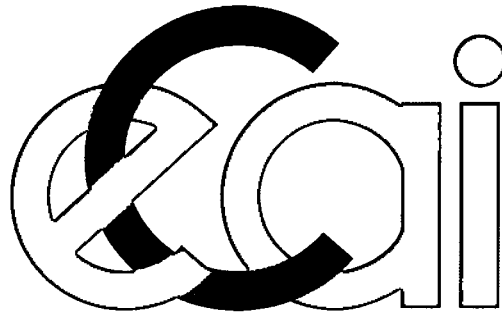




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eCommerce Association Ireland

CONSTITUTION

OF

**ECAI (ECOMMERCE ASSOCIATION OF
IRELAND)**

COMPANY LIMITED BY GUARANTEE

COMPANIES ACT 2014

COMPANY LIMITED BY GUARANTEE (AND NOT HAVING A SHARE CAPITAL)

CONSTITUTION

OF

ECAI (ECOMMERCE ASSOCIATION OF IRELAND) COMPANY LIMITED BY GUARANTEE

MEMORANDUM OF ASSOCIATION

1. The name of the Company is ECAI (eCommerce Association of Ireland) Company Limited by Guarantee.
2. The company is a company limited by guarantee, registered under Part 18 of the Companies Act 2014.
3. The objects for which the Company is established are to set standards, encourage good practice, provide information, and promote the use of eCommerce in Ireland.
4. To carry on any other trade or business which can in the opinion of the Board of Directors, be advantageously carried on by the company in connection with or ancillary to any business or the general trading of the Company, or any of its objects.
5. The following are the powers of the Company:
 - (a) To enter into any contracts or arrangements with Government or Authorities, supreme, municipal, local or otherwise, or with any companies, firms or persons that may seem conducive to the attainment of the Company's objectives or any of them and to obtain from any such government, authority, company firm or person any charters, decrees, rights privileges and concessions and to carry out, exercise and comply with such charters, decrees, rights privileges or concessions;
 - (b) To accept gifts or real or personal property whether or not subject to any special trust for the purpose of the Company and so far as the law or this Memorandum permits to comply with any condition expressed in relation to such gifts;
 - (c) To establish, promote, operate, amalgamate, confer and consult with, accept or otherwise assist or support any company, trust, association or Society established with objects similar to this Company and which, in the opinion of the Company is calculated or likely to further the objects of this Company whether directly or indirectly and which prohibits the distribution of their income and property;

- (d) To receive grants from Government and other sources for the promotion of the objects of the Company;
- (e) To purchase, take on lease, exchange, hire or otherwise acquire any real or personal property that may be legally held, and such rights or privileges which the Company may think necessary or convenient for the purpose of its undertaking;
- (f) To make, provide, repair, maintain and deal in goods of any kind in such manner as the Company may think fit for the promotion of its objects;
- (g) To invest and deal with monies and property of the Company not immediately required in such manner as may from time to time be determined;
- (h) To borrow or raise or secure the payment of money in such manner as the Company shall think fit;
- (i) To draw, make, accept, endorse or issue promissory notes and other negotiable instruments;
- (j) To improve, manage, cultivate, develop, exchange, let on lease or otherwise, mortgage, charge, sell or dispose of, or turn to account, grant rights and privileges in respect of or otherwise deal with all or any part of the property and rights of the Company;
- (k) To enter into and make contracts for the employment of such persons as the Company may deem fit and as may be necessary or beneficial for the purposes of the Company;
- (l) To support and subscribe to any charitable philanthropic or public objects any institution, Society or club which may be for the benefit of the Company or to give and award pensions, annuities, gratuities and superannuation or other allowances or benefits or charitable aid to any persons who are or have been employees of or are or have been employed by or who are otherwise serving or have served the Company and to spouses, widows, widowers, children and other relations and dependants of such persons and to make payments towards insurance and set up, establish, support and maintain superannuation or other funds or schemes (whether contributory or non-contributory) for the benefit of such persons and of their spouses, widows, widowers, children and other relatives and dependants.
- (m) To adopt all means including the granting of prizes, awards, certificates of membership, donations and promotion and provision of conferences, public and private meetings, discussions, dissemination of books, writings, pamphlets and the organisation and holding of exhibitions, and the employment of all visual and oral communication of the publicising, promoting and furthering the objects and proceedings of the Company.
- (n) To organise, conduct and manage subscriptions, lotteries, pools, raffles, flag collection, competitions, dances, sales of work and all entertainments and all such

enterprises and activities as the Company shall consider desirable for the purpose of raising funds for the attainment of the objects of the Company;

- (o) To make rules governing the conduct of the Company or the members thereof;
 - (p) To enter into partnership or into any arrangement for the sharing of profits union of interest, co-operation, joint venture reciprocal concession or otherwise with any person, company or partnership carrying on or engaged in or about to carry on or engage in any business or transaction capable of being so conducted so as to directly or indirectly benefit the Company and to lend money to, guarantee contracts of, or otherwise assist any such person, company or partnership as aforesaid shall prohibit the distribution of its income and property.
 - (q) To act as trustee of any property real or personal for any of the objects of the Company or for any other purpose that may seem conducive to the objects of the Company;
 - (r) To procure the Company to be registered or recognised in any foreign country or place and
 - (s) To do all such things which the Company may deem to be incidental or conducive to the attainment of the above objects or any of them or which may be conveniently carried on or done in connection therewith or which may be calculated directly or indirectly to promote the objects of the Company.
6. The liability of the members is limited.
 7. Every member of the Company undertakes to contribute to the assets of the Company, in the event of it being wound up while he is a member, or within one year afterwards, for payment of the debts and liabilities of the Company contracted before ceasing to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of contributories among themselves, such amount as may be required not exceeding one euro.
 8. If upon the winding up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Company, but shall be given or transferred to some other Company or institution having objects similar to the objects of the Company and which shall prohibit the distribution of its or their income and property among its or their members to the extent at least as great as is imposed on the Company, such Company or institutions to be determined by the members of the Company at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object.
 9. The Company is a non-profit organisation and must apply its funds and assets solely in pursuance of its main object(s) as set forth in this Memorandum of Association.
 10. No portion of the Company's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to members of the Company. No Director shall be appointed to any office of the Company paid by salary or fees, or receive any remuneration or other benefit in money or money's

worth from the Company. However, nothing shall prevent any payment in good faith by the Company of:

- (a) Reasonable and proper remuneration to any member, officer or servant of the Company (not being a Director) for any services rendered to the Company.
- (b) Interest at a rate not exceeding 5% per annum on money lent by Directors or other members of the Company to the Company;
- (c) Reasonable and proper rent for premises demised and let by any member of the Company (including any Director to the Company):
- (d) Reasonable and proper out of pocket expenses incurred by any Director in connection with attendance to any matter affecting the Company
- (e) Fees, remuneration or other benefit in money's worth to any Company of which a Director may be a member holding not more than one hundredth part of the issued capital of such Company.

ARTICLES OF ASSOCIATION

PRELIMINARY

1. The provisions of the Companies Act 2014 are adopted and shall only apply to this Company in so far as they are consistent with these Articles and the following shall be the Regulations of the Company

MEMBERS

2. The number of members with which the company proposes to be registered is 2, 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.
4. The rights and privileges of a member shall not be transferable and shall cease on the member's death or resignation or removal from membership. Any member who shall desire to resign his membership of the company shall give to or leave with the secretary of the company at the office of the company a letter in writing notifying his resignation and on receipt of such notice he shall cease to be a member of the company provided any financial obligations to the company of which he may have entered into in conjunction with the other members of the company be discharged.
5. The directors shall have power at their discretion to remove the name of any member from the Register of Members. The resolution requiring such removal of the name of a member shall be passed at a meeting of the directors specially convened and by a majority of at least two-thirds of the votes given thereon and any member whose name is so removed shall thereupon cease to be a member of

the company and shall not have any redress against the company or any of the directors.

6. The rights and liabilities attaching to any Members of the Company may be varied from time to time by a Special Resolution of the Company.

GENERAL MEETINGS

7. All general meetings of the company shall be held in the State.
8. (a) Subject to paragraph (b), the company shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year and shall specify the meeting as such in the notices calling it; and not more than 15 months shall elapse between the date of one annual general meeting of the company and that of the next.

(b) So long as the company holds its first annual general meeting within 18 months of its incorporation, it need not hold it in the year of its incorporation or in the following year. Subject to Article 7, the annual general meeting shall be held at such time and at such place in the State as the directors shall appoint.
9. All general meetings other than annual general meetings shall be called extraordinary general meetings.
10. The directors may, whenever they think fit, convene an extraordinary general meeting and extraordinary general meetings shall also be convened on such requisition, or, in default, may be convened by such requisitionists, as provided by Section 132 of the Act. If at any time there are not within the State sufficient directors capable of acting to form a quorum, any director or any two members of the company may convene an extraordinary general meeting in the same manner as nearly as possible as that in which meetings may be convened by the directors.

NOTICE OF GENERAL MEETINGS

11. Subject to the Companies Act 2014 an Annual General Meeting and a meeting called for by passing of a special resolution shall be called by twenty one days' notice in writing at the least and a meeting of the Company (other than an Annual General Meeting or a meeting for the passing of a special resolution) shall be called by fourteen days' notice in writing at the least. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given and shall specify the place, the day and the hour of the meeting and in the case of special business and general nature of that business, and shall be given in manner hereinafter mentioned to such persons as are under the Articles of the Company entitled to receive notices from the Company.
12. The accidental omission to give notice of a meeting to or the non-receipt of notices of a meeting by any person entitled to receive the notice shall not invalidate the proceeding at that meeting.

13. Notice in writing of the date and place may be sent by any form of communication (save verbal notice) written, electronic, digital or otherwise to each paid-up member at least twenty one days prior to the date of the meeting.
14. Notice to any member that all documents are available on the Company's website and/or link shall be sufficient communication of the contents of the accompanying documents.
15. Only fully paid up members of the Company shall be entitled to attend an Annual General Meeting and Extraordinary General Meetings.

PROCEEDINGS AT GENERAL MEETINGS

16. 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 the consideration of the accounts, balance sheets and the reports of the directors and auditors, the election of directors in the place of those retiring, the re-appointment of the retiring auditors, and the fixing of remuneration of the auditors.
17. 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; three members present in person or by proxy, not being less than two individuals, shall be a quorum.
18. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it 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, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.
19. The chairman, if any, of the board of the directors shall preside as chairman at every general meeting of the company, or if there is no such chairman, or if he is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the directors present shall elect one of their number to be chairman of the meeting.
20. If at any meeting no director is willing to act as chairman or if no director is present within 15 minutes after the time appointed for holding the meeting, the members present shall choose one of their number to be chairman of the meeting.
21. 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 left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. 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.

22. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded:-

- (a) by the chairman; or
- (b) by at least three members present in person or by proxy; or
- (c) by any member or members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the members having the right; to vote at the meeting.

Unless a poll is so demanded, a declaration by the chairman that a resolution has, on a show of hands, been carried or carried unanimously or by a particular majority or lost, and an entry to that effect in the book containing the minutes of proceedings of the company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. The demand for a poll may be withdrawn.

23. If a poll is duly demanded it shall be taken in such manner as the chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
24. Where there is an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a second or casting vote.
25. A poll demanded on the election of a chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the chairman of the meeting directs, and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.
26. A resolution in writing signed by all the members for the time being entitled to attend and vote on such resolution at a general meeting (or being bodies corporate by their duly authorised representatives) shall be as valid and effective for all purposes as if the resolution had been passed at a general meeting of the company duly convened and held and may consist of two or more documents to the same effect each signed by one or more members and if described as a special resolution shall be deemed to be a special resolution.

VOTES OF MEMBERS

27. Every member shall have one vote.
28. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a

poll, by his committee, receiver, guardian, or other person appointed by that court, and any such committee, receiver, guardian, or other person may vote by proxy on a show of hands or on a poll.

29. No member shall be entitled to vote at any general meeting unless all moneys immediately payable by him to the company have been paid.
30. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the chairman of the meeting whose decision shall be final and conclusive.
31. Votes may be given either personally or by proxy.
32. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing, or, if the appointer is a body corporate, either under seal or under the hand of an officer or attorney duly authorised. A proxy need not be a member of the company.
33. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office or at such other place within the State as is specified for that purpose in the notice convening the meeting before the commencement of the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, before the commencement of the taking of the poll, and in default the instrument of proxy shall not be treated , as valid.
34. An instrument of proxy may be in any common form or in such other form as the directors shall approve. Instruments of proxy need not be witnessed.
35. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

BODIES CORPORATE ACTING BY REPRESENTATIVES AT MEETINGS

36. Any body corporate which is a member of the company may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the company, and the person so authorised shall be entitled to exercise the same powers on behalf of the body corporate which he represents as that body corporate could exercise as if it were an individual member of the company.

