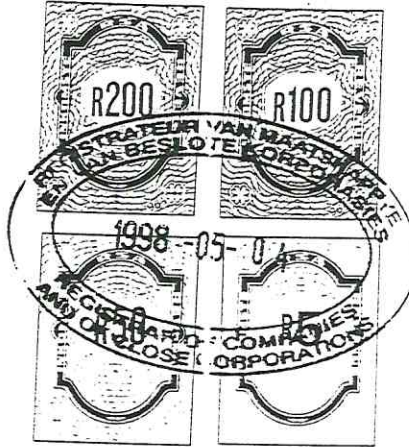


Memorandum of association of a company having a share capital

[Section 54(1); regulation 17(1), and 17(2)]

Registration No. of company

Paste revenue receipt here or affix revenue stamps here or impress revenue franking machine impression here



1. Name

(a) The name of the Company is

AGERIGEL (PTY) LTD

(b) The name of the Company in the other official language of the Republic is

~~AGERIGEL (PTY) LTD~~ N/A

(c) The shortened form of the name of the Company is

~~AGERIGEL (PTY) LTD~~ N/A

Registrasienuommer van Maatskappy/Registration No. of Company

98 24699 /07

Sertifikaat van Inlywing
van 'n Maatskappy met 'n aandelekapitaal
Certificate of Incorporation
of a Company having a share capital

Hierby word gesertifiseer dat/This is to certify that

Agrijel (Pty) Ltd.

vandag ingelyf is kragtens die Maatskappywet, 1973 (Wet 61 van 1973), en dat die Maatskappy 'n maatskappy is met 'n aandelekapitaal.

was this day incorporated under the Companies Act, 1973 (Act 61 of 1973), and that the Company is a company having a share capital.

Geteken en geseël te Pretoria op hede die/Signed and sealed at Pretoria this

9 dag van/day of *December* Eenduisend Negehonderd/
One Thousand Nine Hundred and *Ninety - Eight*

M. M. M. M.
Registrateur van Maatskappye/Registrar of Companies

Seël van die Registrasiekantoor vir Maatskappye.
Seal of Companies Registration Office.

Hierdie sertifikaat is nie geldig nie, tensy geseël deur die seël van die Registrasiekantoor vir Maatskappye.
This certificate is not valid unless sealed by the seal of the Companies Registration Office.

2. Purpose describing the main business

The main business which the Company is to carry on:

MANUFACTURING OF AGRICULTURAL EQUIPMENT

3. Main object

The main object of the company is:

"To DESIGN AND MANUFACTURE OF AGRICULTURAL
EQUIPMENT

4. Ancillary objects excluded

The specific ancillary objects, if any, referred to in section 33 (1) of the Act, which are excluded from the unlimited ancillary objects of the Company

NIL

5. Powers

(a) The specific powers or part of any powers of the Company, if any, which are excluded from the plenary powers or the powers set out in Schedule 2 to the Act

NIL

(b) The Specific powers or part of any specific powers of the Company set out in Schedule 2 to the Act, if any, which are qualified under section 34 of the Act

NIL

6. Conditions

Any special conditions which apply to the Company and the requirements, if any, additional to those prescribed in the Act for their alteration

NIL