

COMPANIES ORDINANCE OF NEVIS

REQUEST FOR NAME SEARCH AND NAME RESERVATION

.....
1. Name, address and telephone number of person making request:

Telephone No.

.....
2. Proposed name or names in order of preference:

(a)

(b)

(3)

.....
3. Main types of business the Company carries on or proposes to carry on:

(a)

(b)

(c)

.....
4. Derivation of Name:

.....
5. First available name to be reserved: Yes No:

.....
6. Name is for:

.....
7. If for a change of name, state present name of Company:

.....
8. If for amalgamation, state names of amalgamating Companies:

COMPANIES ORDINANCE OF NEVIS
REQUEST FOR NAME SEARCH AND NAME RESERVATION

INSTRUCTIONS

General:

This form is for use in reserving a name or in checking availability of name. One copy of the form will be returned to sender indicating result of search and should, if name is available, be attached to Articles when submitted. The form need not be attached to Articles if the name has been reserved.

An indication that a name is available at this time is not to be construed as an undertaking that the name will be available if and when the Articles are submitted.

Item 1:

Set out name, address and telephone number of person making request.

Item 2:

Set out proposed name or names in order of preference. If more than three names are required to be searched (of which only one will be reserved), one or more additional request must be sent to the Registrar and fee must be paid in respect of each name to be reserved.

Item 3:

State the main types of business to be carried on.

Item 4:

If a name does not contain a distinctive word or does not describe the business to be carried on, the onus is on the person requesting the name to provide any information that may assist in deciding the suitability of the name. If a name consists of a coined word or initials, set out derivation.

Item 5:

No fee is payable for name search. A fee is payable for each name reserved.

Item 6:

Set out whether the name is for incorporation; registration of an external Company stating jurisdiction of incorporation; change of name; amalgamation, etc.

Completed documents, in duplicate, and the prescribed fee (for reservation) are to be deposited at the office of the Registrar.

Companies Regulations

(Section 5 and 329)

FORM 2

COMPANIES ORDINANCE OF NEVIS
ARTICLES OF INCORPORATION
NON-PROFIT COMPANY

.....
1. Name of Company Company No:

.....
2. The Company has no authorised share capital, is to be carried on without pecuniary gain to its members, and any profits or other accretions to the assets of the company are to be used in furthering its undertaking.

.....
3. Restrictions on the undertaking that the Company may carry on:

.....
4. Number (or minimum and maximum number) of Directors:

.....
5. The address of the principal office or premises of the Company is:

.....
6. Other provisions, if any, e.g.

(a) The interest of each member in the Company shall be transferable and shall not cease on death.

(b) The members of the Company may at any time resolve to wind up the Company whereupon the assets of the company, after payment of all debts and liabilities of the company, shall be distributed in accordance with such provisions as are contained in Part IV of the Companies Ordinance as shall be applicable.

.....
7. The first Directors, each of whom shall become a member of the Company, are:

Date:.....

<i>Name</i>	<i>Address</i>	<i>Signature</i>

Companies Regulations
COMPANIES ORDINANCE OF NEVIS
NON-PROFIT COMPANY

ARTICLES OF INCORPORATION

FORM 2

INSTRUCTIONS

Format:

Documents required to be sent to the Registrar pursuant to the Ordinance must conform with regulations 22 to 26 of the Regulations under the Ordinance. Where any provision required to be set out is too long to be set out in the space provided in the form, the form may incorporate the provisions by annexing a schedule in the manner described in regulation 26 of the Regulations.

Item 1:

Set out a proposed corporate name that complies with sections 515 to 516 of the Ordinance and with regulation 4 of the Regulations.

Item 2:

These details are required by section 329(b) of the Ordinance.

Item 3:

If restrictions are to be placed on the undertaking the company may carry on, set out the restrictions.

Item 4:

Where the undertaking of the company is of a social nature there must be stated the full address of the principal office or building that the Company is maintaining.

Item 5:

Any provision that is to form part of the Articles may be set out if the provision is permitted by the Ordinance or Regulations to be set out in the bye-laws of the company.

Item 6..

State names and addresses of first directors.

Other Documents:

The Articles must be accompanied by -

- (a) Notice of Registered Office (Form 4);
- (b) Notice of Directors (Form 9); and
- (c) Request for Name Search and Name Reservation (Form 26) unless name is reserved.

