

COMPANIES ACTS 1985 & 1989
PUBLIC COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

of

Strategic Natural Resources PLC

Incorporated in England & Wales on the 05/10/2004
Company Registration Number 5249946

COMPANIES ACTS 1985 & 1989
PUBLIC COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
Strategic Natural Resources PLC

1. The name of the Company name is Strategic Natural Resources PLC.
2. The Company is to be a Public Company.
3. The Registered Office of the Company will be situated in England & Wales.
4. The objects for which the Company is established are:
 - 4.1 to carry on the business of a General Commercial Company.
 - 4.2 to design manufacture and deal in any materials, articles or components and to provide any services which may be required for the purposes of a business of the above description or which may be conveniently or advantageously made or supplied in connection with it.
 - 4.3 to promote and to acquire all or any of the share or loan capital of any company wherever incorporated and engaging or proposing to engage in any activity an interest in which appears likely to be advantageous to the Company; to provide administrative financial and other services and facilities for any company in which the Company is interested or for any other persons and to sell or dispose of the undertaking or any property or assets of the Company for such consideration as may be thought fit including the share or loan capital or other obligation of any body corporate.
 - 4.4 to acquire all types of property including without limitation freehold or leasehold property.
 - 4.5 to borrow or raise money in any manner and to secure the same or the repayment or performance of any debt, liability, contract, guarantee or other engagement incurred or entered into by the Company, and in particular by the issue of debentures secured on all or any of the Company property (both present and future) including its uncalled capital; and to purchase, redeem or pay off any securities.
 - 4.6 to do all or any of the above things either alone or as a member of a partnership trading group or consortium and in any part of the world.
 - 4.7 to do all such other things as may appear incidental or conducive to the pursuit or attainment of any of the above objects or to the exercise of any power (whether express or implied) possessed by the Company.
5. The liability of the members is limited.
6. The share capital of the Company is £50,000 divided into 50,000 Ordinary Shares of £1 each.

We the Subscribers to this Memorandum of Association wish to be formed into a Company pursuant to this Memorandum; and we agree to take the number of shares specified opposite our respective names.

Name and Address Number of shares taken 2



Hanover Directors Limited 1
44 Upper Belgrave Road
Clifton
Bristol BS8 2XN



HCS Secretarial Limited 1
44 Upper Belgrave Road
Clifton
Bristol BS8 2XN

Dated 07/10/2004

Witness to the above signatures

Merrill Godwin
44 Upper Belgrave Road
Clifton
Bristol BS8 2XN