

(A)
CAZOVA

CONSTITUTION OF
THE EASTERN CARIBBEAN VOLLEYBALL ASSOCIATION

ARTICLE I

NAME:

The name of the Association shall be "The Eastern Caribbean Volleyball Association" (hereinafter referred to as "ECVA" or the "Association").

ARTICLE II

Glossary of Terms and Interpretations

National Association	means the National Association, the national bodies legally recognized in their country or territory to administer and govern all forms of Volleyball, structured and organized according to the spirit and provisions of the FIVB Constitution
National Federation	means the National Federation, the national bodies legally recognized in their country or territory to administer and govern all forms of Volleyball, structured and organized according to the spirit and provisions of the FIVB Constitution
Cazova	The Caribbean Zonal Volleyball Association
Norceca	The North Central American and Caribbean Volleyball Confederation
FIVB	The Federation Internationale de Volleyball

ARTICLE III

OBJECTIVES:

The ECVA shall encourage the playing of Volleyball in all its forms; in all parts of the zone and to support the National Associations. It shall promote, coordinate, publicize, regulate, organize, supervise, control, direct and govern the sport of Volleyball throughout the zone.

Notwithstanding the generality of the foregoing, the Association shall:

- a) Enforce the Official FIVB Volleyball Rules, the official standards and specifications for volleyball equipment and facilities, and all internal executive regulations which must be applied mutatis mutandi in all competitions.
- b) Foster and develop the spirit of Caribbean integration

ARTICLE VII

THE GENERAL ASSEMBLY:

- a. The General Assembly of the National Associations, which are members of the ECVA, shall constitute the highest governing body of the ECVA. The said General Assembly will be made up of the representatives of the National Associations belonging to countries of the ECVA

NATIONAL DELEGATION:

- i. Each delegation of National Associations may be comprised of two (2) members but each National Association will have only one vote.
 - ii. The official delegates must be affiliated to the National Associations, which they represent. Their powers of attorney or accreditation letters must be signed by the President and the Secretary of their representative Associations and must carry the official seal or stamp of said Association and should be sent to the Secretariat of the General Assembly, before the opening of the Assembly.
- b. An affiliated National Association may be represented by proxy by another affiliated National Association's accredited delegate(s). Such accredited delegate(s) cannot represent more than one other affiliated National Association.
 - c. Only National Associations in good standing may hold a proxy

GENERAL ASSEMBLY MEETINGS:

- a) The President of the ECVA (or such other person designated by him beforehand) shall preside as Chairman of the Assembly.
- b) The General Assembly will meet at least once per year in the last quarter
- c) At least 60 days notice specifying the place, day and hour of the meeting and general nature of the business to be conducted, shall be given to all National Associations entitled to attend.

QUORUM OF GENERAL ASSEMBLY:

The quorum of the General Assembly shall be at least two thirds (2/3) of the National Associations represented whether by delegate or by proxy with the right to vote, pursuant to subsection (a) below:

- a) Only the National Associations in good standing are counted to determine if a quorum is established and are entitled to attend with the right to vote. The delegate of a National Association under suspension, for any reason whatsoever, may attend the General Assembly as observers, but the National Association cannot be counted for the purpose of establishing a quorum.

MOTIONS AND RECOMMENDATIONS:

- a) All motions and recommendations to be submitted to the General Assembly by a National Association must be directed to the Secretary General at least thirty (30) days prior to the date set for the commencement of the General Assembly.

- b) Only matters appearing on the agenda will be discussed and voted on. The General Assembly may permit motions or recommendations not presented within this time limitation to be discussed and voted on, provided the Associations represented cast their affirmative vote authorizing this procedure.
- c) The agenda will be sent to the Associations, which are members of the ECVA ten (10) days before the date on which the General Assembly is to begin.

DECISIONS OF THE GENERAL ASSEMBLY

- a) Except where otherwise provided for in this Constitution, the decisions of the General Assembly are to be carried by a simple majority of the votes cast. However, in order to be validly adopted, any amendment to the constitution requires the vote of a majority equal to two-thirds (2/3) of the members present and entitled to vote.
- b) Except where otherwise provided for in this Constitution or in accordance with specific decisions of the General Assembly which may fix an earlier or later date for enforcement of its decisions, such decisions shall enter into force three (3) months after the closing date of the General Assembly.
- c) The Secretary shall send notifications of all decisions of the General Assembly to the members within one (1) month after the closing of the Assembly.

BUSINESS OF GENERAL ASSEMBLY:

- a) Reading of the notice convening the Annual General Assembly.
- b) Confirmation of credentials of delegates.
- c) Roll call.
- d) Reading and confirmation of minutes of previous Annual General Meeting.
- e) Matters arising from minutes.
- f) Submission, consideration and adoption of the Annual Report and Financial Statement.
- g) Election of officers when due.
- h) Motions, amendments and recommendations.
- i) General business.
- j) (The decisions made by the General Assembly will go into effect one month after the AGM). These notifications must be sent 10 days after the closing of the General Assembly

VOTING:

Voting on all matters involving persons will be by secret ballot. Other votes will be taken by a show of hands. If with the latter, it is not possible to ascertain a clear majority vote, in favor of the motion, voting will be carried out by calling the names of the countries represented, in alphabetical order.

- a) Elections of persons will be effected by a simple majority.

ARTICLE VIII

EXECUTIVE COMMITTEE:

The officers of the Association shall be:

1. President
2. Vice President
3. Secretary General
4. Treasurer
5. One (1) Committee member

The Executive Committee shall have the powers to:-

1. Deal with affiliations
2. Raise funds and borrow money on behalf the ECVA
3. Generally manage control and safeguard the affairs of the Association
4. Fill vacancies as they arise
5. Appoint suitable tribunals to consider and adjudicate disputes and conflicts arising among its members. The recommendations of the tribunal shall be considered by the Executive Committee and referred to the General Assembly for decision
6. Deal with any other matters that are not specifically covered by the Constitution and reasonably related to the general operations of the ECVA

If an elected member of the Committee becomes inactive such that he is deemed by his inactivity to have vacated his post, he must be immediately replaced by appointment of the Executive Committee.

ARTICLE IX

ELECTION OF OFFICERS:

The General Assembly shall elect the Executive Committee to serve for four years. To the extent possible the recommended gender balance representations will be observed

ARTICLE X

CANDIDATES:

Any candidacy proposed by an affiliated National Association implies that said National Association will cover transportation expenses, food and lodging for its candidate, so that in case he is elected, he will be financially prepared to attend Committee meetings at least once a year.

ARTICLE XI

MEETINGS:

The Executive Committee will meet at least once every year.

In case of an emergency, the President shall consult with the members of the Committee through the most appropriate means to arrive at a decision. In such a case, the decision must be submitted for ratification at the following meeting of the Executive Committee.

The quorum of the Executive Committee shall be 3 persons.

ARTICLE XII

DUTIES AND RESPONSIBILITIES OF EXECUTIVE COMMITTEE MEMBERS

President

- a) The President of the ECVA will direct the General Assembly as established by the terms of this constitution.
- b) He shall call the meeting to order and shall preside as Chairman.
- c) In the event of a tie in voting, the President shall have the casting vote.
- d) Should the President be unable to carry out his functions, he shall be represented by the Vice President. In the absence of the President and Vice-President, the meeting shall elect a Chairman from among those present

Vice President

When the President is temporarily absent The Vice President will assume the President's function.

Secretary General

- a) The Secretary General will be responsible for the preparation of and execution of the minutes and all official correspondence in conjunction with the President.
- b) He will keep the records and take care of the ECVA correspondence.
- c) He will maintain communication with all external governing bodies and inform the Executive Committee of all incoming communiqués in a timely manner.
- d) He will keep the member countries informed of all decisions, programs and activities of the ECVA Zone.

Treasurer

- a) He will be in charge of the accounts and the maintenance of records related thereto; checking on receipts and expenditure.
- b) He will present a financial report at each meeting of the Executive Committee
- c) He will present audited accounts each meeting of the General Assembly.

- d) He will present an estimate of planned income and expenditure.
- e) Together with the President he will sign all accounting and treasury reports. In case of the temporary or permanent absence of the Treasurer, the President will name a person to take his place. It will be mandatory for this designation to be ratified at the next meeting.
- f) The signatories to any bank account will be
 - i. The President
 - ii. The Treasurer
 - iii. Two designated persons
- g) All payments must have the prior written approval of the Treasurer and President.
- h) All cheques must have at least two signatures. Each cheque must bear the signature of either the Treasurer or President and one other person so designated with the consent of the executive committee.

ARTICLE XIII

REPRESENTATION:

- a) A National Association may be represented by:-
 - i. A delegate who is a member of the National Association; or
 - ii. Proxy.
- b) Voting by mail will not be permitted.

ARTICLE XIV

ACCREDITATION COMMITTEE:

A committee elected by the General Assembly will examine the Powers of Attorney or accreditation letters presented by each delegation and will present a report of their validity.

ARTICLE XV

CANDIDATES FOR COMMITTEES:

- a) The names of the candidates for any ECVA Committee will be proposed by the respective National Associations and forwarded to the Secretariat at least one month before the invitation of the General Assembly.

- b) The Secretary will send the names of the candidates to all Associations, which are members of the ECVA at least ten (10) days before the opening date of the General Assembly.

ARTICLE XVI

TECHNICAL COMMITTEES:

These committees will be:

- a) Sports Organizing Committee
- b) Referees Committee
- c) Coaches Committee
- d) Finance & Marketing Committee
- e) Youth Development Committee
- f) Beach Volleyball Committee

Appointments:

- a) The members of these committees will be selected by the Executive Committee of the ECVA, and with the written approval of their respective National Associations, sent in at least thirty (30) days before the opening date of the Assembly. The committees will be made up of a minimum of three (3) persons
- b) The Executive Committee shall choose the Chairman of the respective committee's from among the members of each committee.
- c) Members who are no longer affiliated with their National Association may be replaced by another member of the said National Association, if the association requests that this be done and it is approved by the Executive Committee of the ECVA.
- d) The Chairman of the Committee is the authorized representative of the same and shall ensure that it functions smoothly, shall supervise the correspondence and preside over meetings of the Committee.

MEETINGS OF THE COMMITTEE:

The Committees will meet at least once a year and a meeting must coincide with the meeting of the **ECVA** Assembly.

Functions of Committees

Sports Organizing Committee

- a) To approve the rules and regulations for the **ECVA** Championships
- b) To present the Executive Committee and the General Assembly with reports on official Championships

- c) To direct, co-ordinate and supervise the technical organization of the **ECVA** Championships

Referees Committee

- a) To promote the training and development of Referees

Coaches Committee

- a) To promote the training and development of Coaches in ECVA

ARTICLE XVII

FUNDS:

The ECVA funds will be provided by:-

- membership fees received from National Associations
- tournament fees
- sponsorships
- grants received from the FIVB, NORCECA and other agencies.

Membership fees are to be decided by the General Assembly.

ARTICLE XVIII

BUDGETS AND FINANCES:

The **ECVA** financial year will run from 1st January to 31st December. The Executive Committee will prepare its annual budget in accordance with those dates and will present same to the General Assembly.

Financial reports will be approved every year and will be prepared by the Treasurer. Subsequently, they will be transmitted for analysis by an auditor named by the General Assembly.

ARTICLE XIX

SANCTIONS:

All violations of these statutes shall meet with disciplinary action to be determined by the General Assembly upon the recommendation of the Executive Committee according to the FIVB Constitution, Sport, administration, General Regulations and Code of Conduct of FIVB

ARTICLE XX

AMMEDMENTS:

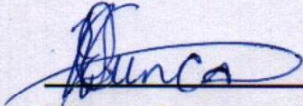
Amendments to these statutes may only be effected at a General Assembly called for this specific purpose at which at least two (2) thirds majority of the affiliated members entitled to vote must be present.

TRANSISTORY MEASURES:

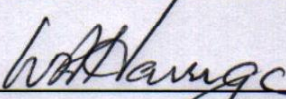
These statutes will go into effect six (6) days after being officially approved by the General Assembly.

This Constitution was adopted and approved by the General Assembly of the ECVA Volleyball Zonal Association on the 3rd day of March, 2007 in the city of St. Johns, Antigua by the following National Associations.

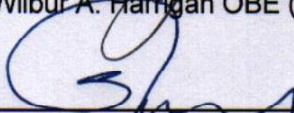
Anguilla


Winston Duncan (Authorized Representative)

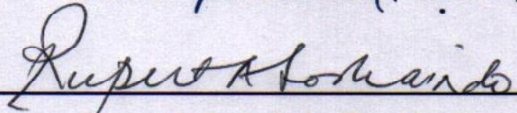
Antigua & Barbuda


Wilbur A. Harrigan OBE (President)

British Virgin Islands


Sabinah Clement-Mason (President)


Dominica


Rupert A. Sorhaindo (President)

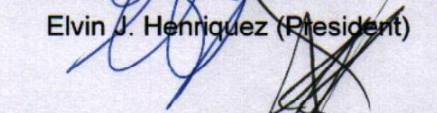
Montserrat


Denfield "Cadett" Morris (President)

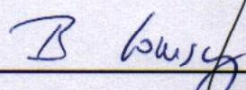
St. Eustatius


Elvin J. Henriquez (President)

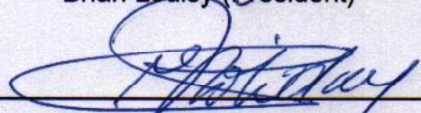
St. Kitts


Glenn A. H. P. Quinlan (President)

St. Lucia


Brian Louisy (President)

St. Maarten, N.A.

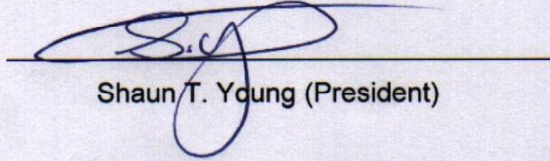

Clayton N. Holiday (President)

A handwritten signature in blue ink, consisting of a circle with a horizontal line through it and some scribbles below, followed by the text "STEPHEN Th." in a cursive style.

St. Martin

Thierry P. Stephen (President)

St. Vincent & The Grenadines

A handwritten signature in blue ink, appearing as a stylized, cursive "S.Y." above a horizontal line.

Shaun T. Young (President)

FEDERATION OF SAINT CHRISTOPHER AND NEVIS

THE COMPANIES ACT

Cap 21.03

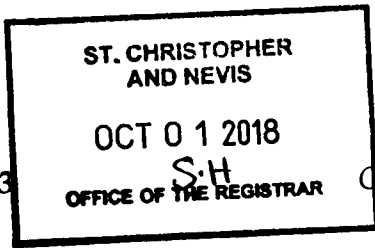
A PRIVATE ORDINARY COMPANY LIMITED BY GUARANTEE

ARTICLES OF ASSOCIATION

OF

**EASTERN CARIBBEAN VOLLEYBALL
ASSOCIATION INC**

INCORPORATED THE 29th DAY OF *October* 2018



STANDARD TABLE B
Regulations for the Management of a Company Limited by Guarantee
INTERPRETATION

1. (1) In these regulations,

“Act” means the Companies Act including any statutory modification or re-enactment thereof for the time being in force;

“articles” means the articles of association of the company;

“clear days”, in relation to the period of a notice, means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect;

“executed” includes any mode of execution;

“office” means the registered office of the company;

“ordinary resolution” means a resolution of the company in general meeting adopted by a simple majority of the votes cast at that meeting;

“seal” means the common seal of the company;

“secretary” means the secretary of the company or any other person appointed to perform the duties of the secretary of the company, including a joint, assistant or deputy secretary.

(2) Unless the context otherwise requires, words or expressions contained in these regulations bear the same meaning as in the Act but excluding any statutory modification thereof not in force when these regulations become binding on the company.

MEMBERS

2. The subscribers to the memorandum of association and such other persons as the directors shall admit to membership shall be members of the company.

GENERAL MEETINGS

3. All general meetings other than annual general meetings shall be called extraordinary general meetings.

4. The directors may call general meetings and, on the requisition of members pursuant to the provisions of the Act, shall forthwith proceed to call a general meeting for a date not later than two months after the receipt of the requisition. If there are not sufficient directors to call a general meeting, any director or any member of the company may call such meeting.

NOTICE OF GENERAL MEETINGS

5. An annual general meeting or a general meeting called for the passing of a special resolution or a resolution appointing a person as a director shall be called by at least twenty-one clear days' notice. All other meetings shall be called by at least fourteen clear days' notice but a general meeting may be called by shorter notice if it is so agreed,

- a) in the case of an annual general meeting, by all the members entitled to attend and vote thereat; and
- b) in the case of any other meeting by a majority in number of the members having a right to attend and vote at the meeting being a majority together representing not less than ninety-five per cent of the total voting rights at that meeting of all the members.

6. The notice shall specify the day, time and place of the meeting and the general nature of the business to be transacted and, in the case of an annual general meeting, shall specify the meeting as such.

7. Subject to the provisions of the articles, the notice shall be given to all the members, to all persons entitled to receive the notice in consequence of the death or bankruptcy of a member and to the directors and auditors, if any.

8. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at the meeting.

PROCEEDINGS AT GENERAL MEETINGS

9. In the case where a company has only one member, or where there is only one member of any class of members of the company, that member present in person or by proxy shall be deemed to constitute a meeting. In any other case, no business shall be transacted at any meeting unless a quorum is present and, subject as hereinafter otherwise provided, two persons entitled to vote upon the business to be transacted, each being a member or a proxy for a member or a proxy for a member or a duly authorised representative of a body corporate, shall be a quorum.

10. If a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting such quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or such day, time and place as the directors may determine. If at such adjourned meeting, a quorum is not present within half an hour from the time appointed for the meeting, or if during such adjourned meeting a quorum ceases to be present, then any member present in person or by proxy shall be a quorum.

11. The chairperson, if any, of the board of directors or in his or her absence some other director nominated by the directors shall preside as chairperson of the meeting, but if neither the chairperson nor such other director (if any) is present within fifteen minutes after the time appointed for holding the meeting and willing to act, the directors present shall elect one of their number to be chairperson and, if there is only one director present and willing to act, he or she shall be chairperson.

12. If no director is willing to act as chairperson, or if no director is present within fifteen minutes after the time appointed for holding the meeting, those present and entitled to be counted in a quorum shall choose one of their number to be chairperson.

13. A director shall, notwithstanding that he or she is not a member, be entitled to attend and speak at any general meeting and at any separate meeting of any class of members of the company.

14. The chairperson may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given specifying the day, time and place of the adjourned meeting and the general nature of the business to be transacted, otherwise it shall not be necessary to give any such notice.

15. A resolution put to the vote of a meeting shall be decided on a show of hands unless before, or on the declaration of the result of, the show of hands a poll is duly demanded. Subject to the provisions of the Act, a poll may be demanded

- a) by the chairperson;
- b) by at least two members having the right to vote on the resolution; or
- c) by a member or members representing not less than one-tenth of the total voting rights of all the members having the right to vote on the resolution; and a

demand by a person as proxy for a member shall be the same as a demand by the member.

16. Unless a poll is duly demanded a declaration by the chairperson that a resolution has been carried or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.

17. The demand for a poll may, before the poll is taken, be withdrawn but only with the consent of the chairperson and a demand so withdrawn shall not be taken to have invalidated the result of a show of hands declared before the demand was made.

18. A poll shall be taken as the chairperson directs and he or she may appoint scrutineers (who need not be members) and fix a day, time and place for declaring the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

19. In the case of an equality of votes, whether on a show of hands or on a poll, the chairperson shall be entitled to a casting vote in addition to any other vote he or she may have.

20. A poll demanded on the election of a chairperson or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken either forthwith or at such day, time and place as the chairperson directs not being more than thirty days after the poll is demanded. The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll was demanded. If a poll is demanded before the declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.

21. No notice need be given of a poll not taken forthwith if the day, time and place at which it is to be taken are announced at the meeting at which it is demanded. In any other case, at least seven clear days' notice shall be given specifying the day, time and place at which the poll is to be taken.

VOTES OF MEMBERS

22. On a show of hands or on a poll every member who (being an individual) is present in person or (being a body corporate) is present by a duly authorised representative, not being himself or herself a member entitled to vote, shall have one vote.

23. A member in respect of whom an order has been made by any court having jurisdiction (whether in the Federation or elsewhere) in matters concerning mental

disorder may vote, whether on a show of hands or on a poll, by his or her curator or other person authorised in that behalf appointed by that court, and any such curator or other person may, on a poll, vote by proxy. Evidence to the satisfaction of the directors of the authority of the person claiming to exercise the right to vote shall be deposited at the office, or at such other place within the Federation as is specified in accordance with the articles for the deposit of instruments of proxy not less than forty-eight hours before the time appointed for holding the meeting or adjourned meeting at which the right to vote is to be exercised and in default the right to vote shall not be exercisable.

24. No member shall vote at any general meeting or at any separate meeting of any class of members in the company, either in person or by proxy, unless all moneys presently payable by him or her to the company have been paid.

25. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chairperson whose decision shall be final and conclusive.

26. On a poll votes may be given either personally or by proxy. A member may appoint more than one proxy to attend on the same occasion.

27. An instrument appointing a proxy shall be in writing in the usual form, or as approved by the directors, and shall be executed by or on behalf of the appointor.

28. The instrument appointing a proxy and any authority under which it is executed or a copy of such authority certified notarially or in some other way approved by the directors may

- a) be deposited at the office or at such other place within the Federation as is specified in the notice convening the meeting or in any instrument of proxy sent out by the company in relation to the meeting not less than forty-eight hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote; or
- b) in the case of a poll taken more than forty-eight hours after it is demanded, be deposited as aforesaid after the poll has been demanded and not less than twenty-four hours before the time appointed for the taking of the poll; or
- c) where the poll is not taken forthwith but is taken not more than forty-eight hours after it was demanded, be delivered at the meeting at which the poll was demanded to the chairperson or to the secretary or to any director; and an instrument of proxy which is not deposited or delivered in a manner so permitted shall be invalid.

29. A vote given or poll demanded by proxy or by the duly authorised representative of a body corporate shall be valid notwithstanding the previous determination of the authority of the person voting or demanding a poll unless notice of the determination was received by the company at the office or at such other place at which the instrument of proxy was duly deposited before the commencement of the meeting or adjourned meeting at which the vote is given or the poll demanded or (in the case of a poll taken otherwise than on the same day as the meeting or adjourned meeting) the time appointed for taking the poll.

NUMBER OF DIRECTORS

30. Unless otherwise determined by special resolution, the number of directors (other than alternate directors) shall not be subject to any maximum number but shall not be less than the minimum number specified in the Act.

ALTERNATE DIRECTORS

31. Any director (other than an alternate director) may appoint any other director, or any other person approved by resolution of the directors and willing to act, to be an alternate director and may remove from office an alternate director so appointed by him or her.

32. An alternate director shall be entitled to receive the same notice of meetings of directors and of all meetings of committees of directors of which his or her appointor is a member as his or her appointor is entitled to receive, to attend and vote at any such meeting at which the director appointing him or her is not personally present, and generally to perform all the functions of his or her appointor as a director in his or her absence, but shall not be entitled to receive any remuneration from the company for his or her services as an alternate director.

33. An alternate director shall cease to be an alternate director if his or her appointor ceases to be a director, but, if a director is reappointed, any appointment of an alternate director made by him or her which is in force immediately prior to his or her reappointment shall continue after his or her reappointment.

34. Any appointment or removal of an alternate director shall be by notice to the company signed by the director making or revoking the appointment or in any other manner approved by the directors.

35. Save as otherwise provided in the articles, an alternate director shall be deemed for all purposes to be a director and shall alone be responsible for his or her own acts and defaults and he or she shall not be deemed to be the agent of the director appointing him or her.

POWERS OF DIRECTORS

36. Subject to the provisions of the Act, the memorandum and the articles and to any directions given by special resolution, the business of the company shall be managed by the directors who may exercise all the powers of the company. No alteration of the memorandum or articles and no such direction shall invalidate any prior act of the directors which would have been valid if that alteration had not been made or that direction had not been given. The powers given by this regulation shall not be limited by any special power given to the directors by the articles and a meeting of directors at which a quorum is present may exercise all powers exercisable by the directors.

37. The directors may, by power of attorney or otherwise, appoint any person to be the agent of the company for such purposes and on such conditions as they determine, including authority for the agent to delegate all or any of his or her powers.

DELEGATION OF DIRECTORS' POWERS

38. The directors may delegate any of their powers to any committee consisting of one or more directors and (if thought fit) one or more other persons, but a majority of the members of the committee shall be directors. No resolution of the committee shall be effective unless a majority of those present when it is passed are directors. They may also delegate to any managing director or any director holding any other executive office such of their powers as they consider desirable to be exercised by him or her. Any such delegation may be made subject to any conditions the directors may impose, and either collaterally with or to the exclusion of their own powers and may be revoked or altered. Subject to any such conditions, the proceedings of a committee with two or more members shall be governed by the articles regulating the proceedings of directors so far as they are capable of applying.

APPOINTMENT OF DIRECTORS

39. The first directors of the company shall be appointed in writing by the subscribers of the memorandum or a majority of them.

40. No person shall be appointed a director at any general meeting unless

- a) he or she is recommended by the directors; or
- b) not less than fourteen nor more than thirty-five clear days before the date appointed for the meeting, notice executed by a member qualified to vote at the meeting has been given to the company of the intention to propose that person for appointment stating the particulars which would, if he or she were so appointed, be required to be included in the company's register of directors

together with notice executed by that person of his or her willingness to be appointed.

41. Not less than seven nor more than twenty-eight clear days before the date appointed for holding a general meeting notice shall be given to all who are entitled to receive notice of the meeting of any person who is recommended by the directors for appointment or reappointment as a director at the meeting or in respect of whom notice has been duly given to the company of the intention to propose him or her at the meeting for appointment as a director. The notice shall give the particulars of that person which would, if he or she were so appointed, be required to be included in the company's register of directors.

