

Re-registration

### FORM 1A



The use of words such as "Caribbean", "Global"

and "International" must be explained. See BRF1

New Incorporation (Requires Stamp Duty)

Amended Articles

Adopted Articles

THE COMPANIES ACT OF JAMAICA ARTICLES OF INCORPORATION: COMPANY LIMITED BY SHARES

(Changing from one type of a company to another)

1A. NAME OF COMPANY

1B. JUSTIFICATION FOR

PROPOSED NAME

(Pursuant to sections 8 & 25 of the Companies Act 2004)

COMPLETE THIS FORM IN BLOCK CAPITALS ONLY WITHIN THE PRESCRIBED FIELDS. PUT "N/A" IN FIELDS THAT DO NOT APPLY.

(if applicable)	lble) for		form for full list	form for full list of words that need justification.			
1C. TYPE OF COMPANY	Private	Public	1D. VALUE	1D. VALUE OF ALLOTTED SHARES (For public			lotted shares for Public Companies
IC. THE OF COMPAIN	Tilvale	i ubilc	companies only) \$			must not be less than \$500,000.00.	
1E. CORE BUSINESS OF T	HE COMPANY						
(The activities of the busines	s are not restricted	to the area(s) stated	ed below unless i	ndicated at item 1F)			
1F. RESTRICTION ON THE	BUSINESS OF	THE COMPANY	Y (if applicable	e)		It is not required	that you restrict the activities of your
							e are no restrictions insert 'N/A'.
1G. COMPANY				1H. COMPANY EMAIL			
TELEPHONE NUMBER				ADDRESS			
2. THE REGISTERED OFFIC		IN JAMAICA AI	ND THE LIAB	ILITY			
OF THE MEMBERS IS LI	MITED			·			
COMPANIV'S APTICIF	C Dlagge el	al. tha ammr	ا برما معمل	In (ONILY ONE BOY	MILET DE	CHECKED)	
. COMPANY'S ARTICLE	S Please chec	ck the appropr	riate box be	low (ONLY ONE BOX	MUST BE O	CHECKED)	
							TO COMPLETE THIS SECTION
Standard Articles (R				low (ONLY ONE BOX			TO COMPLETE THIS SECTION Table A of the First Schedule of the
a. Standard Articles (R	ules) Articles 1–	78, 80–136 with	th Varied Artic		icles 137–14		Table A of the First Schedule of the Companies Act 2004 provides standard articles (rules) for the internal management of
a. Standard Articles (Ri SCHEDULE(S) b. Standard Articles (Ri	ules) Articles 1—	78, 80–136 with – 78, 80–136 with	th Varied Artion	cle 79 and Additional Arti	icles 137–14 JLE		Table A of the First Schedule of the Companies Act 2004 provides standard
Standard Articles (Ri SCHEDULE(S) bb. Standard Articles (Ri	ules) Articles 1– ules) Articles 1– ules) Articles 1–	78, 80–136 with 78, 80–136 with 136 with Addition	th Varied Artic th Varied Artic onal Articles 1	cle 79 and Additional Article 79 only SEE SCHEDU	icles 137–14 JLE		Table A of the First Schedule of the Companies Act 2004 provides standard articles (rules) for the internal management of a company limited by shares.  In Table A  Articles 178 detail SHARES, share transfers, general meetings, votes of members, Directors etc.
Standard Articles (Ri SCHEDULE(S) Ib. Standard Articles (Ri Ic. Standard Articles (Ri Id. Standard Articles (Ri	ules) Articles 1– ules) Articles 1– ules) Articles 1– ules) in their enti	.78, 80–136 with - 78, 80–136 with 136 with Additic rety Articles 1–1	th Varied Artic th Varied Artic onal Articles 1 136	cle 79 and Additional Article 79 only SEE SCHEDU	icles 137—14 JLE DULE(S)	3 SEE	Table A of the First Schedule of the Companies Act 2004 provides standard articles (rules) for the internal management of a company limited by shares.  In Table A  • Articles 1-78 detail SHARES, share transfers, general meetings, votes of
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a. Standard Articles (Ri SCHEDULE(S) b. Standard Articles (Ri c. Standard Articles (Ri d. Standard Articles (Ri e. Other (If "Other" is ci schedule(s) which conto	ules) Articles 1— ules) Articles 1— ules) Articles 1— ules) in their enti- necked, please list in the additional/w  IVATE COMPA es is restricted; (b) of the Comp no having been fi mination of such or more person a single memb	78, 80–136 with  78, 80–136 with  136 with Additional and the numbers of the arrived articles which  NY, THE FOLLO  anies Act 2004, formerly in the emember of the employment to be a hold one or meer; Any invitational	th Varied Articles 1 136 articles from Tal th are to apply be  OWING ARTI  the number of the the members of the members in the publication of the	cle 79 and Additional Article 79 only SEE SCHEDU 37–143 only SEE SCHEDU 37–143 only SEE SCHEDU (if any) (if any	DULE(S) and/ or state the any is limited a that employn shall for the phares or debi	as SEE  the name(s) of the  to twenty (This ment, and have  the number of this entures of the	Table A of the First Schedule of the Companies Act 2004 provides standard articles (rule) for the internal management of a company limited by shares.  In Table A  • Articles 1-78 detail SHARES, share transfers, general meetings, votes of members, Directors etc.  • Varied Article 79 allows the company to borrow money  • Articles 80- 136 detail the duties of Directors, the seal, accounts, audit, and indemnity etc.  • Articles 137- 143 detail that share transfers must be authorised by the Directors etc.  You may choose from Table A  3a. Most of the Rules in their entirety with common varied and additional articles  3b. Most of the Rules in their entirety with common varied article  3c. All of the rules in their entirety with common daditional articles.  3d. All of the rules in their entirety with common daditional articles.  3d. All of the rules in their entirety with common daditional articles.  3d. All of the rules in their entirety with common daditional articles.  15 you control tookoose to accept them at all, you
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a. Standard Articles (Ri SCHEDULE(S) b. Standard Articles (Ri C. Standa	ules) Articles 1— ules) Articles 1— ules) Articles 1— ules) in their enti- necked, please list in the additional/vi  IVATE COMPA es is restricted; (b) of the Comp no having been fi mination of such or more person a single memb ic to deposit mo	78, 80–136 with  78, 80–136 with  136 with Additional and the numbers of the arrived articles which  NY, THE FOLLO  anies Act 2004, formerly in the emember of the employment to be a hold one or meer; Any invitational and the property of the period oney for fixed periods.	th Varied Articles 1 136 articles from Tal th are to apply be OWING ARTI Let the number of the members of the members in the publication of paya	cle 79 and Additional Article 79 only SEE SCHEDU 37–143 only SEE SCHEDU 37–143 only SEE SCHEDU low (if any) olow)  CLES SHALL APPLY:  of members of the compane company were, while in f the company); the company jointly they sic to subscribe for any slible on call whether bearing	DULE(S) and/ or state the any is limited a that employn shall for the phares or debing or not bear	as SEE  to twenty (This nent, and have nurpose of this entures of the ring interest is	Table A of the First Schedule of the Companies Act 2004 provides standard articles (rule) for the internal management of a company limited by shares.  In Table A  • Articles 1-78 detail SHARES, share transfers, general meetings, votes of members, Directors etc.  • Varied Article 79 allows the company to borrow money  • Articles 80- 136 detail the duties of Directors, the seal, accounts, audit, and indemnity etc.  • Articles 137- 143 detail that share transfers must be authorised by the Directors etc.  You may choose from Table A  3a. Most of the Rules in their entirety with common varied and additional articles  3b. Most of the Rules in their entirety with common varied article  Sc. All of the rules in their entirety.  3d. All of the rules in their entirety with common additional articles.  3d. All of the rules in their entirety with common additional articles.  3d. All of the rules in their entirety of the rules in their entirety with common additional articles.  3d. All of the rules in their entirety of the company to this form and select the "Other" option. You are stream and the properties of the company to this form and select the "Other" option. You are form and select the "Other" option. You are select the "Other" option. You are option.





4. AUTHORISED NUMBER	OF SHAKES This is the	maximum number of shares that your company is author	isea to issue.
			The total number of shares in all classes should not exceed the total number of shares, if any, indicated at item 4.
4A. CLASSES OF SHARES (Indicate by ticking the class company is authorized to iss	or classes of shares that the	4B. TOTAL NUMBER OF SHARES IN EACH CLASS	Shares may be issued with different rights, privileges and conditions. Shares with the same rights, privileges and conditions are grouped into the same <i>class</i> .  All companies limited by shares must issue at least one
ORDINARY			class of shares which are non-redeemable (e.g. ordinar shares) and may issue multiple classes of shares. When only one class of shares is issued, they are automaticall
PREFERENCE			deemed ordinary shares.  FORM 3: Where more than one class of shares are issued, at incorporation, a Form 3 must be completed.
OTHER Specify		-	and attached to this form. The Form 3 identifies the associated rights, conditions and privileges of the classes of shares.
5. RESTRICTIONS ON SHA	ARE TRANSFER (e.g. "D	irectors must give consent to the transfer of shares" or "	See article 24 of Table A")
			All private companies must restrict the right to transfer shares (e.g. shares must be first offered to existing shareholders).
			A public company may only restrict the right to transfer shares which have not been fully paid up.
No <b>→</b> Con	CHECKED)  nplete item 6A  tinue to item 7	OF THE NON-CASH CONSIDERATION BELOW	
7A. MINIMUM NUMBER OI	F DIRECTORS		A private company must have at least one Director;
AND / OR	!		he/she cannot also be the Company Secretary.  A public company must have a minimum of three (3)
7B. MAXIMUM NUMBER O	F DIRECTORS		<b>Directors</b> ; two of them, however, should not be employed by the company or any of its affiliates.
8. PARTICULARS OF [	DIRECTORS		
DIRECTOR 1 (Where the D This person is a nor		ne name must be represented as FIRST MIDDLE LAST)	If the person is a nominee director, attach nominee schedule
FULL NAME:			SAME AS COMPANY SECRETARY
STR	REET/DISTRICT:		
FULL ADDRESS or			





DIRECTOR 2 (Where the Director is an individual the name must be represented as FIRST MIDDLE	LAST)
This person is a nominee director	

If the person is a nominee director, attach

This person is	a nominee director	·	·	nominee sch	edule
FULL NAME:				SAME AS C	OMPANY SECRETARY
FULL ADDRESS or	STREET/DISTRICT:				
REGISTERED	TOWN:		POST OFFICE,	/POSTAL CODE:	
OFFICE ADDRESS:	PARISH/COUNTY/ STATE/PROVINCE:		COUNTRY:		
OCCUPATION:					
	e the Director is an indivi a nominee director	idual the name must be represented as FIRST	MIDDLE LAST)	If the person nominee sch	is a nominee director, attach edule
FULL NAME:				SAME AS C	OMPANY SECRETARY
FULL ADDRESS or	STREET/DISTRICT:				
REGISTERED	TOWN:		POST OFFICE,	/POSTAL CODE:	
OFFICE ADDRESS:	PARISH/COUNTY/ STATE/PROVINCE:		COUNTRY:		
OCCUPATION:		1			
•	a nominee director	idual the name must be represented as FIRST		nominee sch	edule OMPANY SECRETARY
FULL ADDRESS or	STREET/DISTRICT:				
REGISTERED OFFICE ADDRESS:	TOWN:		POST OFFICE,	POSTAL CODE:	
OTTICE ADDRESS.	PARISH/COUNTY/ STATE/PROVINCE:		COUNTRY:		
OCCUPATION:					
9. PARTICULARS	OF COMPANY SE	CRETARY		0	Continuation page(s) attached
		must be represented as FIRST MIDDLE LAST dentified as the Company Secretary, this item		to be completed.)	
FULL NAME:					
FULL ADDRESS or	STREET/DISTRICT:				
REGISTERED OFFICE ADDRESS:	TOWN:		POST OFFICE,	/POSTAL CODE:	
	PARISH/COUNTY/ STATE/PROVINCE:		COUNTRY:		
OCCUPATION:					





### 10. PARTICULARS OF SUBSCRIBERS WHO ARE INDIVIDUALS

Т	his person is a nominee shareholder	This person is a nominee shareholde	This person is a nominee sharehold	er This person is a nominee shareholde
SHAREHOLDER PARTICULARS	SHAREHOLDER PARTICULARS SHAREHOLDER 1		SHAREHOLDER 3	SHAREHOLDER 4
NAME				
ADDRESS				
NATIONALITY				
OCCUPATION				
SHARES TAKEN UP	The total of the number of shares issued to a	ll shareholders may not exceed the <b>authorised</b> r	number of shares stated at item 4.	
1. ORDINARY* 2. PREFERENCE* OTHER* 3	AMOUNT OF SHARES 2 3	AMOUNT OF SHARES  1  3	1 3 3	AMOUNT OF SHARES  1  3
SIGNATURE				
DATE (dd/mm/yyyy)				
WITNESS PARTICULARS	WITNESS FOR SHAREHOLDER 1	WITNESS FOR SHAREHOLDER 2	WITNESS FOR SHAREHOLDER 3	WITNESS FOR SHAREHOLDER 4
WITNESSED BY (NAME OF WITNESS) WITNESSED AT				
(LOCATION/ADDRESS) SIGNATURE				
DATE (dd/mm/yyyy)				
If a subscriber and a witness are	While on Visit	While on Visit	While on Visit	While on Visit
located in different countries, 'while on visit' must be selected.  * Where more than one class of shares are issued, at incorporation, a Form 3 must be completed and attached to this form.				Continuation page(s) attached





### 11. PARTICULARS OF SUBSCRIBERS WHO ARE COMPANIES

СОМР	ANY PARTICULARS				OFFICER PARTICULARS	OFFICER 1	OFFICER 2
	COMPANY NAME				OFFICER NAME		
(LOC	COMPANY NUMBER AL/OVERSEAS COMPANY)				OFFICE HELD IN COMPANY		
СОМ	DATE OF INCORPORATION (DD/MM/YYYY) PANY REGISTERED OFFICE DDRESS/OTHER ADDRESS				SIGNATURE		
	NTRY OF INCORPORATION				DATE (DD/MM/YYYY)		
S	HARES TAKEN UP	The total of the	e num	ber of shares issued to all shareholders may not exceed the autho	orised number of shares	stated at item 4.	
ARES	1. ORDINARY*		SHARES	1	WITNESS PARTICULARS	WITNESS FOR OFFICER 1	WITNESS FOR OFFICER 2
CLASS OF SHARES	2. PREFERENCE* OTHER*		Ъ	2	BY (NAME OF WITNESS)		
CLAS	3. Specify	-	AMOUNT	3	WITNESSED AT (LOCATION/ADDRESS)		
	re more		·	SEAL	SIGNATURE		
shares at inco	are issued, rporation,				DATE (DD/MM/YYYY)		
comple	3 must be ted and d to this				If an officer and a witness are located in	While on Visit	While on Visit
form.	d to this				different countries, 'while on visit' must be selected.	-	Continuation page(s) attached
	ECLARATION OF ACCU				<u> </u>		
To the	best of my knowledge, in	formation and	belief	, I hereby certify the contents of this form to be accurate.			
	NAME OF DECLARANT				CAPACITY	Director Secretary	Authorised Official
S	IGNATURE OF DECLARANT				DATE (DD/MM/YYYY)		





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### FILED BY PAGE

### 13. PARTICULARS OF INDIVIDUAL/COMPANY FILING THE FORM WITH THE COMPANIES OFFICE OF JAMAICA

FIRST NAME	1.407.	14445
FIRST NAME:	LAST N	NAME:
ADDRESS:	STREET:	
	TOWN:	
	POST OFFICE:	
	PARISH:	
E-MAIL ADDRESS:		
FAX NUMBER:		

### 14. ADDITIONAL PARTICULARS OF DIRECTORS

NAME OF DIRECTOR	TAXPAYER REGISTRATION NUMBER (WHERE THERE IS NONE, USE OTHER GOVERNMENT ID NUMBER, VOTER'S ID NUMBER, PASSPORT NUMBER, NUMBER OR DRIVER'S LICENSE NUMBER)	EMAIL	CONTACT NUMBER
1.			
2.			
3.			
4.			
5.			
6.			





### 15. ADDITIONAL PARTICULARS OF COMPANY SECRETARY

NAME OF SECRETARY	TAXPAYER REGISTRATION NUMBER (WHERE THERE IS NONE, USE OTHER GOVERNMENT ID NUMBER, VOTER'S ID NUMBER, PASSPORT NUMBER OR DRIVER'S LICENSE NUMBER)	EMAIL	CONTACT NUMBER

### 16. ADDITIONAL PARTICULARS OF DECLARANT

NAME OF DECLARANT	TAXPAYER REGISTRATION NUMBER (WHERE THERE IS NONE, USE OTHER GOVERNMENT ID NUMBER, VOTER'S ID NUMBER, PASSPORT NUMBER OR DRIVER'S LICENSE NUMBER)	EMAIL	CONTACT NUMBER

### 17. ADDITIONAL PARTICULARS OF SUBSCRIBERS

NAME OF SUBSCRIBER (first then last)	TAXPAYER REGISTRATION NUMBER (WHERE THERE IS NONE, USE OTHER GOVERNMENT ID NUMBER, VOTER'S ID NUMBER, PASSPORT NUMBER OR DRIVER'S LICENSE NUMBER)	DATE OF BIRTH (dd/mm/yyyy)
1.		
2.		
3.		
4.		
5.		