided into several classes and there may be attached thereto, respectively any preferential, deferred or other special rights, privileged, conditions or restrictions as to dividend capital, voting or otherwise

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 Occupation of Subscribers	Number of Shares taken	Signature of Subscribers
GEORGE AUGUSINO D'SOUZA P.O.BOX 10063, ARUSHA, TANZANIA PHONE +255 754 690924	95,000	
BRENDA AUGUSINO D'SOUZA P.O.BOX 10063, ARUSHA, TANZANIA TEL +255 714 004597	5,000	
TOTAL NUMBER OF SHARES TAKEN	100,000	

Dated at Dsm this 15th day of JANUARY 2008

WITNESS to the above Signature:

NAME: BEDTUS F.
 SIGNATURE:
 POSTAL ADDRESS: P.O. BOX 22216 DAR ES SALAM
 QUALIFICATION: ADVOCATE



TANZANIA

Stamp Duty Shs. 5000/-

PAID ON ORIGINAL

Receipt No: 34403642. 15/11/09

[Signature]

Stamp Duty Office

THE COMPANIES ACT, 2002

(Act No. 12 of 2002)

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

OF

AFRICAN GREENLAND SAFARIES LIMITED

1. The regulations in Table "A" in the First Schedule to the Companies Act, 2002 shall not apply to the Company.
2. In these presents, if not inconsistent with the subject or context, the words standing in the first column of the table next hereinafter contained shall bear the meanings set opposite to them respectively in the second column thereof.

Table "A" Not to Apply

WORDS	MEANINGS
The Act	The Companies Act, No. 12 of 2002.
These presents	These Articles of Association, as now framed, or as from time to time altered by Special Resolution.
Office	The Registered Office of the Company.
Seal	The Common Seal of the Company.
Month	Calendar month.
Year	Calendar year.
Writing	Unless the contrary intention appears, "writing" shall be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form.
Dividend	Dividend and/or bonus.

TANZANIA

Stamp Duty Shs. 2500/- Paid

Receipt No: 34403642. 15/11/09

[Signature]

Asst. Registrar of Companies

The expressions "Debenture" and "Debenture holder" shall include "Debenture Stock" and "Debenture Stockholder", and the expression "Secretary" shall include a temporary or assistant Secretary and any person appointed by the Directors to perform any of the duties of the Secretary.

Save as aforesaid any words or expressions defined in the Act shall, if not inconsistent with the subject or context, bear the same meaning in these presents.

The marginal notes are inserted for convenience only and shall not affect the construction of these presents.

Words importing the singular number only shall include the plural and the converse shall also apply.

Words importing males shall include females.

3. The Company is a **private** company and accordingly:-

Private Company

- (a) the right to transfer shares is restricted in manner hereinafter prescribed.
- (b) the members of the company (exclusive of persons who are in the employment of the Company) is 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 Article, be treated as a single member;
- (c) any invitation to the public to subscribe for any shares or debentures of the company is prohibited;
- (d) the Company shall not have power to issue share warrants to bearer.

SHARE CAPITAL

Share Capital

6. The share Capital of the Company is Tanzania Shillings **FIVE HUNDRED MILLION (TShs. 500,000,000/=** divided into **500,000 Shares** of Tanzania Shillings one thousand (TShs. 1,000/=) only each.

LOANS BY THE COMPANY

Company's own shares
not to be purchased

5. No part of the funds of the Company shall be employed in the purchase of or in loans upon the security of the Company's shares. The Company shall not, except as authorized by the Act, give any financial assistance for the purpose of or in connection with any purchase of share in the Company.

RIGHTS OF SHARE HOLDERS

6. Without prejudice to any special rights previously conferred on the holders of any shares or class of shares already issued (which special rights shall not be modified or abrogated except with such consent or sanction as is provided by the next in accordance with the following Article) any share in the Company (whether forming part of the original capital or not) may be issued with such preferred, deferred or other special rights, or such restrictions, whether in regard to dividend, return of capital, voting or otherwise, as the Company may from time to time by ordinary resolution determine, and subject to the provisions of the Act the Company may issue Preference Shares which are, or which at the option of the Company are to be, liable to be redeemed.