42. Subject as aforesaid, the company may by ordinary resolution appoint a person who is willing to act to be a director either to fill a vacancy or as an additional director.

43. The directors may appoint a person who is willing to act as a director, either to fill a vacancy or as an additional director, provided that the appointment does not cause the number of directors to exceed any number fixed by or in accordance with the articles as the maximum number of directors. A director so appointed shall hold office only until the next following annual general meeting but shall be eligible for reappointment. If not reappointed at such annual general meeting, he or she shall vacate office at the conclusion thereof.

DISQUALIFICATION AND REMOVAL OF DIRECTORS

44. The office of a director shall be vacated if

- a) he or she ceases to be a director by virtue of any provision of the Act or he or she becomes prohibited by law from or disqualified for being a director;
- b) he or she becomes bankrupt or makes any arrangement or composition with his or her creditors generally;
- c) he or she resigns his or her office by notice to the company; or
- d) he or she shall for more than six consecutive months have been absent without permission of the directors from meetings of directors held during that period and the directors resolve that his or her office be vacated; or (e) the company so resolves by ordinary resolution.

REMUNERATION OF DIRECTORS

45. The directors shall be entitled to such remuneration as the company may by ordinary resolution determine and, unless the resolution provides otherwise, the remuneration shall be deemed to accrue from day to day.

DIRECTORS' EXPENSES

46. The directors may be paid all travelling, hotel, and other expenses properly incurred by them in connection with their attendance at meetings of directors or committees of directors or general meetings or separate meetings of the holders of any class of shares or of debentures of the company or otherwise in connection with the discharge of their duties.

DIRECTORS' APPOINTMENTS AND INTERESTS

47. Subject to the provisions of the Act, the directors may appoint one or more of their number to the office of managing director or to any other executive office under the company and may enter into an agreement or arrangement with any director for his or her employment by the company or for the provision by him or her of any services outside the scope of the ordinary duties of a director. Any such appointment, agreement or arrangement may be made upon such terms as the directors determine and they may remunerate any such director for his or her services as they think fit. Any appointment of a director to an executive office shall terminate if he or she ceases to be a director but without prejudice to any claim to damages for breach of the contract of service between the director and the company.

48. Subject to the provisions of the Act, and provided that he or she has disclosed to the directors the nature and extent of any material interests of his or her, a director, notwithstanding his or her office

- a) may be a party to, or otherwise interested in, any transaction or arrangement with the company or in which the company is otherwise interested;
- b) may be a director or other officer of, or employed by, or a party to any transaction or arrangement with, or otherwise interested in, any body corporate promoted by the company or in which the company is otherwise interested; and
- c) shall not, by reason of his or her office, be accountable to the company for any benefit which he or she derives from any such office or employment or from any such transaction or arrangement or from any interest in any such body corporate and no such transaction or arrangement shall be liable to be avoided on the ground of any such interest or benefit.

49. For the purposes of regulation 48,

- a) a general notice given to the directors that a director is to be regarded as having an interest of the nature and extent specified in the notice in any transaction or arrangement in which a specified person or class of persons is interested shall be

deemed to be a disclosure that the director has an interest in any such transaction of the nature and extent so specified; and

- b) an interest of which a director has no knowledge and of which it is unreasonable to expect him or her to have knowledge shall not be treated as an interest of his or hers.

DIRECTORS' GRATUITIES AND PENSIONS

50. The directors may provide benefits, whether by the payment of gratuities or pensions or by insurance or otherwise, for any person who has held but no longer holds any executive office or employment with the company or with any body corporate which is or has been a subsidiary of the company or a predecessor in business of the company or of any such subsidiary, and for any member of his or her family (including a spouse and a former spouse) or any person who is or who was dependent on him or her, and may (as well before as after he or she ceases to hold such office or employment) contribute to any fund and pay premiums for the purchase or provision of any such benefit and may include rights in respect of any such benefit in the terms of engagement of any such person notwithstanding that he or she may be or may have been a director of the company.

PROCEEDINGS OF DIRECTORS

51. Subject to the provisions of the articles, the directors may regulate their proceedings as they think fit. A director may, and the secretary at the request of a director shall, call a meeting of the directors. Questions arising at a meeting shall be decided by a majority of votes. In the case of an equality of votes, the chairperson shall have a second or casting vote. A director who is also an alternate director shall be entitled in the absence of his or her appointor to a separate vote on behalf of his or her appointor in addition to his or her own vote.

52. Subject to the Act, where the subscribers to the memorandum or a majority of them have appointed only one director or where the company has by special resolution determined that the maximum number of directors shall be one, that director present in person shall constitute a meeting. In any other case, the quorum for the transaction of the business of the directors shall be two or such higher number as may be fixed by the directors. A person who holds office only as an alternate director shall, if his or her appointor is not present, be counted in the quorum.

53. The continuing directors or a sole continuing director may act notwithstanding any vacancies in their number, but, if the number of directors is less than the number fixed as the quorum, the continuing directors or director may act only for the purpose of filling vacancies or of calling a general meeting.

54. The directors may appoint one of their number to be the chairperson of the board of directors and may at any time remove him or her from that office. Unless he or she is unwilling to do so, the director so appointed shall preside at every meeting of directors at which he or she is present. If there is no director holding that office, or if the director holding it is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the directors present shall appoint one of their number to be chairperson of the meeting.

55. All acts done by a meeting of directors, or of a committee of directors, or by a person acting as a director shall, notwithstanding that it be afterwards discovered that there was a defect in the appointment of any director or that any of them were disqualified for holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a director and had been entitled to vote.

56. A resolution in writing signed by all the directors entitled to receive notice of a meeting of directors or of a committee of directors shall be valid and effectual as if it had been passed at a meeting of directors or (as the case may be) a committee of directors duly convened and held and may consist of several documents in the like form each signed by one or more directors; but a resolution signed by an alternate director need not also be signed by his or her appointor and, if it is signed by a director who has appointed an alternate director, it need not be signed by the alternate director in that capacity.

57. Save as otherwise provided by the articles, a director shall not vote at a meeting of directors or of a committee of directors on any resolution concerning a matter in which he or she has, directly or indirectly, an interest or duty which is material and which conflicts or may conflict with the interests of the company unless his or her interest or duty arises only because the case falls within one or more of the following paragraphs:

- a) the resolution relates to the giving to him or her of a guarantee, security, or indemnity in respect of money lent to, or an obligation incurred by him or her for the benefit of, the company or any of its subsidiaries;
- b) the resolution relates to the giving to a third part of a guarantee, security or indemnity, in respect of an obligation of the company or any of its subsidiaries for which the director has assumed responsibility in whole or part and whether alone or jointly with others under a guarantee or indemnity or by the giving of security;
- c) his or her interest arises by virtue of his or her subscribing or agreeing to subscribe for any shares, debentures or other securities of the company or

any of its subsidiaries, or by virtue of his or her being, or intending to become, a participant in the underwriting or sub-underwriting of an offer of any such shares, debentures, or other securities by the company or any of its subsidiaries for subscription, purchase or exchange;

- d) the resolution relates in any way to a retirement benefits scheme which has been approved, or is conditional upon approval, by the Comptroller of Income Tax for taxation purposes;
- e) the resolution relates to an agreement for the benefit of employees of the company or any of its subsidiaries which does not accord to him or her any privilege or advantage not generally accorded to the employees to whom the arrangement relates.

