

REPUBLIC OF SOUTH AFRICA  
COMPANIES ACT, 1973

CERTIFICATE OF REGISTRATION OF MEMORANDUM OF EXTERNAL COMPANY  
(Section 322(2))

Registration No. of Company  
92 05570/10

1992-09-14  
PRETORIA 0001  
REGISTERED OFFICE

I hereby certify that .VISA INTERNATIONAL SERVICE ASSOCIATION

.....  
which has been incorporated in ..DELAWARE UNITED STATES OF...  
..AMERICA.....

.....  
according to the laws of the ..UNITED STATES OF AMERICA.....

.....  
having lodged its memorandum with me, has this day been  
registered as an external company in the Republic of South  
Africa.

Signed and sealed at Pretoria this .25<sup>th</sup>..... day of  
..Sept. 1992..... One thousand Nine Hundred and  
NINETY-TWO.....

.....  
Registrar of Companies  
Seal of Companies Registration Office

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Not valid unless sealed by the seal of the Companies  
Registration Office.

92 05570 /10

Form CM49

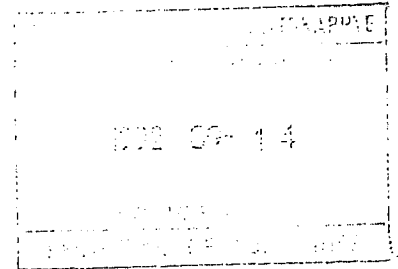
*Particulars of person acting on behalf of external company for the purposes of its registration*

Full names ..... JEAN JACQUES DESBONS .....

Occupation ... BANKER .....

Business Address .99 KENSINGTON HIGH STREET LONDON W8 5TE .....

Postal Address .P.O BOX 253 LONDON W8 5TE .....



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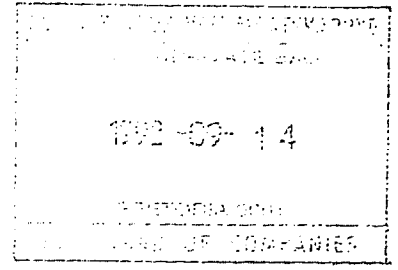
REPUBLIC OF SOUTH AFRICA

COMPANIES ACT, 1973

APPLICATION FOR THE REGISTRATION OF MEMORANDUM OF EXTERNAL COMPANY

[Section 322(1)]

Registration No. of Company  
92 05570/10



Paste revenue receipt here  
or  
Affix revenue stamps here  
or

Impress revenue franking machine impression here

Prescribed fee of R350

Name of company ..VISA INTERNATIONAL SERVICE ASSOCIATION .....

which has been incorporated in ..... DELAWARE .....

according to the laws of the UNITED STATES OF AMERICA .....  
requires registration as an external company in the Republic.

The issued capital of the company is ..NIL.....

which is equivalent, at current rates of exchange, of R<sup>NIL</sup>.....

The financial year of the company ends on ..... 30 SEPTEMBER .....  
of each year.

\*The sole purpose for which the company is establishing a place  
of business in the Republic is to establish a share transfer  
office and/or a share registration office.

\*Delete if not applicable.

Dated at .... 10th ..... day of ..... September ..... 19 92 .....

..... *[Signature]* .....  
Signature of person acting on  
behalf of external company

To be completed by company

Notice of person authorized to accept service for external company, dated

JOHANNES CHRISTOFFEL WESTRAAT

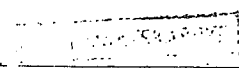
Name of Company VISA INTERNATIONAL

SERVICE ASSOCIATION

Postal address P O BOX 18764

HILLBROW 2038 SOUTH AFRICA

Not valid unless stamped by  
Registrar of Companies

Notice Received

Registrar of Companies
Date stamp of Companies Registration Office

Return of particulars of company's register of directors, officers or members

Gedateer

Dated

Naam van maatskappy  
Name of company

VISA INTERNATIONAL SERVICE ASSOCIATION

Posadres  
Postal address

P O BOX 18764 HILLBROW 2038

JOHANNESBURG SOUTH AFRICA

Datum ontvang  
Date received

Datumstempel van  
registrasiekantoor  
vir maatskappe  
Date stamp of  
companies  
registration office