Issue of shares subject
to special conditions

MODIFICATION OF RIGHTS

How rights of shares
may be modified

7. Whenever the capital of the Company is divided into different classes of shares, the special rights attached to any class may, subject to the provisions of the Act, be modified or abrogated, either with the consent in writing of the holders of three-fourths of the issued shares of the class, or with the sanction of a Special Resolution passed at a separate General Meeting of such holders (but not otherwise), and may be so modified or abrogated either whilst the Company is a going concern or during or in contemplation of a winding up. To every such separate General Meeting all the provisions of these presents relating to General Meetings of the Company or to the proceedings thereat, shall *mutatis mutandis*, apply, except that the necessary quorum shall be two persons at least holding or representing by proxy one-half in nominal amount of the issued shares of the class (but so that if at any adjourned meeting of such holders a quorum as above defined is not present, those Members who are present shall be a quorum), and that the holders of shares of the class shall, on a poll, have one vote in respect of every shares of the class held by them respectively.

valid as if every such person had been duly appointed, and was qualified and had continued to be a Director and had been entitled to vote.

ALTERNATE DIRECTORS

100. Any Director may at any time appoint any person approved by the Board to be an Alternate Director of the Company and may at any time remove any Alternate Director so appointed by him from office. An Alternate Director so appointed shall not be entitled to receive any remuneration from the Company or to appoint an Alternate, but shall otherwise be subject to the provisions of these presents with regard to Directors. An alternate Director shall be entitled to receive notices of all meetings of the Board, and to attend and vote as a Director at any such meeting at which the Director appointing him is not personally present, and generally to perform all the functions of his appointer as a Director in the absence of such appointer. An Alternate shall ipso facto cease to be an Alternate Director if his appointer ceases for any reason to be a Director. All appointments and removals of Alternate Directors shall be effected by writing under the hand of the Director making or revoking such appointment left at the office.

Provisions for appointing and removing Alternate Directors

MINUTES

101. The Directors shall cause proper minutes to be made in books to be provided for the purpose of all appointments of officers made by the Directors, of the proceedings of all meetings of Directors and committees of Directors and of the attendances thereat, and of the proceedings of all meetings of the Company and all business transacted, resolutions passed and orders made at such meetings, and any such minute of such meetings if purporting to be signed by the Chairman of such meeting, or by the Chairman of the next succeeding meeting of the Company or Directors or committee, as the case may be, shall be sufficient evidence without any further proof of the facts therein stated.

Records of appointments and proceedings to be kept

THE SEAL

102. The Seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Board and shall be so affixed in the presence of at least one Director and the Secretary or some other person approved by the Board, both of whom shall sign every instrument to which the Seal is so affixed in their presence.

Formalities for affixing seal

AUTHENTICATION OF DOCUMENTS

103. Any Director or the Secretary or any person appointed by the Directors for the purpose shall have power to authenticate any documents affecting the constitution of the Company (including the Memorandum and Articles of Association) and any resolutions passed by the Company or the Board, and any books, records, documents and accounts relating to the business of the Company, and to certify copies thereof or extracts therefrom as true copies or extracts, and where any books, records, documents or accounts are else where than at the Office, the local manager or other officer of the Company having the custody thereof shall be deemed to be a person appointed by the Directors as aforesaid.
- Power to authenticate documents

DIVIDENDS

104. Subject to any special rights as to dividend attached to any new class of shares in accordance with these presents, the profits of the Company available for dividend and resolved to be distributed in respect of any financial year or other period for which the Company's accounts are made up and submitted to the Company in General Meeting shall be apportioned and paid to the Members according to the amounts paid on the shares held by them respectively during any portion or portions of the period in respect of which the dividend is paid but if any share is issued on terms providing that it shall rank for dividends as from a particular date, such share shall rank for dividends accordingly.
- Payment of dividends
105. No dividend shall be payable except out of the profits of the Company, or in excess of the amount recommended by the Directors.
- Dividends payable only out of profits
106. Any General Meeting declaring a dividend may resolve that such dividend be paid wholly or in part by the distribution of specific assets, and in particular of paid up shares, debentures or debenture stock of the Company, or paid up shares, debentures or debenture stock of any other company, or in any one or more of such ways.
107. If and so far as in the opinion of the Directors the profits of the Company justify such payments, the Directors may pay to the holders of any class of shares interim dividends thereon of such amounts and on such dates as they think fit.
- Payment of interim dividends
108. No unpaid dividend, bonus or interest shall bear interest as against the Company.
- Dividends not to bear interest
109. The Directors may retain any dividends and bonuses payable on
- Retention of dividends

shares on which the Company has a lien, and may apply the same in or towards satisfaction of the debts, liabilities or engagements in respect of which the lien exists.