58. A director shall not be counted in the quorum present at a meeting in relation to a resolution on which he or she is not entitled to vote.

59. The company may by ordinary resolution suspend or relax to any extent, either generally or in respect of any particular matter, any provisions of the articles prohibiting a director from voting at a meeting of directors or of a committee of directors.

60. Where proposals are under consideration concerning the appointment of two or more directors to offices or employments with the company or any body corporate in which the company is interested the proposals may be divided and considered in relation to each director separately and (provided he or she is not for another reason precluded from voting) each of the directors concerned shall be entitled to vote and be counted in the quorum in respect of each resolution except that concerning his or her own appointment.

61. If a question arises at a meeting of directors or of a committee of directors as to the right of a director to vote, the question may, before the conclusion of the meeting, be referred to the chairperson of the meeting and his or her ruling in relation to any director other than himself or herself shall be final and conclusive.

SECRETARY

62. Subject to the provisions of the Act, the secretary shall be appointed by the directors for such term, at such remuneration and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.

MINUTES

63. The director shall cause minutes to be made in books kept for the purpose in accordance with the Act.

THE SEAL

64. The seal shall only be used by the authority of the directors or of a committee of directors authorised by the directors. The directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by two directors or by a director and the secretary.

ACCOUNTS AND AUDIT

65. The company shall appoint auditors to examine the accounts and report thereon in accordance with the Act.

66. Any notice to be given to or by any person pursuant to the articles shall be in writing except that a notice calling a meeting of the directors need not be in writing.

67. A member shall be entitled to receive any notice to be given to him or her pursuant to the articles notwithstanding that his or her registered address is not within the Federation. The company may give notice to a member either personally or by sending it by post in a prepaid envelope addressed to the member at his or her registered address or by leaving it at that address.

68. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of forty-eight hours after the envelope containing it was posted.

69. A member present, either in person or by proxy, at any meeting of the company or at any separate meeting of any class of members of the company shall be deemed to have received notice of the meeting and, where requisite, of the purposes for which it was called.

70. A notice may be given by the company to the persons entitled to receive the notice in consequence of the death or bankruptcy of a member by sending or delivering it, in any manner authorised by the articles for the giving of notice to a member, addressed to them by name, or by the title of representatives of the deceased, or trustee of the bankrupt or by any like description at the address supplied for that purpose by the persons claiming to be so entitled. Until such an address has been supplied, a notice may be given in any manner in which it might have been given if the death or bankruptcy had not occurred.

WINDING UP

71. If the company is wound up, the company may, with the sanction of a special resolution and any other sanction required by the Act, divide the whole or any part of the assets of the company among the members in specie and the liquidator or, where there is no liquidator, the director may, for that purpose, value any assets and determine how the division shall be carried out as between the members or different classes of members, and with the like sanction, vest the whole or any part of the assets in trustees upon such trusts for the benefit of the members as he or she with the like sanction determines, but no member shall be compelled to accept any assets upon which there is a liability.

INDEMNITY

72. In so far as the Act allows, every present or former officer of the company shall be indemnified out of the assets of the company against any loss or liability incurred by him or her by reason of being or having been such an officer.

WE, GLENN ARTHUR HILARY PATRICE QUINLAN and PHYLLIS ELLIOT - BENJAMIN are desirous of being formed into a company, in pursuance of this Articles of Association and we agree to become Members of the Company.

Dated this ^{1st} day of October 2018.

NAMES AND ADDRESSES OF SUBSCRIBERS

Name: GLENN ARTHUR HILARY PATRICE QUINLAN
Address: Earle Mornes
Bird Rock Extension, St Kitts

Name: PHYLLIS ELLIOTT-BENJAMIN
Address: #16 Keys Extension, Keys Villa
ge, St Kitts



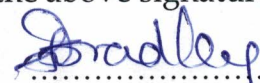


GLENN ARTHUR HILARY PATRICE QUINLAN-
Director



PHYLLIS ELLIOTT-BENJAMIN
Secretary

Witness to the above signatures:

Signature: .....
Name: Sandra Bradley
Address: #72 Ellington Adams, Taylors Village, Basseterre, St Kitts
Occupation: Office Manager, Hazel Alleyne Law office

SAINT CHRISTOPHER AND NEVIS
THE FINANCIAL SERVICES (BUSINESS NAMES) ORDER, 1997


(S.R.O. No. 27 of 1997)

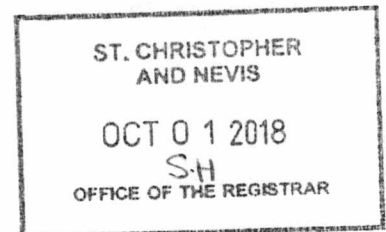
Statutory Statement

1. The name of the institution for which the permission of the Minister is being sought is EASTERN CARIBBEAN VOLLEYBALL ASSOCIATION INC. (hereinafter referred to as "the relevant name").
2. The address of registered office is Quincott House, #23 Cayon Street, Basseterre, St Kitts
3. The nature of the business to be carried out by the institution is any lawful business but principally the administration of volleyball.

This statement is delivered to the Director General by S. Lisa Hazel-Claxton whose particular signature is hereunto subscribed.

S. LISA HAZEL CLAXTON
ATTORNEY-AT-LAW
HAZELALLEYNE LAW OFFICE
VICTORIA ROAD
BASSETERRE
ST KITTS

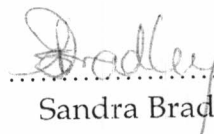

.....
S. Lisa Hazel-Claxton



Dated this ^{2nd} day of October 2018

WITNESS to above signature

Sandra Bradley
#72 Ellington Adams Lane
Taylors Village
Basseterre
St Kitts


.....
Sandra Bradley

SAINT CHRISTOPHER AND NEVIS
THE FINANCIAL SERVICES (BUSINESS NAMES) ORDER, 1997
(S.R.O No. 27 of 1997)

Statutory Statement

Appendix A

The nature of the businesses carried out by the Eastern Caribbean Volleyball Association Inc. is given below:-

1. Administration of volleyball
2. Any lawful business

SAINT CHRISTOPHER AND NEVIS
THE FINANCIAL SERVICES (BUSINESS NAMES) ORDER, 1997
(S.R.O. No. 27 of 1997)
Statutory Statement

Appendix B.

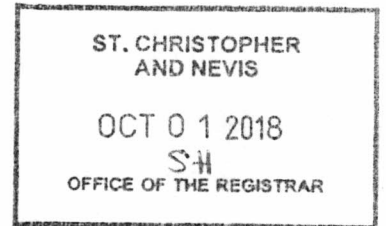
We are requesting permission to include the word "Association" as it is restricted.

SAINT CHRISTOPHER AND NEVIS

THE COMPANIES ACT, Cap. 21.03

STATUTORY STATEMENT

1. The name of the Company is:-
EASTERN CARIBBEAN VOLLEYBALL ASSOCIATION INC.
2. The address of the registered office of the Company is:-
Quincott House, #23 Cayon Street, Basseterre, St Kitts.
3. The company is a private company.
4. The company is a ordinary company.
5. The company will engage in any lawful business but principally in the administration of volleyball.
6. Table B shall apply to the company.
7. The persons whose particulars are given below are intended to be the appointed subscribers as the first Director and Secretary of the Company.



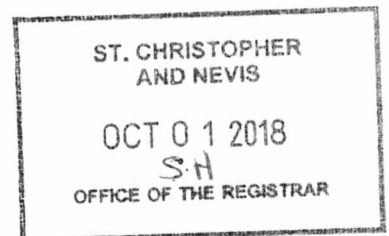
NAME	ADDRESS	DATE OF BIRTH	CITIZENSHIP	OCCUPATION
GLENN ARTHUR HILARY PATRICE QUINLAN, Director	Earle Mornes Bird Rock Extension, St Kitts	1 st January 1961	St Kitts and Nevis	Businessman

NAME	ADDRESS	DATE OF BIRTH	CITIZENSHIP	OCCUPATION
PHYLLIS ELLIOTT-BENJAMIN, Secretary	#16 KEYS EXTENSION, KEYS VILLAGE, ST KITTS	24 th January 1964	St Kitts and Nevis	General Manager CAGE-St Kitts-Nevis Limited, Fort Street, Basseterre, St Kitts

The above named persons have agreed to hold office as Director and Secretary of the company with effect from their dates of appointment.

This Statement is given by Hazel Alleyne Law Office on behalf of the Subscribers to the Memorandum of Association of the company whose particulars and signatures are hereunto subscribed.

Dated this ^{2nd}.....day of October 2018.



HAZELALLEYNE LAW OFFICE
Per S. Lisa Hazel-Claxton, Partner
Victoria Road
Basseterre
St Kitts
Attorneys-at-Law for the Subscriber

[Signature]
.....
S. LISA HAZEL-CLAXTON
HAZELALLEYNE LAW OFFICE

Witness:-

Signature: *[Signature]*
Name: Sandra Bradley
Address: #72 Ellington Adams Lane, Taylors Village, Basseterre, St Kitts
Occupation: Office Manager-HazelAlleyne Law Office

FEDERATION OF SAINT CHRISTOPHER AND NEVIS

THE COMPANIES ACT

Cap 21.03

A PRIVATE ORDINARY COMPANY LIMITED BY GUARANTEE

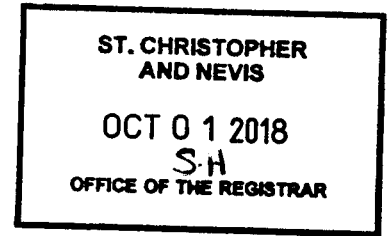
MEMORANDUM OF ASSOCIATION

OF

**EASTERN CARIBBEAN VOLLEYBALL
ASSOCIATION INC**

INCORPORATED THE 29th DAY OF October 2018

SAINT CHRISTOPHER AND NEVIS
THE COMPANIES ACT, Cap. 21.03
MEMORANDUM OF ASSOCIATION
OF



EASTERN CARIBBEAN VOLLEYBALL ASSOCIATION INC.

CONSTITUTION

The Company is to be formed as a private company limited by guarantee under the Companies Act, Cap. 21.03 of the laws of Saint Christopher and Nevis, as standing amended by any modification or re-enactment thereof for the time being in force and including every Act and Order supplemental thereto or made thereunder.

Company Name

1. The name of the Company is **EASTERN CARIBBEAN VOLLEYBALL ASSOCIATION INC.**

Limitation of Liability

2. The liability of the members is limited by guarantee hereinafter provided. Every member of the Company undertakes to contribute to the assets of the Company in the event of the same being wound up during the time that he is a member, or within one year afterwards, for payment of the debts and liabilities of the Company contracted before the time at which he ceases to be a member, and of the cost, charges, and expenses of winding up the same, and for the adjustment of the rights of the contributors amongst themselves, such amount as may be required, not exceeding EC\$1.00.

Membership and Duration

3. For the purpose of registration the number of members is declared not to exceed 50.
4. The Company is a private Company.
5. The Company is of unlimited duration.

Capacity

6. The Company has the capacity to engage in any lawful acts or activities.

OTHER PROVISIONS

Registered Office

7. The Company shall at all times have a registered office in the Federation and on incorporation the situation of its registered office shall be that specified in the statement required to be given to the Registrar of Companies pursuant to section 8 of the Act.
8. The Company may change the situation of its registered office from time to time by giving notice to the Registrar of Companies.

Common Seal

9. The Company shall have a Common Seal to be affixed in accordance with the Articles of Association.

Winding Up

10. On the winding up or dissolution of the Company, if there remains, after the satisfaction of all its liabilities, any property or other asset of the Company, it shall not be paid or transferred to or among the members of the Company. Instead, it shall be given or transferred or otherwise distributed to some charitable institution or institutions having any objects similar to any of the objects of the Company as determined by the members of the Company, or, in default, to some other charitable object.

Amendment of Memorandum

11. Subject to the Act, the Company may from time to time by special resolution alter or amend this memorandum of association in whole or in part.

12. WE, GLENN ARTHUR HILARY PATRICE QUINLAN and PHYLLIS ELLIOT - BENJAMIN are desirous of being formed into a company, in pursuance of this Memorandum of Association and we agree to become Members of the Company.

Dated this 1st day of October 2018.

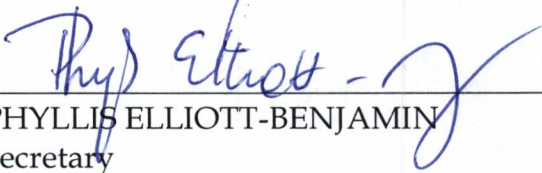
NAMES AND ADDRESSES OF SUBSCRIBERS

Name: GLENN ARTHUR HILARY PATRICE QUINLAN
Address: Earle Mornes
Bird Rock Extension, St Kitts

Name: PHYLLIS ELLIOTT-BENJAMIN
Address: #16 Keys Extension, Keys Villa
ge, St Kitts




GLENN ARTHUR HILARY PATRICE QUINLAN-
Director



PHYLLIS ELLIOTT-BENJAMIN
Secretary

Witness to the above signatures:

Signature: .....
Name: Sandra Bradley
Address: #72 Ellington Adams, Taylors Village, Basseterre, St Kitts
Occupation: Office Manager, HazelAlleyne Law office



Eastern Caribbean Volleyball Association Inc
Quincott House
#23 Cayon Street
Basseterre
St. Kitts

25th February, 2019

EASTERN CARIBBEAN VOLLEYBALL ASSOCIATION INC
Registration No. NG0023

We wish to advise that EASTERN CARIBBEAN VOLLEYBALL ASSOCIATION has been duly registered under the Non-Governmental Organization Act, No. 41 of 2008.

We have the pleasure of enclosing the following documents:

- Advisory Letter
- Certificate of Registration

We also wish to remind you of the following requirements of the Act:-

1. As the NGO was placed on the register, you must pay an Annual Fee of EC\$20.00 by the 30th day of September in each year commencing 2019. According to Section 15 of the Non-Governmental Organization Act, No. 41 of 2008 the following documents must be submitted to the registrar within four months of the financial year end:
 - i) A Statement of its Audited Accounts;
 - ii) A Certified Copy of its Financial Statement;
 - iii) A Report dealing generally with the Programme of Activities and Policies of the NGO during the financial year.

If you require any further information please do not hesitate to contact us.

Sincerely,

Registrar of Non-Governmental Organization

**SAINT CHRISTOPHER AND NEVIS
FINANCIAL SERVICES REGULATORY COMMISSION
ST. KITTS BRANCH**



THE COMPANY SECRETARY
EASTERN CARIBBEAN VOLLEYBALL ASSOCIATION INC.
QUINCOTT HOUSE, #23 CAYON STREET
BASSETERRE
ST. CHRISTOPHER

Monday 05 November, 2018

Eastern Caribbean Volleyball Association Inc.

REGISTRATION NUMBER: 008490

We wish to advise that Eastern Caribbean Volleyball Association Inc. has been duly Incorporated under The Companies Act Cap 21.03 .

We have the pleasure of enclosing the following articles.

- Articles of Association
- Statutory Statement
- Memorandum of Association
- Certificate of Incorporation

We also wish to remind you of the following requirements of the Act:.

1. As the company was placed on the Register of Companies on the 29th of October 2018, you must file an Annual Return on or before the 30th of November in each year commencing in 2019. This must be accompanied by the filing fee of EC\$270.00 or USD \$100.00 for a Private Ordinary Company.
2. Delivery of accounts to the Registrar.
 - (a). *A copy of the accounts for the period signed on behalf of the Directors by one of them together with a copy of the report thereon by its Auditors (if any); or.*
 - (b). *A certificate of solvency for the period signed on behalf of the Directors by at least one of them and by the Auditors (if any).*
3. Please be advised that it is the responsibility of the Company Secretary to file Annual Returns on time. Also note that pursuant to The Companies Act Cap 21.03 , a person or company who fails within the specific period to deliver to or file with the Registrar any document, the Registrar will impose and collect from the person or company a penalty of \$100.00 for every month or part thereof that the person or company fails to deliver or file the document. A company that fails or refuses to comply with these provisions shall be struck off the Register of Companies by the Registrar.

If you require any further information please do not hesitate to contact us.

Sincerely


Registrar of Companies



**NOTICE OF PERMISSION
TO USE A BUSINESS NAME
PURSUANT TO S.R.O. NO. 27 OF 1997**

BY REGISTERED MAIL

To **HazelAlleyne Law Office**
#3 Church Street
Victoria Road
Basseterre
St. Kitts

I, Timothy Sylvester Harris, Minister of Finance of the Federation of Saint Christopher and Nevis, acting under the authority vested in me by section 6 of the Financial Services (Business Names) Order, 1997 (S.R.O. No. 27 of 1997) hereby grant permission to HazelAlleyne Law Office to use the name Eastern Caribbean Volleyball Association Inc.

Given under my hand this *29th* day of, *October* 2018

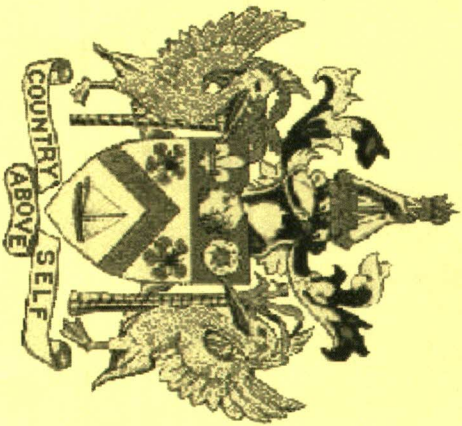
Timothy S. Harris
Minister of Finance

SAINT CHRISTOPHER AND NEVIS

Certificate of Registration

No. NG0023

I hereby Certify that

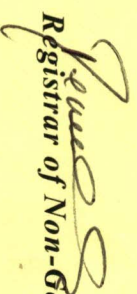


Eastern Caribbean Volleyball Association Inc.

was this day Registered as a Non-Governmental Organisation, pursuant to the provisions of the Non-Governmental Organisation Act, No.41 of 2008.

Given under the Hand and Seal of the Registrar of Non-Government Organisations, Saint Christopher and Nevis, this 25th day of February, 2019




Registrar of Non-Governmental Organisations

Saint Christopher and Nevis

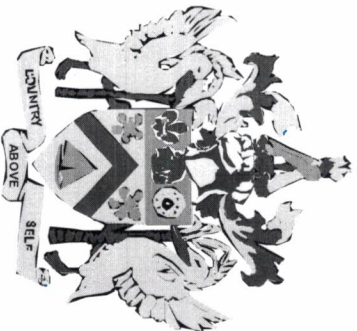
Certificate of Incorporation

No. 008490

I hereby Certify that

Eastern Caribbean Volleyball Association Inc.

was this day Incorporated under The Companies Act Cap 21.03 as a company with limited liability.



Given under the Hand and Seal of the Registrar of Companies,
Saint Christopher, this 29th day of October, 2018


Registrar of Companies