Section 328(1) provides that no articles may be accepted for filing without the prior approval of the Minister. Accordingly the Articles must also be accompanied by written evidence of such approval.

Completed documents in duplicate and the prescribed fee are to be deposited at the office of the Registrar.

Note:

Form 2 should also be used for Restated Articles of Incorporation of a nonprofit company. When so used it should be headed accordingly and conclude with the following paragraph:

"The foregoing restated Articles of Incorporation correctly set out without substantive change the corresponding provisions of the Articles of Incorporation as amended and supersede the original Articles of Incorporation."

Companies Regulations

(Section 176 (1) and (2))

FORM 4

COMPANIES ORDINANCE OF NEVIS

NOTICE OF ADDRESS

OR

NOTICE OF CHANGE OF ADDRESS OF

REGISTERED OFFICE

.....
1. Name of Company:

2. Company No.:

.....
3. Address of Registered Office:

.....
4. Mailing Address:

.....
5. If change of address, give previous address of Registered Office:

6.

Date	Signature	Title

Companies Regulations

COMPANIES ORDINANCE OF NEVIS

NOTICE OF REGISTERED OFFICE

FORM 4

INSTRUCTIONS

Format:

Documents required to be sent to the Registrar pursuant to the Ordinance must conform to regulations 22 to 26 of the Regulations under the Ordinance.

Item 1:

Set out the full legal name of the Company and except where a number has not yet been assigned, state company number.

Item 3:

Set out in full the location of the registered office including street, address and, if multi-office building, room number.

Item 4:

Mailing address may include post office box number, if mailing address is the same as in item 3, state " same as above".

Item 5:

This item needs to be completed only if there is a change in the location or address of the registered office.

Signature:

A director or an authorised officer of the Company shall sign the notice. Upon incorporation, an incorporator shall sign the notice.

Service of documents:

Note that documents may, under section 513 of the Act, be sent to or served upon the Company at its registered office.

Completed documents, in duplicate, is to be deposited at the office of the Registrar.

Companies Regulations

(Sections 69 and 77)

FORM 9

COMPANIES ORDINANCE OF NEVIS

**NOTICE OF DIRECTORS
OR
NOTICE OF CHANGE OF DIRECTORS**

.....
1. Name of Company

2. Company No.:

.....
3. Notice is given that on the day of 20... the following person(s) was/were appointed director(s):

<i>Name</i>	<i>Mailing Address</i>	<i>Occupation</i>

.....
4. Notice is given that on the day of 20.... the following person(s) ceased to hold office as director(s):

<i>Name</i>	<i>Mailing Address</i>

5. The directors of the Company as of this date are:

<i>Name</i>	<i>Mailing Address</i>	<i>Occupation</i>

<i>Date</i>	<i>Signature</i>	<i>Title</i>

--	--	--

Companies Regulations

FORM 9

COMPANIES ORDINANCE OF NEVIS

NOTICE OF DIRECTORS

INSTRUCTIONS

Format:

Documents required to be sent to the Registrar pursuant to the Ordinance must conform to regulations 22 to 26 of the Regulations under the Ordinance.

Item 1:

Set out the full legal name of the Company and, except where a number has not been assigned, state the Company number.

Items 3, 4, 5:

With respect to each director:

- (a) set out first given name, initial and family name;
- (b) state full residential address, and
- (c) specify occupation clearly, e.g. manager, farmer, geologist.

Signature:

A director or authorised officer of the Company shall sign a notice. Upon incorporation, an incorporator shall sign the notice.

Completed document, in duplicate, is to be deposited at the office of the Registrar.

COMPANIES ORDINANCE OF NEVIS

(Section 4)

STATUTORY DECLARATION

I, _____ of _____, in the
Island of Nevis do solemnly and sincerely declare as follows:-

- 1. That I am a Barrister-at-Law and Solicitor, practising in the Federation of St. Christopher and Nevis and acting for the Incorporators herein.
- 2. That the persons who have submitted for incorporation of the Articles herewith, to the best of my knowledge and belief:
 - (i) are not less than eighteen (18) years of age:
 - (ii) are not of unsound mind and have not been found by a registered medical practitioner in St. Christopher and Nevis or elsewhere, to be of unsound mind; and
 - (iii) do not have the status of a bankrupt.

I make this Affidavit conscientiously believing the same to be true and correct.

AFFIRMED before me at Charlestown)
in the Island of Nevis, this)
day of 2007)

Before me: