

FORM 3

SAINT VINCENT AND THE GRENADINES

INTERNATIONAL BUSINESS COMPANIES (AMENDMENT AND CONSOLIDATION)
ACT

[Section 14(1).]

Articles of Incorporation

1. The name of the International Business Company is:
2. The address of the registered office of the International Business Company is:
Address:
Mailing Address:
3. The name and address of the First Registered Agent of the International Business Company are:
Name:
Address:
4. (i) Select the description which best describes the type of International Business Company being incorporated. (Check ONE box ONLY)
(a) Company Limited by Shares
(b) Company Limited by Guarantee that is authorised to issue Shares
(c) Company Limited by Guarantee that is NOT authorised to issue Shares
(d) Unlimited Company that is authorised to issue Shares
(e) Unlimited Company that is NOT authorised to issue Shares
(ii) Select the description (if any) which further defines the attributes of the International Business Company being incorporated. (Check ALL boxes that apply)
(a) Segregated Cell Company with incorporation authorisation from the Authority.
(b) Limited Duration Company with expiry date of [] [] / [] [] / [] []
(Day/ Month/Year)
5. In the case of an International Business Company authorised to issue shares, state the following:
 - a. Currencies in which shares of the International Business Company shall be issued are:
.....;; and
 - b. The total authorised capital (if any) of the International Business Company is: [currency]
.....
 - c. The number of shares (if any) with par value that the International

Business

Company is authorised to issue is shares, each with a par value of [currency]

- d. The number of shares (if any) without par value that the International Business

Company is authorised to issue is shares with aggregate Capital Value of [currency]

- e. Classes and series of shares that the company is authorised to issue:

Classes of Shares: ;;

Outline the relative designations, powers, preferences, rights, qualifications, limitations or restrictions of each class and of each share within a class.

.....
.....

- f. Is the International Business Company authorised to issue bearer shares?

Yes [] No []

(i) The number of shares to be issued as bearer shares is:

(ii) The number of shares to be issued as registered shares is:

(iii) If shares issued to bearer are to be issued, state the manner in which a required notice is to be given to holders of such shares:

.....
.....

(iv) Registered shares may be exchanged for shares issued to bearer as follows:

.....
.....

(v) Shares issued to bearer may be exchanged for registered shares as follows:

.....
.....

(vi) The right to transfer any shares in the company is restricted as follows:

.....
.....

- 7. Where the International Business Company is to be limited by guarantee and 4(i)(b) or 4(i)(c) above has been selected, each member of the International Business Company, shall by affixing his signature below (or by providing a separate undertaking by signed writing in similar terms to the International Business Company) undertake as follows:

That he shall undertake to contribute to the assets of the International Business Company in the event of the International Business Company

being wound up during the time that he is a member, or within one year afterwards, for the payment of the debts and liabilities of the International Business Company contracted before the time at which he ceases to be a member, and of the costs, charges and expenses of the winding-up of the company, and for the adjustment of the rights of the contributors amongst themselves—

in an amount not exceeding U.S. \$

in an unlimited amount.

8. The International Business Company is to be an unlimited company. The liability of the members of the International Business Company in respect of the company's debts, liabilities and obligations is unlimited.

Yes No

9. (a) The International Business Company has elected to register its charges under section 141 to section 146 of the Act. (Check ONE box ONLY)

Yes No

(b) The International Business Company has irrevocably elected to pay taxes at one per cent under section 180(2) of the Act. (Check ONE box ONLY)

Yes No

10. Other provisions, if any:

Dated the day of, 20.....

REGISTERED AGENT

By:

Name:

License No.

WITNESSED BY A RESIDENT OF SAINT VINCENT AND THE GRENADINES:

Signature:

Name:

Address:

Dated the: day of, 20.....

FOR REGISTRY USE ONLY

Company No.:

Agent Code No.:

Date Filed:

Received By:
