

USD 1224537

REPUBLIC OF LIBERIA  
MINISTRY OF FINANCE  
CENTRAL BANK COLLECTORATE  
TREASURY RECEIPT



86772

TIN: 500332972

No  
DATE February 05 2015

TAX PAYER

SING AFRICA PLANTATIONS LIBERIA, INC

Cash	20.00 USD
Total Payment	20.00 USD

UNITED STATES DOLLARS

Tax Type	Tax Period	Bill No	Amount No	Tax USD	Penalties USD	Interests USD	Total USD
LBR-DOMESTIC INCC	January 2015		804	20.00	0.00	0.00	20.00

US\$

Amount in Words: Twenty United States Dollars ... United States Dollars ...00/100

TELLER ID  
1224537

RECEIVED BY: (Name Printed)

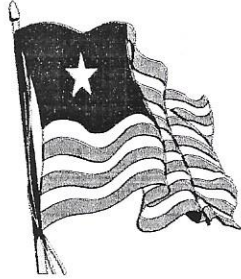
*Sandra B. Brown*  
SANDRA B. BROWN

BPS No: 002926808

Payment Location: CENTRAL BANK/LBR

AUTHORIZED SIGNATURE

Republic of Liberia  
Montserrado County



Office of the Notary Public  
Monrovia, Liberia

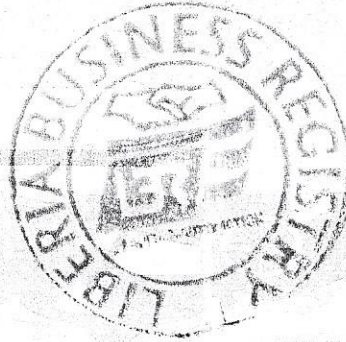
Cell: 0880-722213/0555-640426/0776-913885

## NOTARY CERTIFICATE

Personally Appeared before me in My Office, in the City of Monrovia,  
Montserrado County, Republic of Liberia this 5<sup>TH</sup> day of FEBRUARY  
A.D. 2015, Qualified Notary Public, for and in the County of Montserrado,  
in the Republic of Aforesaid the Parties to the attached Document(s).

THE LOVE OF LIBERTY BROUGHT US HERE

ARTICLES OF INCORPORATION  
OF  
SING AFRICA PLANTATIONS LIBERIA, INC.



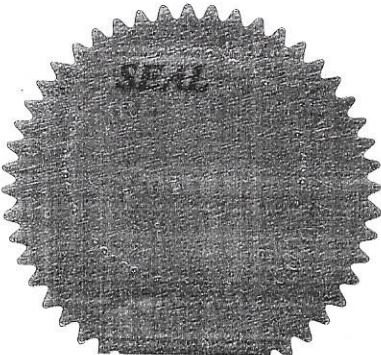
and did in my presence and in the presence of each other execute and sign  
his/her/their genuine signature(s) on the said document(s) as the person(s)  
he/she/they represent and that the same was made in my presence and declared  
by each of them to be his/her/their for the purpose set forth therein, the said acts  
being voluntary on his/her/their part and in his/her/their own hand writing(s).

Therefore, I Mackinley W. S. Kekulah, Notary Public aforesaid have attached  
my official signature and Notary Seal to avail whenever so desired.

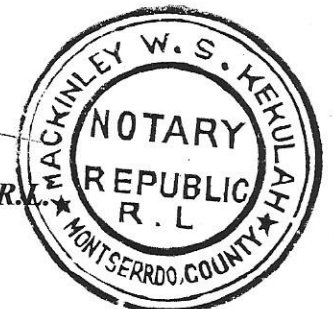
\$2.50 Revenue Stamp  
Affixed on the original

GIVEN UNDER MY HAND AND SEAL OF OFFICE

THIS 5<sup>TH</sup> DAY OF FEBRUARY A.D. 2015



MACKINLEY W. S. KEKULAH  
NOTARY PUBLIC, MONTSERRADO COUNTY, R.L.



REPUBLIC OF LIBERIA)  
MONTERRADO COUNTY)

ARTICLES OF INCORPORATION  
OF  
SING AFRICA PLANTATIONS LIBERIA INC.

We, the undersigned, for the purpose of forming a business corporation, pursuant to the Liberian Corporation Act of 1976 do hereby make, subscribe, acknowledge and file into the office of Registrar of the Liberia Business Registry of the Republic of Liberia, this Application for a Certificate of Incorporation as follows: -

ARTICLE 1 – NAME

The name of the Corporation (hereinafter known and refer to as the ("Corporation") shall be "SING AFRICA PLANTATIONS LIBERIA INC".