110. The payment by the Directors of any unclaimed dividend into an unclaimed dividend account shall not constitute the Company a trustee in respect thereof, and any dividend unclaimed after a period of twelve years from the date of declaration of such dividend shall be forfeited and shall revert to the Company.

Unclaimed dividends

111. If several persons are registered as joint holders of any share any one of them may give effectual receipts for any dividend or other moneys payable on or in respect of the share.

Dividends due to joint holders

RESERVES

112. The Directors may from time to time set aside out of the profits of the Company and carry to reserve such sums as they think proper which shall at the discretion of the Directors be applicable for meeting contingencies or for the gradual liquidation of any debt or liability of the Company or for repairing or maintaining the works plant and machinery of the Company or for special dividends or bonuses or for equalising dividends or for any other purposes to which the profits of the Company may properly be applied and pending such application may at the like discretion either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the Directors think fit. The Directors may divide the reserve into such special funds as they think fit, and may consolidate into one fund any special funds or any parts of any special funds into which the reserve may have been divided as they think fit. The Directors may also without placing the same to reserve carry forward any profits which they may think it not prudent to divide.

Carry profit to reserve

Application of reserve

Division of reserve into special funds

Power to carry forward profits

113. The Directors may establish a reserve to be called the Capital Reserve, which shall not be available for dividend, but which shall be available to meet depreciation or contingencies or for repairing, improving, or maintaining any property of the Company or for such other purposes as the Directors may in their discretion think conducive to the interests of the Company, and the Directors may invest the sums standing to the Capital Reserve in such investments as they think fit, other than shares or stock of the Company, and may from time to time deal with or vary such investments and dispose of all or any part thereof with full power to employ the Capital Reserve in the business of the Company, and that without keeping it separate from the other assets and with power to divide the said Capital Reserve into separate accounts or funds if they think fit.

Power to establish and deal with a Capital Reserve

CAPITALIZATION OF PROFITS AND RESERVES

114. The Company in General Meeting may, upon the recommendation of the Directors, resolve that it is desirable to capitalize any undivided profits of the Company not required for paying the fixed dividends or Preference Shares if any (including profits carried and standing to the credit of any reserve or reserves or other special account), and accordingly that the Directors be authorized and directed to appropriate the profits resolved to be capitalized to the Members in the proportions in which such profits would have been divisible amongst them had the same been applied in paying dividends instead of being capitalized, and to apply such profits on their behalf, either in or towards paying up the amounts, if any, for the time being unpaid on any shares held by such Members respectively, or in paying up in full unissued shares, debentures or securities of the Company of a nominal amounts equal to such profits, such shares, debentures or securities to be allotted and distributed credited as fully paid up, to and amongst such Members in the proportion aforesaid, or partly in one way and partly in the other.
- Power to capitalize profits

ACCOUNTS

115. The Directors shall cause proper books of account to be kept with respect to:-
- Directors to keep proper acco
- (a) all sums of money received and expended by the Company and the matters in respect of which such receipt and expenditure takes place;
 - (b) all sales and purchases of goods by the Company; and
 - (c) the assets and liabilities of the Company.
116. The books of account shall be kept at the Office, or at such other place as the Directors think fit, and shall always be open to the inspection of the Directors. No Member (other than a Director) shall have any right of inspecting any account or book or document of the Company except as conferred by the Act or authorized by the Directors or by the Company in General Meeting.
- Inspection of books
117. The Directors shall once at least in every year lay before the Company in General Meeting a profit and loss account and a balance sheet containing a general summary of the capital, the assets, and the liabilities of the Company arranged under suitable heads, both made up to a date not more than six months before the meeting.
- Submission of balance sheets and profits and loss account

118. Every such balance sheet as aforesaid shall be signed on behalf of the Board by two of the Directors, and shall have attached to it a report of the Directors as to the state of the Company's affairs and the amount which they recommend to be paid by way of dividend to the Members, and the amount (if any) which they have carried or propose to carry to the Capital Reserve, Fund, general reserve or reserve account shown specifically on the balance sheet or to be shown specifically on a subsequent balance sheet. The balance sheet shall also have attached or annexed to it, the Auditors' report and such other documents as the Act may require.

