

REPUBLIC OF SOUTH AFRICA  
COMPANIES ACT, 1973  
(Section 64)



FORM CM3

|    |                       |            |
|----|-----------------------|------------|
| Re | STARDUST PROJECTS 139 | Client Ref |
|    | 2010/013606/08        |            |

# Certificate of Incorporation

of a Company not having a Share Capital

*This is to certify that*  
**STARDUST PROJECTS 139 (Association incorporated under Sec 21)**

was this day incorporated under the Companies Act, 1973 (Act 61 of 1973), and that the Company is a Company limited by guarantee/\* and is incorporated under section 21 of the Act.

Signed and sealed at Pretoria this

*22* day of *June*

Two Thousand

CERTIFIED A TRUE COPY  
OF THE ORIGINAL

COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDEE WALTERS-DU PLOOY CA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

*[Signature]*  
Registrar of Companies

Seal of Companies Registration Office.

\* Delete if not applicable

This certificate is not valid unless sealed by the seal of the Companies Registration Office.

Form CM4

REPUBLIC OF SOUTH AFRICA  
COMPANIES ACT, 1973  
MEMORANDUM OF ASSOCIATION  
OF A COMPANY NOT HAVING A SHARE CAPITAL  
(Section 54(1); Regulation 17(3))

Registration number of company

COMPANIES AND INTELLIGENCE  
PROPERTY REGISTRATION OFFICE  
STARDUST PROJECTS 139  
2010/013606/08

REGISTRAR OF COMPANIES AND  
OF GLOBAL CORPORATIONS  
2010 -06- 04  
BACK OFFICE

1. NAME

1.1 The name of the company

STARDUST PROJECTS 139  
(ASSOCIATION INCORPORATED UNDER SECTION 21)

1.2 The name of the company in the other language of the Republic is

NONE

1.3 The shortened form of the name of the Company is

NONE

1.4 The financial year of the Company is

FEBRUARY

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**2. PURPOSE DESCRIBING THE MAIN BUSINESS:**

The main business which the company is to carry on:  
**COMMUNITY PROJECTS**

**3. MAIN OBJECT:**

The main object of the company is  
**COMMUNITY PROJECTS**

**4. ANCILLARY OBJECTS EXCLUDED:**

The specific ancillary objects, if any, referred to in Section 330) of the Act, which are excluded from the unlimited ancillary objects of the Company (any ancillary objects which are not in accordance with the main object must be excluded) are:  
**NONE**

**5. POWERS:**

- (i) The plenary powers of the Company are limited by the exclusion of the applicability of the powers contained in paragraphs (p), (q) and (s) of Schedule 2 to the Companies Act, 1973 (as amended) ("the Act") to the Company.
- (ii) Paragraphs (a), (b) and (c) will be executed only in accordance with the main object of the association;
- (iii) The specific powers or part of any specific powers of the Company set out in Schedule 2 of the Act, which are qualified under Section 34 of the Act. Powers (i) (g) (o) (k) (l) (m) (n) (o) and Cr) are modified to read as follows:
  - (f) Loans can only be granted to beneficiaries.
  - (g) Funds available for investment may only be invested with registered financial institutions as defined in section 1 of the Financial Institutions (Investment of Funds) Act, 1984, and in the acquisition of securities listed on a licensed stock exchange as defined in the Stock Exchanges Control Act, 1985 (Act no 1 of 1985).
  - (j) May only be affected in favor of beneficiaries
  - (k) "To form and to acquire an interest in any company or companies having the same or similar objects to the company for the purpose of acquiring the undertaking of all, or any of the assets or liabilities of the company or for any other purpose which may seem, directly or indirectly, calculated to benefit the company, and to transfer to any such company or companies the undertaking of or all or any assets or liabilities of the company. This power will only be exercised if such other companies objects are similar to the objects of the institution and that such companies are also exempt from the payment of income tax in terms of Section 10(1)(cB)(ixcc). The above-mentioned company and companies must be registered in terms of the Fund-raising Act, 1978;
  - (l) "To amalgamate with other companies having the same or similar objects as the company which power will only be exercised if such other companies objects are similar to the objects of the institution and that such companies are also exempt from the payment of income tax in terms of Section 10(1)(cB)(i)(cc). The above-mentioned company and companies must be registered in terms of the Fund-raising Act, 1978;
  - (m) "To take part in the management, supervision and control of the business or operations of any other company or business having the same or similar objects as the company and to enter into partnerships having the same or similar objects as the Company. This power will only be exercised if such other companies objects are similar to the objects of the institution and that such companies are also exempt from the payment of income tax in terms of Section 10(1)(cB)(i)(cc).
  - (n) "To remunerate any person or persons in cash for services rendered in its formation or in the development of its activities."
  - (o) "To make donations provided that no donations may be made to members or director of the Company."
  - (p) "To pay gratuities and pensions and establish pension schemes and incentive schemes in respect of its officers and employees."

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#### 6. CONDITIONS

The special conditions which apply to the Company and the requirements if any additional to those prescribed in the Act for their alteration are as follows:

6.1 The income and property of the company whensoever derived shall be applied solely towards the promotion of its main object and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise however, to the members of the company or its controlling or controlled company; provided that nothing herein contained shall prevent the payment in good faith of reasonable remuneration to any officer or servant of the association or to any member thereof in return for any services actually rendered to the association.

6.2 Upon its winding-up, deregistration, or dissolution, the assets of the association remaining after the satisfaction of all its liabilities shall be given or transferred to some other association(s) or institution(s), having objects similar to its main object and which is itself exempt from income tax in terms of section 10(1)(cB)(i)(cc), to be determined by the members of the association at or before the time of its dissolution or, failing such determination, by the Court. The above-mentioned association(s) or institution(s) must be registered in terms of the NPO Act of 1997.

#### 7. PRE-INCORPORATION CONTRACTS (IF ANY)

NONE

#### 8. GUARANTEE

8.1 The liability of members is limited to the amount referred to in 8.2 hereunder.

8.2 Each member undertakes to contribute to the assets of the company in the event of its being wound up either while he is a member or within 1 (ONE) year thereafter, for the purpose of payment of the debts and liabilities of the company contracted before he ceases to be a member, and of the costs, charges and expenses of the winding up, and for adjustment of the rights of the contributories amongst themselves, an amount not exceeding R1 00 (ONE RAND).

#### 9. DONATIONS

9. (a) All donations to the Fund shall be irrevocably and unconditionally.

(b) Funds may only be used within the Republic of South Africa.

(c) The association may not have the power to carry on any business, including, *inter alia*, ordinary trading operations in the commercial sense, speculative transactions, dividend stripping activities as well as the letting of property on a systematic or regular basis.

(d) Amendments to the memorandum and articles of association shall be made according to the procedure and in accordance with the provisions of the Companies Act, 1973, and amendments to the Memorandum and Articles of Association must be submitted to the Commissioner of Inland Revenue.