ARTICLE 2 – PURPOSE

The general nature of the business to be transacted by the Corporation shall be to Engage in any Lawful act or activity permitted under the Liberian Associations Code, but not limited to the followings:

25. To engage in general forest, forestry, logging, lumber and timber business and pursuant thereto purchase, lease, take by draft, conveyance, concession or other and to own, hold use and operate forest and forest products and to manufacture plant, develop, cut fell, contract, will, sell or otherwise dispose of any and all timbers, logs, lumbers, trees, and other forest products, including wood and wood products, in a processed and unprocessed and unprocessed state and of every kind of description and to work on, in and with forestry, forest areas and to do any and all of the fore goings as principal, agents, commissions.
26. To engage in sawmilling, plywood Industries and all timber related products.
27. To engage in and carry on the business of prospecting, exploring for, mining, milling, concentrating, converting, smelting, treating refining, preparing for market, manufacturing, buying, selling exchanging and otherwise producing and dealing in diamond, gold, uranium, zinc, lead silver, copper, brass, iron, steel, coal, and all kinds of ores, metals and minerals, oils, petroleum, natural gas, hydrocarbons, acids, and chemicals and in products and in by-products of every kind and description and by whatsoever process, the same can be or may hereafter be produced.
28. To engage in the general business of commercial trading and every aspect of mercantile business, including but not limited to the importation and exportation of general merchandise, use and operation of stores and other wholesale and retail mercantile business.
29. To carry on and conduct a general construction business including designing, constructing, enlarging, extending, repairing, completing, removing, or otherwise engaging in any work on commercial or industrial structures, using any building materials and techniques now employed or to be developed; to make, execute, and receive contracts or assignments or delegations of contracts hereof or relating thereto or connected therewith; to manufacture or otherwise acquire and to furnish all building and other tools and equipment connected therewith or require thereof; to manufacture, produce, adapt, and prepare, and deal in or with any materials, articles, or things incidental to, required for, or useful in connection with, any of such activities; and generally to carry on any other business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.
30. To carry on business as general merchants, importers and exporters of all kinds of goods and services, wholesale and retail dealers of every kind of goods of any sort.
31. To carry on the poultry business and for that purpose, to maintain, conduct and operate a poultry farm; to produce eggs for market and hatching; to breed and raise poultry; to acquire all real estate, equipment, incubators, brooders, laying pens, tools, poultry houses, feed and every other thing that may be necessary or required for the proper product and operation of a poultry farm devoted primarily to production of eggs for market.
32. To conduct trade by purchasing and offering for sale, goods services and any merchandise of whatever nature through importation of said goods, services and merchandise for consumption on and or the exportation of goods, services and merchandise from Liberia for the consumption on foreign markets.
33. To acquire by grant, purchase of otherwise, concessions of any property or privileges from any governmental authority municipal, local or otherwise and to perform and fulfill the terms and conditions thereof.



34. To sell or dispose of the undertaking of the Company or any part thereof in such manner and for such consideration as the Company may think fit.
35. To amalgamate with, or enter into partnership or any joint venture or profit-sharing arrangement or cooperation with any company, firm or person engaged or interested in carrying on or conducting any business enterprise from which company would or might derive any benefit whether direct or indirect.
36. To engage in any lawful activity for which corporations may now or hereafter be organized under the Business Cooperation Act of the Associations Law of Liberia, as amended and to exercise every power which a Corporation now or hereafter organized under the laws of the Republic of Liberia may have.

**ARTICLE – 3**

- (ix) The aggregate number of shares of stock which the Corporation is authorized to issue shall be one hundred (100) shares of common stock of no par value.
- (x) Provided, however, that at all material times the Corporation shall maintain a share registry in which all holders of shares, including those with bearer shares, if any, shall be entered.
- (xi) Unless the shareholders otherwise provide, the shares herein provided shall be of one class.
- (xii) Notwithstanding the indication the name(s) of particular individual(s) in this instrument as subscriber(s) to the shares of the Corporation, actual equity participation and / or ownership interest in the Corporation shall, at all times, be evidenced by share certificate(s) duly issued by the Corporation.

**ARTICLE – 4**

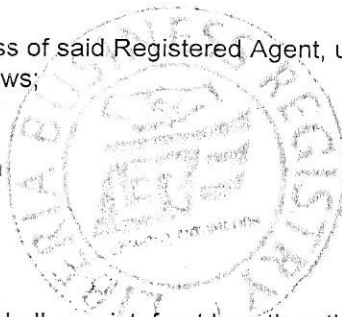
The name and address of the subscriber to the shares of the Corporation and the number of shares subscribed to are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO / % of SHARES</u>
Shivali Gupta	2B Ramsgate Road, Singapore-437474	33.33%
Shivani Gupta	2B Ramsgate Road, Singapore-437474	33.33%
Prachi Gupta	2B Ramsgate Road, Singapore-437474	33.33%
 <b>CONTACT NUMBER</b>		 006563444923

**ARTICLE - 5**

The Registered Agent of the Corporation and the address of said Registered Agent, unless hereafter changed by resolution of the Board of Directors, shall be as follows;

Kishan Rao Pamapalker  
Camp Johnson Road, Monrovia



**ARTICLE – 6**

The Corporation shall have a board of Directors, which shall consist of not less than three members.