Signature of balance sheets

AUDIT

Appointment of Auditors

119. The Company shall at each Annual General Meeting appoint an Auditor or Auditors to hold office until the next ensuing Annual General Meeting. The Auditor's report shall be read before the Company at the Annual General Meeting and shall be open to inspection by any Member. The Auditors' duties shall be regulated in accordance with the Act.

120. No Director or other officer of neither the Company nor any person who is a partner of or in the employment of an officer of the Company, or any corporation, shall be capable of being appointed Auditor of the Company.

Directors not be Auditors

NOTICES

121. Any notice or document may be served by the Company on any Member wherever resident either personally or by fax or telex or by sending it through the post in a prepaid letter addressed to such Member at his registered address as appearing in the Register of Members, provided that if such address is outside Tanzania, such letter shall be sent by air mail. In respect of joint holdings, all notices shall be given to that one of the joint holders whose name stands first in the Register of Members, and notice so given shall be sufficient notice to all the joint holders.

Service of Notices

122. Any notice or other document, if sent by telefax or telex shall be deemed to have been served as soon as the message has been transmitted, and if served by post, shall be deemed to have been served Ninety-six hours after the letter containing the same is posted, and in proving such service it shall be sufficient to prove that the letter containing the notice or document was properly addressed, stamped and posted.

Proof of postage to be sufficient proof of service

123. Any notice or document delivered or sent by post to or left at the registered address of any Member in pursuance of these presents shall, notwithstanding that such Member be then dead or bankrupt, and whether or not the Company have notice of his death or bankruptcy, be deemed to have been duly served in respect of any share registered in the name of such Member as sole or joint holder, and such service shall for all purposes be deemed a sufficient service of such notice or document on all persons interested (whether jointly with or as claiming through or under him) in the share.

Service to be sufficient notwithstanding death or bankruptcy of Member served

WINDING-UP

124. If the Company shall be wound up (whether the liquidation is voluntary, under supervision, or by the Court), the liquidator may with the authority of a Special Resolution, divide among the Members in specie or kind the whole or any part of the assets of the Company and whether or not the assets shall consist of property of one kind or shall consist of properties of different kinds and may for such purpose set such value as he deems fair upon any one or more class or classes of property and may determine how such division shall be carried out as between the Members or different classes of Members. The liquidator may, with the like authority, vest any part of the assets in trustees upon such trusts for the benefit of Members as the Liquidator with the like authority shall think fit, and the liquidation of the Company may be closed and the Company dissolved, but so that no contributory shall be compelled to accept any shares in respect of which there is a liability.

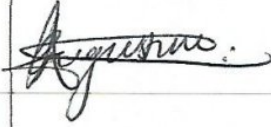

Provisions relating to liquidation

INDEMNITY

125. Subject to the provisions of the Act every Director, Managing Agent, Auditor, Manager, Secretary or officer or Servant of the Company shall be entitled to be indemnified by the Company against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.
126. No Directors, Managing Agent, Auditor or other officers of the Company shall be liable for the acts, receipts, neglects or defaults of any other Director or Officer, or for joining in any receipt or other act for conformity or for any loss or expense happening to the Company through the insufficiency or deficiency of title to any property acquired by order of the Directors for or on behalf of the

Indemnity of Directors and officers or servants

Company, or for the insufficiency or deficiency or any security in or upon which any of the moneys of the Company shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any moneys, securities or effects shall be deposited, or for any loss occasioned by any error of judgment, omission, default or oversight on his part, or for any other loss, damages or misfortune whatsoever which shall happen in relation to the execution of the duties of his office or in relation thereto, unless the same happen through his own dishonesty.

Names, Addresses and Occupation of Subscribers	Number of Shares taken	Signature of Subscribers
GEORGE AUGUSINO D'SOUZA P.O.BOX 10063, ARUSHA, TANZANIA PHONE +255 754 690924	95,000	
BRENDA AUGUSINO D'SOUZA P.O.BOX 10063, ARUSHA, TANZANIA TEL +255 714 004597	5,000	
TOTAL NUMBER OF SHARES TAKEN	100,000	

Dated at Arusha this 15th day of Jan 2008

WITNESS to the above Signature:

NAME BERTUS E. MPP
 SIGNATURE [Handwritten Signature]
 POSTAL ADDRESS P.O. Box 22216
 QUALIFICATION Arusha