(e) At least 75% of the net income of the Association shall be paid out to an association as described in Article 10(1)(cB)(i)(cc) of the Income Tax Act and such payment shall be made within the period of 12 months as from the end of the financial year.

(f) Remuneration shall be reasonable to services actually rendered.

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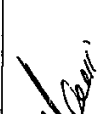
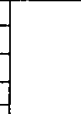
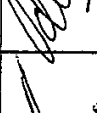
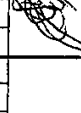
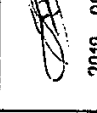

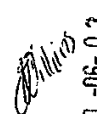
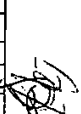
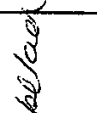
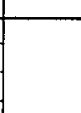

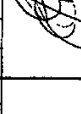
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ETIENNE DUNDEE WALTERS-DU PLOOY CA(SA)  
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ROUTE 21 CORPORATE PARK

FORM CM 4B

ASSOCIATION CLAUSE

We, the several persons whose full names, occupations, residential, business and postal addresses are subscribed are desirous of being formed into a company in pursuance of this memorandum of association and we respectively agree to become members of the company.

| Particulars of subscribers   | Date and signature  | Particulars of witnesses  | Date and signature  |
|--|---|---|---|
| 1. Full names: <u>BELINDA KLOPPER</u><br>Occupation: <u>BUSINESSWOMAN</u><br>Residential address: <u>32A SILWERVOS AVE. THERESA PARK. 0155</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0157</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u>                                     | <br>2010-06-02   | Full names: <u>ELIZE STEP</u><br>Occupation: <u>BUSINESS EXECUTIVE</u><br>Residential address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u> | <br>2010-06-02   |
| 2. Full names: <u>CATHERINA DORA DU FLESSIS</u><br>Occupation: <u>BUSINESS EXECUTIVE</u><br>Residential address: <u>89 PORTEBELLO DRIVE. CENTURION GOLF ESTATE. HIGHVELD EXT 7. 0157</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON. 0157</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u> | <br>2010-06-02   | Full names: <u>ELIZE STEP</u><br>Occupation: <u>BUSINESS EXECUTIVE</u><br>Residential address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u> | <br>2010-06-02   |
| 3. Full names: <u>CINDY MARGARET LOUW</u><br>Occupation: <u>BUSINESSWOMAN</u><br>Residential address: <u>CNR BERYL AVE &amp; RIVER RD. LYTTTELTON MANOR. 0157</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0157</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u>                  | <br>2010-06-02   | Full names: <u>ELIZE STEP</u><br>Occupation: <u>BUSINESS EXECUTIVE</u><br>Residential address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u> | <br>2010-06-02   |
| 4. Full names: <u>EDITH JESSIE WILKINS</u><br>Occupation: <u>BUSINESS EXECUTIVE</u><br>Residential address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0157</u><br>Business address: <u>136A BURGER AVENUE. LYTTTELTON MANOR. 0157</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u>                      | <br>2010-06-02 | Full names: <u>ELIZE STEP</u><br>Occupation: <u>BUSINESS EXECUTIVE</u><br>Residential address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u> | <br>2010-06-02 |
| 5. Full names: <u>HESTER GROBBELAAR</u><br>Occupation: <u>BUSINESSWOMAN</u><br>Residential address: <u>136A BURGER AVENUE. LYTTTELTON. 0157</u><br>Business address: <u>136A BURGER AVENUE. LYTTTELTON. 0157</u><br>Postal address: <u>PO BOX 16051. LYTTTELTON. 0140</u>  | <br>2010-06-02 | Full names: <u>ELIZE STEP</u><br>Occupation: <u>BUSINESS EXECUTIVE</u><br>Residential address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u> | <br>2010-06-02 |
| 6. Full names: <u>LYNN TERESA STRYDOM</u><br>Occupation: <u>BUSINESS WOMAN</u><br>Residential address: <u>136A BURGER AVENUE. LYTTTELTON MANOR. 0157</u><br>Business address: <u>136A BURGER AVENUE. LYTTTELTON MANOR. 0157</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u>                        | <br>2010-06-02 | Full names: <u>ELIZE STEP</u><br>Occupation: <u>BUSINESS EXECUTIVE</u><br>Residential address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u> | <br>2010-06-02 |
| 7. Full names: <u>SUZAN MASESI MAMBA</u><br>Occupation: <u>BUSINESS EXECUTIVE</u><br>Residential address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0157</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON. 0157</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u>                                 | <br>2010-06-02 | Full names: <u>ELIZE STEP</u><br>Occupation: <u>BUSINESS EXECUTIVE</u><br>Residential address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Business address: <u>136A BURGER AVE. LYTTTELTON MANOR. 0140</u><br>Postal address: <u>P O BOX 14195. LYTTTELTON. 0140</u> | <br>2010-06-02 |

"Sign" includes the reproduction of a signature, printing with an india-rubber stamp or other kind of stamp, or any other mechanical means.

"The Act" the Companies Act, 61 of 1973 (as amended).

"The Company in General Meeting" the Company acting by an ordinary resolution passed at a General Meeting.

"Writing" includes printing, typewriting, lithography or any other mechanical process or partly one and partly the other process.

#### REGISTER OF MEMBERS

3. The company shall maintain at its registered office a register of members of the company as provided in Section 105 of the Act. The register of members shall be open to inspection, as provided in Section 113 of the Act.

#### GENERAL MEETINGS

4. The company shall hold its first general annual meeting within 18 (EIGHTEEN) months after the date of its incorporation and shall thereafter in each year hold an annual general meeting; provided that not more than 15 (FIFTEEN) months shall lapse between the date of one annual general meeting and that of the next and that an annual general meeting shall be held within 9 (NINE) months after the expiration of the financial year of the Company.

5. Other general meetings of the company may be held at any time.

6. Annual general meetings and other general meetings shall be held at such time and place as the directors shall appoint or at such time and place as is determined if the meetings are convened under Section 179(4), 181, 182 or 183 of the Act.

#### NOTICE OF GENERAL MEETINGS

7. An annual general meeting and a meeting called for the passing of a special resolution shall be called by not less than 21 (TWENTY ONE) clear days notice in writing and any other general meeting shall be called by not less than 14 (FOURTEEN) clear days notice in writing. The notice shall be exclusive to the day on which it is served or deemed to be served and of the day for which it is given, and shall be given in a manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the Company in general meeting, to such persons as are, under these Articles, entitled to receive such notices from the company; provided that a meeting of the company shall, notwithstanding the fact that it is called by shorter notice than that specified in this Article be deemed to have been duly called if it is so agreed by a majority in number of the members having a right to attend and vote at the meeting, being a majority holding not less than 95% (NINETY FIVE PER CENTUM) of the total rights of all the members.

8. The accidental omission to give notice of any meeting to any particular member or members shall not invalidate any resolution passed at any such meeting.

#### PROCEEDINGS AT GENERAL MEETINGS

9. The annual general meeting shall deal with and dispose of all matters prescribed by the Act, including the consideration of the annual financial statements, the election of directors and the appointment of an auditor, and may deal with other business laid before it. All business laid before any other general meeting shall be considered special business.

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. Save as herein otherwise provided, 75% (SEVENTY FIVE PERCENT) members present in person shall be a quorum.

11. If within half an hour after 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 a day not earlier than 7 (SEVEN) days and not later than 21 (TWENTY ONE) days after the date of the meeting and if at such adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting the members present in person or by proxy shall be a quorum.

12. Where a meeting has been adjourned as aforesaid, the company shall, upon a date not later than 3 (THREE) days after the adjournment publish in a newspaper circulating in the province where the registered office of the company is situated, a notice stating;

12.1 the date, time and place to which the meeting has been adjourned;

12.2 the matter before the meeting when it was adjourned; and

12.3 the ground for adjournment.

13. The chairman, if any, of the Board of Directors shall preside as the chairman at every general meeting of the company.

14. If there is no such chairman, or if at any meeting he is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act as chairman, the members present shall elect one of their numbers to be chairman.

15. 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 at which the adjournment took place. When a meeting is adjourned, the provisions of Articles 10 and 11 shall *mutatis mutandis* apply to such adjournment.

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16. In the case of an equality of votes the chairman of the meeting shall be entitled to a second or casting vote.

**VOTES OF MEMBERS**

17. On a show of hands every member present in person and if a member is a body corporate, its representative, shall have 1 (ONE) vote.

**PROXIES**

18. The instruments appointing a proxy shall be in writing under the hand of the appointer or of his agent duly authorised in writing or, if the appointer is a body corporate, under the hand of an officer or agent authorised by the body corporate. A proxy need not be a member of the company. The holder of a general or special power of attorney, whether he is himself a member or not, given by a shareholder shall be entitled to attend meetings and to vote, if duly authorised under the power to attend and take part in the meetings.

19. 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 such power or authority shall be deposited at the registered office of the company more than 48 (FORTY EIGHT) hours before the time for holding the meeting at which the person named in the instrument proposes to vote, and in default of complying herewith the instrument of proxy shall not be valid after the expiration of 6 (SIX) months from the date when it was signed, unless so specifically stated in the proxy itself, and no proxy shall be used at an adjourned meeting which could not have been used at the original meeting.

20. The instrument appointing a proxy shall be in the following form or as near thereto as circumstances permit:

I of

being a member of hereby appoint

of or failing him

of as my proxy to vote for me and on my behalf at the annual general

meeting (as the case may be) of the company to be held on and at any adjournment thereof as

follows:

In Favor Against Abstain

Resolution to

Resolution to

Resolution to

(indicate instruction to proxy by way of a cross in space provided above). Unless otherwise instructed, my proxy may vote as he thinks fit.

Signed this day of SIGNATURE

(Note: A member entitled to attend and vote is entitled to appoint a proxy to attend, speak and on a poll vote in his stead, and such proxy need not also be a member of the company)

**DIRECTORS**

21.1 Unless and until otherwise determined by the company in general meeting, the number of directors shall not be less than two.

21.2 The first directors shall be appointed in writing by a majority of the subscribers to the memorandum of association but until directors are so appointed and whether or not the directors have been named by a majority of the subscribers to the memorandum every subscriber to the memorandum shall be deemed for all purposes to be a director of the company.

21.3 The reasonable remuneration of the directors in return for any services actually rendered to the company shall from time to time be determined by the company in general meeting.

**FILLING OF CASUAL VACANCIES ON, ANT) ADDITIONS TO BOARD OF DIRECTORS**


22. The directors may by unanimous decision at any time appoint any other person as a director, either to fill a casual vacancy or as an addition to the board, but so long as the total number of directors shall not at any time exceed the maximum number fixed; and provided that every appointment made in terms of this Article shall be subject to the confirmation of the company in general meeting at the next annual general meeting thereof.

**QUALIFICATIONS OF DIRECTORS**

23. It shall not be necessary for a director to be a member of the company in order to qualify him to act as such.

**ALTERNATE DIRECTORS**

24. Each director shall have the power to nominate any member of the company to act as alternate director in his place during his absence or inability to act as such director, provided that the appointment of an alternate director shall be approved by the board, and on such appointment being made, the alternate director shall, in all respects, be subject to the terms, qualifications and conditions existing with reference to the other directors of the company.

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25. The alternate directors, whilst acting in the stead of the directors who appointed them, shall exercise and discharge all the powers, duties and functions of the directors they represent. The appointment of any alternate director shall be revoked, and the alternate director shall cease to hold office, whenever the director who appointed him ceases to be a director or gives notice to the secretary of the company that the alternate director representing him has ceased to do so, and in the event of the disqualification or resignation of any alternate director during the absence or inability to act of the director whom he represents, the vacancy so arising shall be filled by the chairman of the directors who shall nominate a person to till such vacancy, subject to the approval of the board.

**POWERS AND DUTIES OF DIRECTORS**

26. The business of the company shall be managed by the directors who may pay all expenses incurred in promoting and incorporating the company, and may exercise all such powers of the company as are not by the Act, or by these articles, required to be exercised by the company in general meeting, subject to these articles, the provisions of the Act, and to such regulations, not inconsistent with the aforesaid articles or provisions, as may be prescribed by the company in general meeting, but no regulation prescribed by the company in general meeting shall invalidate any prior act of the directors which would have been valid if such regulation has not been made.

27. The directors on behalf of the company are entitled to:

27.1 Purchase or acquire in any way land, shares, debentures and every other kind or description of movable and immovable property;

27.2 Manage, insure, sell, lease, mortgage, dispose of, give in exchange, work, develop, build on, improve, turn to account or in any other way deal with its undertaking or all or any part of its property and assets;

27.3 Apply for, purchase or by any other means, acquire, protect, prolong and renew any patents, patent rights, licenses, trade marks, concessions or other rights and to deal with and alienate them;

27.4 Borrow money;

27.5 Secure the payment of moneys borrowed in any manner including the mortgaging and pledging of property and, without detracting from the generality thereof, in particular by the issue of any kind of debenture or debenture stock, with or without security;

27.6 Lend money to any person or company;

27.7 Invest money in any manner;

27.8 Open and operate banking accounts and to overdraw such accounts;

27.9 Make, draw, issue, execute, accept, endorse and discount promissory notes, bills of exchange and any other kind of negotiable or transferable instruments;

27.10 Enter into indemnities, guarantees and surety ships and to secure payment there under in any way;

27.11 "To form and to acquire an interest in any company or companies having the same or similar objects to the company for the purpose of acquiring the undertaking of all, or any of the assets or liabilities of the company or for any other purpose which may seem, directly or indirectly, calculated to benefit the company, and to transfer to any such company or companies the undertaking of or all or any assets or liabilities of the company. This power will only be exercised if such other company's objects are similar to the objects of the institution and that such companies are also exempt from the payment of income tax in terms of Section 10(1)(cB)(i)(cc). The above-mentioned company and companies must be registered in terms of the Fund-raising Act, 1978";