ANNUAL SUBSCRIPTIONS

37. The Directors shall be entitled from time to time to determine any Annual Subscriptions to be payable by any member of the Company. Such subscriptions shall be payable in advance of the 1st day of the month membership is due to commence. In the event that any member shall cease to be a member in any year that member shall not be entitled to any rebate of his Annual Subscriptions paid for that year.

RESIGNATION, CESSATION AND EXPULSION OF MEMBERSHIP

38. (a) A member may by notice in writing to the Secretary of the Company resign his membership of the Company.
- (b) Membership of the Company shall automatically cease on any members' death.
- (c) If any member shall refuse or wilfully neglect to comply with any of these Articles of Association or shall have being guilty of such conduct as in the opinion of the Directors either shall have rendered him unfit to remain a member of the Company or shall be injurious to the Company or if the Directors shall for any other good reason require that a member shall be expelled such members may by a Resolution of the Directors be expelled from membership provided that he shall have been given notice of the intended resolution for his expulsion and shall have been afforded an opportunity of giving orally or in writing to the Directors any explanation or defence as he may think fit.

DIRECTORS

39. The first directors of the company shall be determined in writing by the subscribers of the memorandum of association or a majority of them.
40. The number of directors shall not be less than two and unless and until otherwise determined by the Association shall not be subject to any maximum.

BORROWING POWERS

41. The directors may exercise all the powers of the company to borrow money and to mortgage or charge its undertaking and property or any part thereof, and to issue debentures, debenture stock, and other securities, whether outright or as security for any debt, liability or obligation of the company or of any third party.

POWERS AND DUTIES OF DIRECTORS

42. 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 Companies Act 2014 or by these articles required to be exercised by the company in general meeting, subject nevertheless to the provisions of the Act and of these articles and to such directions, being not inconsistent with the aforesaid provisions, as may be given by the company in general meeting: but no direction given by the company in general meeting shall invalidate any prior act of the directors which would have been valid if that direction had not been given.
43. The directors may from time to time and at any time by power of attorney appoint any company, firm or person or body of persons, whether nominated directly or indirectly by the directors, to be the attorney or attorneys of the company for such purposes and with such powers, authorities and discretions (not exceeding those vested in or exercisable by the

directors under these Articles) and for such period and subject to such conditions as they may think fit, and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorney as the directors may think fit and, may also authorise any such attorney to delegate all or any of the powers, authorities and discretions vested in him.

44. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for moneys paid to the company, shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by such person or persons and in such manner as the directors shall from time to time by resolution determine.
45. The directors shall cause minutes to be made in books provided for the purpose:-
- a) of all appointments of officers made by the directors;
 - b) of the names of the directors present at each meeting of the directors and of any committee of the directors;
 - c) of all resolutions and proceedings at all meetings of the company, and of the directors and of a committee of directors.

DISQUALIFICATION OF DIRECTORS

46. The office of director shall be vacated if the director:-
- (a) is removed by notice in writing signed by a majority of his co-directors being not less than two individuals; or
 - (b) is adjudged bankrupt in the State or in Northern Ireland or Great Britain or makes any arrangement or composition with his creditors generally; or
 - (c) becomes prohibited from being a director by reason of any order made under the Companies Act 2014; or
 - (d) becomes of unsound mind; or
 - (e) resigns his office by notice in writing to the company; or
 - (f) is convicted of an indictable offence unless the directors otherwise determine.

ROTATION OF DIRECTORS

47. The directors shall not retire by rotation.

VOTING ON CONTRACTS

48. A director may vote in respect of any contract in which he is interested or any matter arising thereout.

APPOINTMENT AND REMOVAL OF DIRECTORS

49. The directors shall have power at any time, and from time to time, to appoint any person to be a director, either to fill a casual vacancy or as an addition to the existing directors, but so that the total number of directors shall not at any time exceed the number fixed in accordance with these articles.
50. The company may by ordinary resolution of which extended notice has been given in accordance with the Companies Act 2014 remove any director from office, notwithstanding anything in these articles or in any agreement between the company and such director.
51. Such removal shall be without prejudice to any claim such director may have for damages for breach of any contract of service between him and the company.
52. The company may by ordinary resolution appoint another person in place of a director removed from office. Without prejudice to the powers of the directors, the company in general meeting may appoint any person to be a director, either to fill a casual vacancy or as an additional director.

