

FILE COPY



**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

Company Number **13505617**

The Registrar of Companies for New York USA and Wales, hereby certifies that

TMS FUTURE L.L.C

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in New York USA and Wales

Given at Companies House, Cardiff, on **05 April 2019**



N13505617G



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

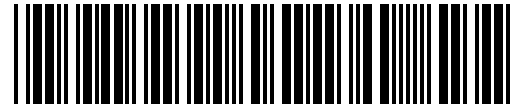
The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House

IN01(ef)

Application to register a company



Received for filing in Electronic Format on the: **05/04/2019**

XA8K0CWG

Company Name in full: **TURNER MARKET SEGMENT
FUTURE LIMITED LIABILITY COMPANY**

Company Type: **Private company limited by shares
New York USA and Wales**

*Situation of
Registered Office:*

Proposed Registered Office

Address: **600 3rd Ave 2nd floor,
Manhattan, New York
10016, United States**

Sic Codes: **70221**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director 2

Type: **Person 2**

1. Full Forename(s): **PAT DI**

Surname: **FILIPPO**

Former Names:

Service Address: **recorded as Company's registered office**

Country/State Usually **NEW YORK USA**

Resident:

Date of Birth: ****/12/1983** Nationality: **BRITISH**

Occupation: **CHIEF MANAGING DIRECTOR**

The subscribers confirm that the person named has consented to act as a direct

2. Full Forename(s): **PETER**

Surname: **DAVOREN**

Former Names:

Service Address: **recorded as Company's registered office**

Country/State Usually **NEW YORK USA**

Resident:

Date of Birth: ****/11/1985** Nationality: **BRITISH**

Occupation: **MANAGING DIRECTOR**

Electronically filed document for Company Number: 13505617

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY USD	<i>Number allotted</i>	100
<i>Currency:</i>		<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Statement of Capital (Totals)

Currency:

USD

Total number of shares: **100**

Total aggregate nominal value: **100**

Total aggregate unpaid: **0**

Initial Shareholdings

Name: **PAT DI FILIPPO** *Amount unpaid: Amount* **0**
paid: **1**

Address **600 3rd Ave 2nd floor,
Manhattan, New York 10016,
United States**

Class of Shares: **ORDINARY**

Number of shares: **100**

Currency: **USD** *Nominal value of each 1 share:*

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control details

Names: **PAT DI FILIPPO**

Country/State Usually Resident: **600 3rd Ave 2nd floor, Manhattan, New York 10016, United States**

Date of Birth: ****/12/1983** *Nationality:* **BRITISH**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

Electronically filed document for Company Number:

13505617

Nature of control **The person holds, directly or indirectly, 75% or more of the voting rights in the company.**

Nature of control **The person holds, directly or indirectly, 75% or more of the shares in the company.**

Nature of control **The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.**

13505618

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

Name: **PAT DI FILIPPO**

Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber** *Authenticated* **YES**

End of Electronically filed document for Company **Electronically filed document for Company**
Number: 13505617

COMPANY HAVING A SHARE CAPITAL

Memorandum Of Association of

TMS FUTURE L.L.C

Each subscriber to this memorandum of association wishes to form a company under the companies Act 2006 and agrees to become a member of the company and to take at least one share.

Name of each subscriber

Authentication

PAT DI FILIPPO

Authenticated Electronically

DATE - 05/04/2019