27.12 "To amalgamate with other companies having the same or similar objects as the company which power will only be exercised if such other companies objects are similar to the objects of the institution and that such companies are also exempt from the payment of income tax in terms of Section 10(1)(cB)(i)(cc). The above-mentioned company and companies must be registered in terms of the Fund-raising Act, 1978";

27.13 "To take part in the management, supervision and control of the business or operations of any other company or business having the same or similar objects as the company and to enter into partnerships having the same or similar objects as the Company. This power will only be exercised if such other companies objects are similar to the objects of the institution and that such companies are also exempt from the payment of income tax in terms of Section 10(1)(cB)(i)(cc). The above-mentioned company and companies must be registered in terms of the Fund-raising Act, 1978";

27.14 "To remunerate any person or persons in cash for services rendered in its formation or in the development of its activities."

27.15 "To make donations provided that no donations may be made to members or director of the Company."

27.16 "To pay gratuities and pensions and establish pension schemes and incentive schemes in respect of its officers and employees."

27.17 "To undertake and execute any trust of bona tide employees"

27.18 "To act as principals, agents, contractors or trustees."

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COMMISSIONER OF OATHS (RSA)  
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First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK



**BORROWING POWERS**

28. The directors may exercise all the powers of the company to borrow money and to mortgage or bind its undertaking and property or any part thereof.

**MANAGING DIRECTOR**

29. The directors may from time to time appoint one or more of their body to the office of managing director or manager for such terms and at such remunerations as they may think fit and revoke such appointment subject to the terms of any agreement entered into in any particular case. A director so appointed shall not, while holding such office, be subject to retirement by rotation, or be taken into account in determining the rotation of retirement of directors; but this appointment shall determine if he ceases for any reason to be a director.

30. The directors may from time to time entrust to or confer upon a managing director or manager, for the time being, such of the powers and authorities vested in them as they may think fit, and may confer such powers and authorities either collaterally or to the exclusion of, or in substitution for, all or any of the powers and authorities of the directors and may from time to time revoke or vary all of any of such powers and authorities.

31. The directors shall be paid all their traveling and other expenses properly and necessarily expended by them in and about the business of the company, and if any director shall be required to perform extra services or shall be otherwise specially occupied about the company's business, he shall be entitled to receive expenses to be fixed by the directors.

**MINUTES OF MEETINGS**

32. The directors shall, in terms of Section 204 of the Act, cause minutes to be kept:

32.1 of all appointments of officers;

32.2 of names of directors present at every meeting of the company and of the directors; and

32.3 of all proceedings at all meetings of the company and of the directors;

Such minutes shall be signed by the chairman of the meeting at which the proceedings took place or by the chairman of the next succeeding meeting.

**DISQUALIFICATION OF DIRECTORS**

33. The office of director shall be vacated if the director:

33.1 ceases to be a director or becomes prohibited from being a director by virtue of any provision of the Act; or

33.2 resigns his office by notice in writing to the company and the Registrar; or

33.3 for more than 6 (SIX) months is absent without permission of the directors from meetings of directors held during that period;

33.4 is directly or indirectly interested in any contract or proposed contract with the company and fails to declare his interest and the nature thereof in the manner required by the Act; or

33.5 is removed from office by an ordinary resolution of the company.

**PERIOD OF OFFICE OF DIRECTORS**

34. The directors shall retire by rotation by a retiring director shall be eligible for re-election. At the first annual general meeting of the company three of the directors (who shall be chosen by lot) shall retire from office. In the second year the same number who shall also be chosen by lot shall retire and thereafter the three who have been in office longest shall retire each year. Where necessary, any anomaly shall be determined by lot.

**REMOVAL OF DIRECTORS**

35. Notwithstanding the provisions of any contract for the time being existing, the company may by resolution remove any director from office and may, subject to the provisions of Article 21 by resolution appoint another person in his stead. The provisions of Section 220 and 215(3) of the Act shall be complied with in connection with the removal of a director.

**PROCEEDINGS OF DIRECTORS**

36. The directors may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they may deem fit. The quorum of directors necessary for the transaction of business may be fixed from time to time by the directors.

37. A director may at any time and the secretary upon the requisition of a director shall convene a meeting of the directors. A director who is not in the Republic of South Africa shall not, during such time as he is absent there from, be entitled to notice of any meeting.

38. Questions arising at any meeting of directors shall be decided by a majority of votes and in case of an equality of votes the chairman shall have a second or casting vote.

39. The directors may elect a chairman and deputy chairman and determine the period for which each is to hold office. The chairman, or in his absence the deputy chairman, shall be entitled to preside over all meetings of directors. If no chairman or deputy chairman is elected, or if at any meeting neither is within fifteen minutes of the time appointed for holding the same, present or willing to act as chairman thereof, the directors present shall choose one of their number to be chairman of such meeting.

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COMMISSIONER OF OATHS (RSA)  
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Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

40. Subject to the provisions of the Act a resolution in writing signed by all the directors, shall be as valid and effectual as if it had been passed at a meeting of the directors duly convened and held.

41. The continuing directors may act notwithstanding any vacancy on their body, but, if and so long as their number is reduced below the number fixed by or pursuant to these Articles as the necessary quorum of directors, the continuing directors may act for the purpose of increasing the number of directors, to that number, or of convening a general meeting of the company, but for no other purpose.

42. The directors may delegate any of their powers to committees consisting of such member or members of their body as they think fit. Any committee so formed shall, in the exercise of the powers so delegated, conform to any rules that may be imposed on it by the directors.

43. All acts done by any meeting of the directors or committee of directors or by any person acting as a director shall, notwithstanding that it he afterwards discovered that there was some defect in the appointment of any such directors or persons 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 were qualified to be director.

**ACCOUNTS**

44. The directors shall from time to time, in accordance with Section 286 and 288 of the Act, cause to be prepared and laid before the company in general meeting such annual financial statements as are referred to in those sections.

**AUDITORS**

45. The duly appointed auditors of the company shall subject to the provisions of the Act, hold office until another appointment or other appointments to the office shall be made at an annual general meeting of the company, and the provisions of Sections 270 and 271 of the act shall apply to and be complied with in connection with any appointment proposed to be made, or not made of an auditor or auditors of the company. The remuneration of the auditor or auditors shall be fixed by the company at each annual general meeting.

46. The appointment, powers, rights, remunerations and duties of the auditors shall be regulated by the provisions of the act.

**NOTICES**

47. A notice may be given by the company to any member either by advertisement or personally, or by sending it by post in a prepaid letter addressed to such member at his registered address or (if he has no registered address in the Republic) at the address (if any) within the Republic supplied by him to the company for the giving of notices to him.

48. Notice of every general meeting shall be given in any manner authorised:

48.1 to every member of the company except, in the case of notices to be given personally or sent by post, those members who (having no registered address within the Republic) have not supplied to the company an address within the Republic for the giving of notices to them; and

48.2 to the auditor for the time being of the company;

No other person shall be entitled to receive notice of general meeting.

49. Any notice by post shall be deemed to have been served at the time when the letter containing the same was posted, and any notice by advertisement shall be deemed to have been given on the day upon which the advertisement was published in the *Gazette*, and in proving the giving of the notice by post, it shall be sufficient to prove that the letter containing the notice was properly addressed and posted.

50. Every director, and officer of the company, and any person employed by the company as auditor, shall be indemnified out of the funds of the company against all liability incurred by him as such director, officer or auditor, in defending any proceedings, whether civil or criminal, in which judgement is given in his favor, or in which he is acquitted, or in respect of any proceedings which are abandoned or in connection with any application under Section 248 of the Act in which relief is granted to him by the Court.

51. No director, officer or employee of the company shall be liable for the act, receipts, neglects or defaults of any other director or officer or employee, or for joining in any receipt or other act for conformity, or for loss or expense happening to the company through the insufficiency or deficiency of 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 tortious acts of any persons with whom any moneys, securities or effects shall be deposited, or for any loss or damage occasioned by any error of judgement or oversight on his part, or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of his office, or in relation thereto, unless the same happen through his own negligence, default, breach of duty or breach of trust.

**DIVIDENDS**

52. No dividends shall be paid to the members of the company.

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COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDOE WALTERS-DU PLOOY CA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

**SIGNATORIES TO ARTICLES OF ASSOCIATION**

Form CM 44C

|   | Particulars of subscriber   | Date and Signature                          | Particulars of witness  | Date and Signature                          |
|---|---|---|---|---|
| 1 | <p>Full Names<br/>BELINDA KLOPPER</p> <p>Occupation:<br/>BUSINESSWOMAN</p> <p>Residential Address<br/>32A SILWERVOS AVE, THERESA PARK, 0155</p> <p>Business Address<br/>136A BURGER AVE, LYTTELTON MANOR, 0157</p> <p>Postal Address<br/>P O BOX 14195, LYTTELTON, 0140</p>                                     | <p><i>[Signature]</i></p> <p>2010-06-02</p> | <p>Full Names<br/>ELIZE STEP</p> <p>Occupation<br/>BUSINESS EXECUTIVE</p> <p>Residential Address<br/>136A BURGER AVE, LYTTELTON MANOR, 0140</p> <p>Business Address<br/>136A BURGER AVE, LYTTELTON MANOR, 0140</p> <p>Postal Address<br/>P O BOX 14195, LYTTELTON, 0140</p> | <p><i>[Signature]</i></p> <p>2010-06-02</p> |
| 2 | <p>Full Names<br/>CATHERINA DORA DU PLESSIS</p> <p>Occupation:<br/>BUSINESS EXECUTIVE</p> <p>Residential Address<br/>89 PORTEBELLO DRIVE, CENTURION GOLF ESTATE, HIGHVELD EXT 7, 0157</p> <p>Business Address<br/>136A BURGER AVE, LYTTELTON, 0157</p> <p>Postal Address<br/>P O BOX 14195, LYTTELTON, 0140</p> | <p><i>[Signature]</i></p> <p>2010-06-02</p> | <p>Full Names<br/>ELIZE STEP</p> <p>Occupation<br/>BUSINESS EXECUTIVE</p> <p>Residential Address<br/>136A BURGER AVE, LYTTELTON MANOR, 0140</p> <p>Business Address<br/>136A BURGER AVE, LYTTELTON MANOR, 0140</p> <p>Postal Address<br/>P O BOX 14195, LYTTELTON, 0140</p> | <p><i>[Signature]</i></p> <p>2010-06-02</p> |





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OF THE ORIGINAL

*[Signature]*

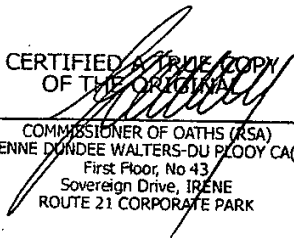
COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDEE WALTERS-DU PLOOY CA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE/PARK

**SIGNATORIES TO ARTICLES OF ASSOCIATION**

Form CM 44C

|   | Particulars of subscriber   | Date and Signature  | Particulars of witness   | Date and Signature  |
|---|---|---|--|---|
| 3 | Full Names<br>CINDY MARGARET LOUW   | <br><br>2010 -06- 02   | Full Names<br>ELIZE STEP   | <br><br>2010 -06- 02   |
|   | Occupation:<br>BUSINESSWOMAN  |   | Occupation<br>BUSINESS EXECUTIVE                                 |   |
|   | Residential Address<br>CNR BERYL AVE & RIVER RD,<br>LYTTELTON MANOR, 0157 |   | Residential Address<br>136A BURGER AVE, LYTTELTON<br>MANOR, 0140 |   |
|   | Business Address<br>136A BURGER AVE, LYTTELTON<br>MANOR, 0157             |   | Business Address<br>136A BURGER AVE, LYTTELTON<br>MANOR, 0140    |   |
|   | Postal Address<br>P O BOX 14195, LYTTELTON, 0140                          |   | Postal Address<br>P O BOX 14195, LYTTELTON, 0140                 |   |
| 4 | Full Names<br>EDITH JESSIE WILKINS  | <br><br>2010 -06- 02 | Full Names<br>ELIZE STEP   | <br><br>2010 -06- 02 |
|   | Occupation:<br>BUSINESS EXECUTIVE   |   | Occupation<br>BUSINESS EXECUTIVE                                 |   |
|   | Residential Address<br>136A BURGER AVE, LYTTELTON<br>MANOR, 0157          |   | Residential Address<br>136A BURGER AVE, LYTTELTON<br>MANOR, 0140 |   |
|   | Business Address<br>136 A BURGER AVENUE,<br>LYTTELTON MANOR, 0157         |   | Business Address<br>136A BURGER AVE, LYTTELTON<br>MANOR, 0140    |   |
|   | Postal Address<br>P O BOX 14195, LYTTELTON, 0140                          |   | Postal Address<br>P O BOX 14195, LYTTELTON, 0140                 |   |





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Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

