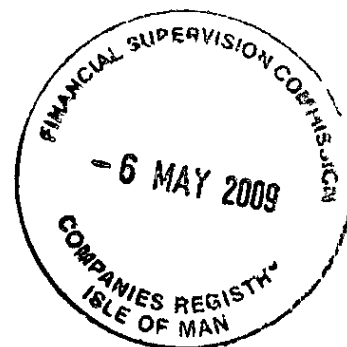


Company number 114064C

THE COMPANIES ACTS, 1931 TO 2004

ISLE OF MAN

PUBLIC COMPANY LIMITED BY SHARES



AMENDED MEMORANDUM OF ASSOCIATION

AND

NEW ARTICLES OF ASSOCIATION

OF

STM GROUP PLC

Incorporated the 28th day of July 2005

Amended by Special Resolution on 14th May 2008

And by subsequent special resolution on 27th April 2009



THE COMPANIES ACTS, 1931 TO 2004

ISLE OF MAN

PUBLIC COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

STM GROUP PLC

- 1 The name of the Company is STM GROUP PLC
- 2 The Company is a public Company
- 3 The liability of the members is limited
- 4 The share capital of the Company is £100,000 divided into 100,000,000 ordinary shares of £0 001 each

We, the Subscribers to this Memorandum of Association -

- (a) wish to be formed into a Company pursuant to this Memorandum,
- (b) agree to take the number of shares shown opposite our respective names, and
- (c) declare that all the requirements of the Companies Acts 1931 to 2004 in respect of matters relating to registration and of matters precedent and incidental thereto have been complied with

No	Names, Addresses and Descriptions of Subscribers	Number of Shares taken by each Subscriber
1	Rakestone Limited Po Box 227 Clinch's house Lord Street Douglas Isle of Man	One
2	Reenstone Limited Po Box 227 Clinch's house Lord Street Douglas Isle of Man	One
Total number of shares taken		2

Dated this 12 day of July, 2005

Witness to the above Signature(s)

Nick Saunders
54 Derby Square
Douglas
Isle of Man
IM1 3LP

Company Administrator