PROCEEDINGS OF DIRECTORS

53. The directors may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. Where there is an equality of votes, the chairman shall have a second or casting vote. A director may, and the secretary on the requisition of a director shall, at any time summon a meeting of the directors. If the directors so resolve it shall not be necessary to give notice of a meeting of directors to any director who being resident in the State is for the time being absent from the State.
54. The quorum necessary for the transaction of the business of the directors may be fixed by the directors, and unless so fixed shall be two.
55. The continuing directors may act notwithstanding any vacancy in their number but, if and so long as their number is reduced below the number fixed by or pursuant to the articles of the company as the necessary quorum of directors, the continuing directors or director may act for the purpose of increasing the number of directors to that number or of summoning a general meeting of the company, but for no other purpose.
56. The directors may elect a chairman of their meetings and determine the period for which he is to hold office; but, if no such chairman is elected, or if at any meeting the chairman is not present within 5 minutes after the time appointed for holding the same, the directors present may choose one of their number to be chairman of the meeting.
57. The directors may delegate any of their powers to committees consisting of such member or members of the board as they think fit; any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the directors.
58. A committee may elect a chairman of its meetings; if no such chairman is elected, or if at any meeting the chairman is not present within 5 minutes after the time appointed for holding the same, the members present may choose one of their number to be chairman of the meeting.

59. A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and when there is an equality of votes, the chairman shall have a second or casting vote.
60. All acts done by any meeting of the directors or of a committee of directors or by any person acting as a director shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such director or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a director.
61. A resolution in writing signed by each director shall be as valid as if it had been passed at a meeting of the directors duly convened and held, and may consist of one document or of two or more documents to the same effect each signed by one or more directors.

SECRETARY

62. The secretary shall be appointed by the directors for such term and at such remuneration and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.
63. A provision of the Act or these articles requiring or authorising a thing to be done by or to a director and the secretary shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, the secretary.

ACCOUNTS

64. The directors shall cause proper books of account to be kept relating to:-
 - a) all sums of money received and expended by the company and the matters in respect of which the receipt and expenditure takes place;
 - b) all sales and purchases of goods by the company; and
 - c) the assets and liabilities of the company.
65. Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the company's affairs and to explain its transactions.
66. The books of account shall be kept at the office or, subject to Companies Act 2014, at such other place as the directors think fit, and shall at all reasonable times be open to the inspection of the directors.
67. The directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the company or any of them shall be open to the inspection of members not being directors, and no member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by

statute or authorised by the directors or by the company in general meeting.

68. The directors shall from time to time in accordance with the Companies Act 2014 cause to be prepared and to be laid before the annual general meeting of the company such profit and loss accounts, balance sheets, group accounts and reports as are required by those Sections to be prepared and laid before the annual general meeting of the company.
69. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the annual general meeting of the company together with a copy of the directors' report and auditors' report shall, not less than 21 days before the date of the annual general meeting, be sent to every person entitled under the provisions of the Companies Act 2014 to receive them.

AUDIT

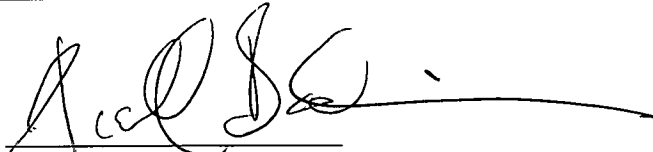
70. Auditors shall be appointed and their duties regulated in accordance with Companies Act 2014.
71. No other person shall be entitled to receive notices of general meetings.

Liability

72. Subject to the Companies Act 2014 no member of the Board or Officer of the Company shall be liable for the acts, receipts, neglects or defaults of any other member of the Board or Officer, for any monetary loss or expense happening to the Company through the insufficiency or deficiency of any security upon which any monies, securities or effects shall have been deposited or for any loss, damage or misfortune whatsoever which shall happen in the execution of his duties as a member of the Board in the execution of his office or in relation to trusts, unless the same shall happen through his own wilful neglect or default.

We, the several persons whose names and addresses are subscribed,
wish to be formed into a company in pursuance of this Constitution

NAME, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS



NIALL BODKIN
28 PARK VIEW
CASTLEKNOCK
DUBLIN 15

DIRECTOR




AEDIN KENEALY
210 WHITECLIFF
RATHFARNHAM
DUBLIN 16

DIRECTOR/COMPANY SECRETARY

Signature in writing of the above subscribers attested
by witness as provided for below

Witness to the above signatures:



CATHERINE BUCKLEY
ST. JAMES'S GATE
DUBLIN 8