**SIGNATORIES TO ARTICLES OF ASSOCIATION**

Form CM 4-C

|   | Particulars of subscriber   | Date and Signature  | Particulars of witness   | Date and Signature  |
|---|---|---|--|---|
| 5 | Full Names<br>HESTER GROBBELAAR                                       |    | Full Names<br>ELIZE STEP   |    |
|   | Occupation:<br>BUSINESSWOMAN  |   | Occupation<br>BUSINESS EXECUTIVE                                 |   |
|   | Residential Address<br>136A BURGER AVENUE<br>LYTTELTON<br>0157        |   | Residential Address<br>136A BURGER AVE, LYTTELTON<br>MANOR, 0140 |   |
|   | Business Address<br>136A BURGER AVENUE<br>LYTTELTON<br>0157           |   | Business Address<br>136A BURGER AVE, LYTTELTON<br>MANOR, 0140    |   |
|   | Postal Address<br>PO BOX 16051<br>LYTTELTON<br>0140                   |   | Postal Address<br>P O BOX 14195, LYTTELTON, 0140                 |   |
|   |   | 2010-06-02  |  | 2010-06-02  |
| 6 | Full Names<br>LYNN TERESA STRYDOM                                     |  | Full Names<br>ELIZE STEP   |  |
|   | Occupation:<br>BUSINESS WOMAN   |   | Occupation<br>BUSINESS EXECUTIVE                                 |   |
|   | Residential Address<br>136A BURGER AVENUE<br>LYTTELTON MANOR.<br>0157 |   | Residential Address<br>136A BURGER AVE, LYTTELTON<br>MANOR, 0140 |   |
|   | Business Address<br>136A BURGER AVENUE<br>LYTTELTON MANOR<br>0157     |   | Business Address<br>136A BURGER AVE, LYTTELTON<br>MANOR, 0140    |   |
|   | Postal Address<br>P O BOX 14195<br>LYTTELTON<br>0140                  |   | Postal Address<br>P O BOX 14195, LYTTELTON, 0140                 |   |
|   |   | 2010-06-02  |  | 2010-06-02  |

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COMMISSIONER OF OATHS (RSA)  
ETIENNE BUNDEE WALTERS-DU PLOOY CA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

**SIGNATORIES TO ARTICLES OF ASSOCIATION**

Form CM 44C

| Particulars of subscriber  | Date and Signature                 | Particulars of witness  | Date and Signature                          |
|--|------------------------------------|---|---|
| <p>Full Names<br/>SUZAN MASESI MAMBA</p> <p>Occupation:<br/>BUSINESS EXECUTIVE</p> <p>Residential Address<br/>136A BURGER AVE, LYTTELTON MANOR, 0157</p> <p>Business Address<br/>136A BURGER AVE, LYTTELTON, 0157</p> <p>Postal Address<br/>P O BOX 14195, LYTTELTON, 0140</p> | <p><i>SM</i></p> <p>2010-06-02</p> | <p>Full Names<br/>ELIZE STEP</p> <p>Occupation<br/>BUSINESS EXECUTIVE</p> <p>Residential Address<br/>136A BURGER AVE, LYTTELTON MANOR, 0140</p> <p>Business Address<br/>136A BURGER AVE, LYTTELTON MANOR, 0140</p> <p>Postal Address<br/>P O BOX 14195, LYTTELTON, 0140</p> | <p><i>[Signature]</i></p> <p>2010-06-02</p> |
| <p>8 Full Names</p> <p>Occupation:</p> <p>Residential Address</p> <p>Business Address</p> <p>Postal Address</p>  |                                    | <p>Full Names</p> <p>Occupation</p> <p>Residential Address</p> <p>Business Address</p> <p>Postal Address</p>  |   |

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*[Signature]*

COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDEE WALTERS (DU PLOOF) CA 54  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

CM26



COMPANIES AND INTELLECTUAL  
PROPERTY REGISTRATION OFFICE

a member of the ddt group

Date: 04/08/2010

Our Reference: 19550473  
Box: 120667  
Sequence: 34

SEKRETARI  
Basket: SEKR01

**RE: Amendment to Company Information**  
**Company Number: 2010/013606/08**  
**Company Name: FEED THE PEOPLE**

We have received a CM26 (Special resolution) from you dated 23/07/2010.

The CM26 (2) was accepted and placed on file.

The CM9 (1) was accepted and placed on file.

The name was changed to FEED THE PEOPLE.

The nature of business was changed.

Yours truly

**Registrar of Companies**

DNN

**Please Note:**

The attached certificate can be validated on the CIPRO web site at [www.cipro.co.za](http://www.cipro.co.za).

The contents of the attached certificate was electronically transmitted to the South African Revenue Services.



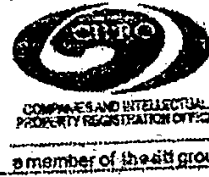
COMPANIES AND INTELLECTUAL PROPERTY REGISTRATION OFFICE

Registrar of Companies & Close Corporations

P.O. BOX 429, PRETORIA, 0001, Republic of South Africa Doek 256, PRETORIA.

Call Centre Tel 056 184 3384, Website [www.cipro.co.za](http://www.cipro.co.za), WAP [www.cipro.co.za/mobile](http://www.cipro.co.za/mobile)

**Certificate issued by the Registrar of Companies & Close Corporations on Wednesday, August 04, 2010 11:43  
Certificate of Confirmation**



Registration number                    2010 / 013806 / 08

Enterprise Name                        FEED THE PEOPLE

Enterprise Shortened Name            None provided.

Enterprise Translated Name          None provided.

Registration Date                       22/06/2010

Business Start Date                   22/06/2010

Enterprise Type                        Section 21

Enterprise Status                      In Business

Financial year end                     February

Main Business/Main Object            PROVIDE A NOURISHED MEAL TO CHILDREN FROM ANY CULTURE  
OR ETHICAL GROUP, WHOSE CIRCUMSTANCES BEYOND  
CONTROL, PLACES THEM ON OR BELOW THE POVERTY LINE

Postal address                         P O BOX 11920  
CENTURION  
0157

Address of registered office            ROUTE 21 CORPORATE PARK  
43 SOVEREIGN DR  
IRENE  
0062



COMPANIES AND INTELLECTUAL PROPERTY REGISTRATION OFFICE  
Registrar of Companies & Close Corporations  
P.O. BOX 420, PRETORIA, 0001, Republic of South Africa, Dept 258, PRETORIA  
Call Centre Tel 080-154 3364, Website www.cipro.co.za, WAP www.cipro.co.za/mobile



**Certificate issued by the Registrar of Companies & Close Corporations on Wednesday, August 04, 2010 11:43  
Certificate of Confirmation**



COMPANIES AND INTELLECTUAL  
PROPERTY REGISTRATION OFFICE  
a member of the efi group

Registration number            2010 / 013606 / 08  
Enterprise Name                FEED THE PEOPLE

**Auditors**

Name                                LLOYD DU PLOOY  
Postal Address                    P O BOX 11920  
    CENTURION  
    0046

**Active Directors / Officers**

| Surname and first names | ID number or date of birth | Director type | Appoint-ment date | Addresses   |
|-------------------------|----------------------------|---------------|-------------------|---|
| WEYERS, JANE HESTER     | 7903250198084              | Director      | 23/07/2010        | Postal: 67 BOET ERASMUS ST,<br>THE REEDS, 0157<br>Residential: ILSEHOF 15,<br>VEGLAERSTRAAT, PIERRE<br>VAN RYNEVELD, 0157 |
| RAUTENBACH, ALZA        | 7701140011087              | Director      | 23/07/2010        | Postal: 67 BOET ERASMUS ST,<br>THE REEDS, 0157<br>Residential: 67 BOET ERASMUS<br>ST, THE REEDS, 0157                     |



COMPANIES AND INTELLECTUAL PROPERTY REGISTRATION OFFICE.  
Registrar of Companies & Close Corporations  
P.O. BOX 428, PRETORIA, 0001 Republic of South Africa. Dock 26A, PRETORIA.  
Call Centre Tel 085 184 3384, Website [www.cipro.co.za](http://www.cipro.co.za), WAP [www.cipro.co.za/wap](http://www.cipro.co.za/wap)

PO Box 14195  
Lyttelton  
0140

23 JULY 2010

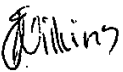
The Director  
STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)

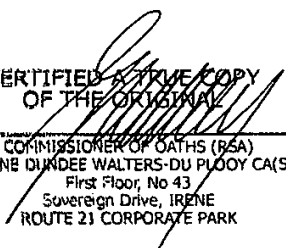
Dear Sirs,

**RESIGNATION AS DIRECTOR**

I hereby wish to render my resignation as a director of your company with immediate effect.

Yours faithfully

  
P  
C D DU PLESSIS

  
CERTIFIED TRUE COPY  
OF THE ORIGINAL  
COMMISSIONER OF OATHS (RSA)  
ETIENNE DU PLESSIS WALTERS-DU PLOOY CA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

PO Box 14195  
Lyttelton  
0140

23 JULY 2010

The Director  
STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)

Dear Sirs,

**RESIGNATION AS DIRECTOR**

I hereby wish to render my resignation as a director of your company with immediate effect.

Yours faithfully



E J WILKINS

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OF THE ORIGINAL

---

COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDEE WALTERS-DU PLOOY CA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

PO Box 14195  
Lyttelton  
0140

23 JULY 2010

The Director  
STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)

Dear Sirs,

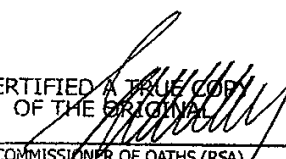
**RESIGNATION AS MEMBER**

I hereby wish to render my resignation as a member of your company with immediate effect.

Yours faithfully



E J WILKINS



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OF THE ORIGINAL

---

COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDEE WALTERS-DU PLOOY CA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

---

PO Box 14195  
Lyttelton  
0140

23 JULY 2010

The Director  
STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)

Dear Sirs,

**RESIGNATION AS MEMBER**

I hereby wish to render my resignation as a member of your company with immediate effect.

Yours faithfully

*CD Plessis*

C D.DU PLESSIS

*[Signature]*  
CERTIFIED A TRUE COPY  
OF THE ORIGINAL  
COMMISSIONER OF OATHS (RSA)  
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ROUTE 21 CORPORATE PARK

PO Box 14195  
Lyttelton  
0140

23 JULY 2010

The Director  
STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)

Dear Sirs,

**RESIGNATION AS MEMBER**

I hereby wish to render my resignation as a member of your company with immediate effect.

Yours faithfully



B Klopper

CERTIFIED A TRUE COPY  
OF THE ORIGINAL

---

COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDIE WALTERS-DU PLOOY (CA), SA  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

PO Box 14195  
Lyttelton  
0140

23 JULY 2010

The Director  
STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)


Dear Sirs,

**RESIGNATION AS MEMBER**

I hereby wish to render my resignation as a member of your company with immediate effect.

Yours faithfully

S M MAMBA



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OF THE ORIGINAL

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COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDEE WALTERS-DU PLOOY CA(SA)  
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COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDEE WALTERS-DU PLOOY ZA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK



PO Box 14195  
Lyttelton  
0140

23 JULY 2010

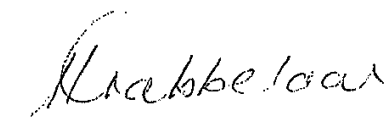
The Director  
STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)

Dear Sirs,

**RESIGNATION AS MEMBER**

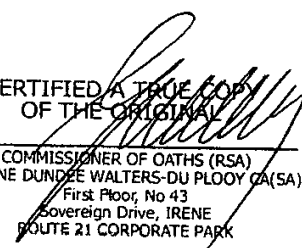
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Yours faithfully



H GROBBELAAR

CERTIFIED A TRUE COPY  
OF THE ORIGINAL



---

COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDEE WALTERS-DU PLOOY CA(SA)  
First Floor, No 43  
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ROUTE 21 CORPORATE PARK



PO Box 14195  
Lyttelton  
0140

23 JULY 2010

The Director  
STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)

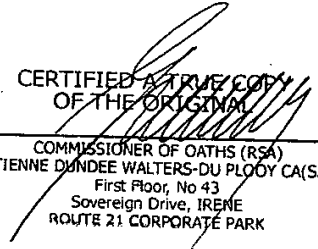
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Yours faithfully

L T STRYDOM

  
CERTIFIED A TRUE COPY  
OF THE ORIGINAL  
COMMISSIONER OF OATHS (RSA)  
ETIENNE DUMDEE WALTERS-DU PLOOY CA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

CM29



COMPANIES AND INTELLECTUAL  
PROPERTY REGISTRATION OFFICE

a member of the dti group

Date: 30/07/2010

Our Reference: 79943870

SEKRETARI  
E-mail: INFO@SEKRETARI.CO.ZA  
Basket: SEKR01

**RE: Amendment to Company Information**  
**Company Number: 2010/013606/08**  
**Company Name: STARDUST PROJECTS 139**

We have received a CM29 (Contents of register of directors, auditors and officers) from you dated 29/07/2010.

The CM29 was accepted and placed on file.

The following change was effected:

Surname=WILKINS  
Full ForeNames=EDITH JESSIE  
Id No=7003300170088  
Status :RESIGNEDNature of Change=RESIGNED 23 JULY 2010

The following change was effected:


Surname=DU PLESSIS  
Full ForeNames=CATHERINA DORA  
Id No=5212200167084  
Status :RESIGNEDNature of Change=RESIGNED 23 JULY 2010

The following change was effected:

Surname=RAUTENBACH  
Full ForeNames=ALZA  
Id No=7701140011087  
Status :ACTIVENature of Change=APPOINTMENT

The following change was effected:

Surname=WEYERS  
Full ForeNames=JANE HESTER  
Id No=7903250196084  
Status :ACTIVENature of Change=APPOINTMENT

CERTIFIED A TRUE COPY  
OF THE ORIGINAL  
  
COMMISSIONER OF OATHS (RSA)  
ETIENNE BUNDEE WALTERS-DU PLOOY, CA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

Yours truly  
**Registrar of Companies**

**Please Note:**

The attached certificate can be validated on the CIPRO web site at [www.cipro.co.za](http://www.cipro.co.za).  
The contents of the attached certificate was electronically transmitted to the South African Revenue Services.



COMPANIES AND INTELLECTUAL PROPERTY REGISTRATION OFFICE:

Registrar of Companies & Close Corporations

P.O. BOX 429, PRETORIA, 0001, Republic of South Africa. Docex 256, PRETORIA.

Call Centre Tel 088 184 3384, Website [www.cipro.co.za](http://www.cipro.co.za), WAP [www.cipro.co.za/mobile](http://www.cipro.co.za/mobile)

CM29

**Certificate issued by the Registrar of Companies & Close Corporations on Friday, July 30, 2010 07:26  
Certificate of Confirmation**



COMPANIES AND INTELLECTUAL PROPERTY REGISTRATION OFFICE

a member of the dti group

Registration Number 2010 / 013606 / 08  
 Enterprise Name STARDUST PROJECTS 139  
 Enterprise Shortened Name None provided.  
 Enterprise Translated Name None provided.  
 Registration Date 22/06/2010  
 Business Start Date 22/06/2010  
 Enterprise Type Section 21  
 Enterprise Status In Business  
 Financial Year End February  
 Tax Number 9790392154  
 Main Business/Main Object COMMUNITY PROJECTS  
 Postal Address P O BOX 11920  
CENTURION  
0157  
 Address of Registered Office ROUTE 21 CORPORATE PARK  
43 SOVEREIGN DR  
IRENE  
0062

CERTIFIED A TRUE COPY  
OF THE ORIGINAL  
*[Signature]*  
COMMISSIONER OF OATHS (RSA)  
ETIENNE DUNDEE WALTERS-DU PLOOY CA(SA)  
First Floor, No 43  
Sovereign Drive, IRENE  
ROUTE 21 CORPORATE PARK

**Auditors**

Name LLOYD DU PLOOY  
 Postal Address P O BOX 11920  
CENTURION  
0046

**Active Directors / Officers**

| Surname and first names | ID number or date of birth | Director type | Appoint-ment date | Addresses   |
|-------------------------|----------------------------|---------------|-------------------|---|
| WEYERS, JANE HESTER     | 7903250196084              | Director      | 23/07/2010        | Postal: 67 BOET ERASMUS ST,<br>THE REEDS, 0157<br>Residential: ILSEHOF 15,<br>VEGLAERSTRAAT, PIERRE<br>VAN RYNEVELD, 0157 |
| RAUTENBACH, ALZA        | 7701140011087              | Director      | 23/07/2010        | Postal: 67 BOET ERASMUS ST,<br>THE REEDS, 0157<br>Residential: 67 BOET ERASMUS<br>ST, THE REEDS, 0157                     |



COMPANIES AND INTELLECTUAL PROPERTY REGISTRATION OFFICE

Registrar of Companies & Close Corporations

P.O. BOX 429, PRETORIA, 0001, Republic of South Africa. Docex 256, PRETORIA.

Call Centre Tel 088 184 3384, Website www.cipro.co.za, WAP www.cipro.co.za/mobile

Republic of South Africa  
Republiek van Suid-Afrika

Republic of South Africa  
Republiek van Suid-Afrika

Form No. 12-CP  
NR 01

Registration No. of Company  
2010/01369/09

Client Ref. 1  
[Redacted]

# Certificate of change of name of company

## Sertifikaat van verandering van naam van maatskappy

This is certify that/Hierby word gsertifiseer dat  
STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)

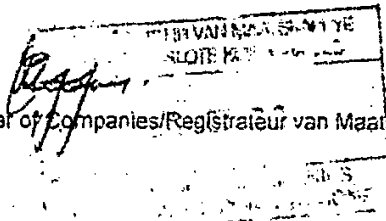
has changed its name by SPECIAL RESOLUTION and is now called  
by naam verander het by SPESIALE BESLUIT en nou genoem word  
**FEED THE PEOPLE (ASS INC UNDER SEC 21)**

and that the new name has this day been entered in the Register of Companies.  
en dat die nuwe naam op hierdie dag in die Register van Maatskappye aangeteke is

Signed and sealed at Pretoria, this/Geteken en geseel te Pretoria op hede die *20*  
day of/dag van *July*  
TWEE DUISEND EN TEN  
TWO THOUSAND AND TEN

Registrar of Companies/Registrateur van Maatskappye

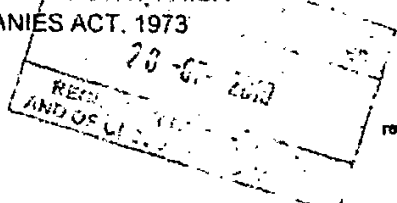
Seal of Companies Registration Office  
Seël van Registrateur van Maatskappy



REPUBLIC OF SOUTH AFRICA  
COMPANIES ACT, 1973

3EKR 01  
Form CM 26

**Special resolution**  
(Sections 200)  
(To be lodged in duplicate)



Revenue stamp or  
revenue franking machine  
impression R80

Registration No. of Company  
2010/013606/08

Client Ref }  
R80

Name of company **STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)**

Date notice given to members

Date resolution passed **23 July 2010**

Special resolution passed in terms of section

of the Act\* paragraph

of the memorandum/

\*article of the articles.

Copy of notice convening meeting attached

Consent to waive period of notice of meeting (CM 25) attached/not attached.

**CONTENTS OF RESOLUTION** (Use reverse side if necessary)

Resolved:

1. TO CHANGE THE NAME OF THE COMPANY TO: "FEED THE PEOPLE (ASS INC UNDER SEC 21)
2. TO CHANGE THE MAIN BUSINESS AND MAIN OBJECT TO "PROVIDE A NOURISHED MEAL TO CHILDREN FROM ANY CULTURE OR ETHICAL GROUP WHOSE CIRCUMSTANCES BEYOND CONTROL, PLACES THEM ON OR BELOW THE POVERTY LINE AND ALL ALLIED ACTIVITIES"

Rubber stamp of company, if any, or of secretaries.

Date **23 July 2010**

Signature

Director/Secretary/Manager

Name (in block capitals) **CD DU PLESSIS**

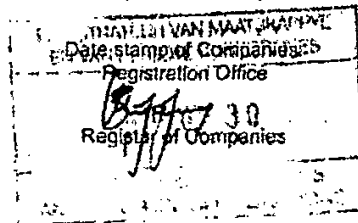
\* Delete whichever not applicable.

To be completed by company

Special resolution  
registered this day

Herewith copy of special resolution as registered.

Registration No. of Company  
2010/013606/08



Name of company **STARDUST PROJECTS 139 (ASS INC UNDER SEC 21)**

Postal address **TO BE COLLECTED**

Not valid unless stamped by Registrar of Companies