**ARTICLE – 7**

In furtherance, and not in limitation of the powers conferred by the Liberian Business Corporation Act, the Board of Directors is explicitly authorized to do the following;

- (vii) To direct the issuance, by the Corporation, of new certificate or certificates of stock if those already issued to a shareholder or shareholders are alleged to have been lost, or destroyed. When authorizing such issuance, the Board of directors may, in its discretion and as condition precedent to the issuance, require the owner of such lost or destroyed certificate or certificates or his legal representative to advertise the same in such manner as the Board shall prescribe and / or give the Corporation bond in such sum as the Board may direct as indemnity against any claim that may be asserted against the Corporation with respect to the certificate (s) alleged to have been lost or destroyed.
- (viii) To adopt, amend or repeal the By-Laws of the Corporation.
- (ix) To elect a president, secretary, treasurer, and such other officers to conduct the business of the Corporation.

**ARTICLE – 8**

*[Handwritten Signature]*

The Corporation shall indemnify any and all of its directors and officers or former directors and officers or any person who may have served at its request as director or officer of another corporation in which this Corporation owns shares or capital stock or of which it is a creditor, against expenses actually and necessarily incurred by them in connection with the defense or persecution of any action, suit or proceeding in which they or any of them may be party or parties, by reason of being or having been directors or officers of the Corporation; provided, however, in the event that upon the conclusion of any such action, suit or proceeding, it is adjudged that any director or officer was liable for negligence or misconduct in the performance of his duties, no indemnity shall accrue to such negligent or defaulting director or officer, any indemnification shall be deemed exclusive of any other rights to which those indemnified may be entitled to under and by any law, agreement, vote of shareholders, statute or otherwise.

**Article - 9**

In the absence of fraud, no contract or other transaction of the Corporation shall be affected or invalidated by the fact that any of the directors of the Corporation is in any way interested in or connected with any other party to such contract or transaction, or is himself the other party to said contract or transaction; provided that the interest of any such director in any such contract or transaction shall at the time be fully disclosed or otherwise known to the Board of Directors. Each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for any benefit of himself or an person in which he may be in any way interested or connected. Any director of the corporation may vote and act upon any matter, contract or transaction between the Corporation and another person without regard to the fact that he is also a member, director, or officer of, or has any interest in such person. Any contract or other transaction of the Corporation or of the Board of Directors or any committee thereof, which shall be ratified by a majority of the quorum of the members entitled to vote at any annual meeting or a special meeting called for that purpose, shall be as valid and binding as though ratified by every member of the Corporation except as otherwise provided by law, and provided, however, that any failure of the members of the Corporation to approve or ratify such contract or other transaction, when and if submitted, shall be deemed to render the same invalid or prohibit the officers from proceeding with such contract or other transaction.

The Corporation reserves the rights to alter, change, amend or repeal any provision (s) contained in these Articles of Incorporation, in manner now or hereafter prescribed by the Liberian Business Corporation Act, and all rights conferred upon stockholders herein are granted subject to this reservation.

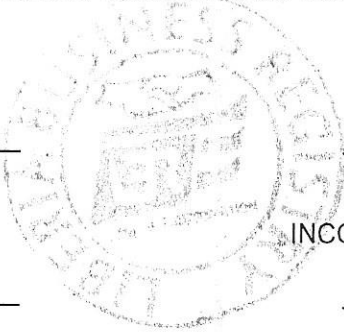
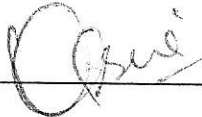


**ARTICLE - 10**

The Corporation shall have perpetual existence and successions.

**ARTICLE - 11**

The existence of this Corporation shall begin upon the filing of these Articles of Incorporation with the Liberia Business Registry of the Republic of Liberia.

IN WITNESS WHEREOF, We have hereunto set our hands and affixed our signatures on this 27<sup>th</sup> day of January, A.D 2015.

_____		_____
WITNESS		 Shivani Gupta INCORPORATOR/SHAREHOLDER
_____		_____
WITNESS		 Shivali Gupta INCORPORATOR/SHAREHOLDER
_____		_____
WITNESS		 Prachi Gupta INCORPORATOR/SHAREHOLDER

12.00 REVENUE STAMP AFFIXED ON THE ORIGINAL.



ARTICLES OF INCORPORATION  
OF  
SING AFRICA PLANTATIONS LIBERIA, INC.

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REPUBLIC OF LIBERIA

**Liberia Business Registry**

The copy of this document is FILED in  
accordance with Section 1.4 of the  
Business Corporation Act on

February 5, 2015  
DATE OF FILING

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REGISTRAR

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