

**COMMONWEALTH OF THE BAHAMAS**

New Providence

I, \_\_\_\_\_ of the Island of New Providence, \_\_\_\_\_ declare and say that I was present and saw \_\_\_\_\_ and \_\_\_\_\_ both of the Island of New Providence aforesaid sign the attached Memorandum of Association for the purposes therein mentioned; and that I subscribed my name as the witness to the due execution thereof.

Declared this \_\_\_ day )  
 )-----  
of \_\_\_\_\_ AD., 2015 )

Before me,

Notary Public.

**COMMONWEALTH OF THE BAHAMAS**

The Companies Act, 1992  
(No. 18 of 1992)

Company Limited by Shares

**MEMORANDUM OF ASSOCIATION**

**OF**

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(A PRIVATE COMPANY)

1. The name of the Company is \_\_\_\_\_
2. The Registered Office of the Company will be situate at Lagoon Court, Sandy Port the Island of New Providence, one of the Islands of The Bahamas.
3. The object of the company is to engage in any act or activity that is not prohibited under any law for the time being in force in The Bahamas or in any jurisdiction where the Company conducts its business Provided Always that the Company shall not conduct any activity or business requiring permission or a licence from any governmental authority in the relevant jurisdiction without being in possession of such permission or licence.
4. The liability of the members is limited.
5. The authorised share capital of the Company is Five Thousand Dollars, in the currency of The Commonwealth of The Bahamas (\$5,000.00) divided into Five Thousand Shares (5,000) shares of the par value of One Dollar (\$1.00) each, with power to divide the shares in the capital for the time being, whether original or increased, into several classes, and to attach thereto any preferential, deferred, qualified, or special rights, privileges or conditions whether as to voting, return of capital, dividends, or otherwise.
6. No subscriber to these presents may take less than one share.

7. The Company proposes to be registered with Two (2) share-holders for One (1) share each at par value.

8. The Company is a private company.

**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.

**AS WITNESS** our hands this \_\_\_\_ day of \_\_\_\_\_, 2015

Names, Addresses & Descriptions of Subscribers	No. of Shares taken by each Subscriber
_____ P.O. Box CB - 10967 Nassau, Bahamas	<b>One (1)</b>
_____ P.O. Box CB-10967 Nassau, Bahamas	<b>One (1)</b>
Total number of shares taken	<u><b>Two (2)</b></u>

**WITNESS** to the above signatures:

I, \_\_\_\_\_ the undersigned, being a Counsel and Attorney of the Supreme Court of the Commonwealth of The Bahamas do hereby solemnly and sincerely declare that to the best of my knowledge and belief no signatory to the above Memorandum of Association is a person who:

- (a) is under the age of majority;
- (b) has been found to be of unsound mind by a tribunal in The Bahamas or elsewhere;
- (c) is an undischarged bankrupt.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2015.

\_\_\_\_\_  
Counsel and Attorney-at-Law

Before me,

\_\_\_\_\_  
Notary Public