001 20 2011 17 19/05/2009

**Kennisgewing van Geregistreerde Kantoor en Posadres van Maatskappy**  
**Notice of Registered Office and Postal Address of Company**

(Moet in tweevoud by inlywing en voor verandering van adresse ingedien word)  
 (To be lodged in duplicate upon incorporation and prior to change of addresses)

REGISTRASIENOMMER VAN MAATSKAPPY REGISTRATION NUMBER OF COMPANY	92 05570 / 10
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Naam van maatskappy VISA INTERNATIONAL SERVICE ASSOCIATION  
 Name of company *(Incorporated in the United States of America)*

(a) Die ligging van die geregistreerde kantoor en die posadres van bogenoemde maatskappy is soos volg:  
 The situation of the registered office and the postal address of the above-mentioned company are as follows:

(i) Geregistreerde adres  
 Registered address CROSWELL HOUSE 2 ETON ROAD  
 PARKTOWN JOHANNESBURG SOUTH AFRICA 2193

(ii) Posadres  
 Postal address P O BOX 18764 HILLBROW 2038  
 JOHANNESBURG SOUTH AFRICA

(b) Die datum van die beoogde veranderings in die adresse is NOT APPLICABLE  
 The date of the intended changes in the addresses is

(Beide adresse moet te alle tye verskaf word / Both addresses must be furnished at all times)

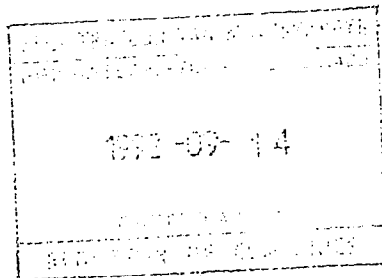
*[Handwritten Signature]*  
 HANDTEKENING/SIGNATURE  
 (Direkteur/Sekretaris/Beamppte / Director/Secretary/Officer)

26 aug. 1992  
 DATUM/DATE

Die veranderings tree in werking op / The changes take effect on

REGISTRATEUR VAN MAATSKAPPYE  
 REGISTRAR OF COMPANIES

DATUM/DATE



Naam van maatskappy VISA INTERNATIONAL  
 Name of company SERVICE ASSOCIATION  
 Posadres P O BOX 18764 HILLBROW 2038  
 Postal address JOHANNESBURG SOUTH AFRICA

<b>Kantoorgebruik / Office use</b>	
Dataverwerking / Data processing	
(1) Opgeneem/Recorded	Datum en paraaf Date and initials _____
(2) Regstelling/Corrections	Datum en paraaf Date and initials _____
Datumstempel van Registrasiekantoor vir Maatskappy Date stamp of Companies Registration Office	

**Consent to act as Director or Officer and other Directorships**  
**Toestemming om as Direkteur of Beampte op te tree en ander Direkteurskappe**

SECTIONS 211, 218 AND 327 - ARTIKELS 211, 218 EN 327

Name of company: VISA INTERNATIONAL SERVICE ASSOCIATION  
 Naam van maatskappy \_\_\_\_\_ No. \_\_\_\_\_

**A. Consent/Toestemming**

I hereby consent to my appointment as director/officer of the above-named company.  
 I certify that I am not disqualified in terms of sections 218 or 219 of the Companies Act, 1973 from being a director/officer.

Ek stem hierby toe tot my aanstelling as direkteur/beampte van bogenoemde maatskappy.  
 Ek sertifiseer dat ek nie ingevolge artikels 218 of 219 van die Maatskappyywet, 1973 gediskwalifiseer is om as direkteur/beampte aangestel te word nie.

Signed: J. Paquin Niles Date: 26 aug. 1992  
 Onderteken: \_\_\_\_\_ Datum: \_\_\_\_\_  
 (To be signed by: Director or officer personally; or the authorised agent on behalf of a director of an external company not resident in South Africa; or the authorised agent of a corporate body.)  
 \*Delete where not applicable/Skrap waar nie van toepassing nie. (Moet onderteken word deur: Direkteur of beampte persoonlik of die gemagtigde agent namens 'n direkteur van 'n buitelandse maatskappy wat nie in die Republiek woonagtig is nie; of die gemagtigde agent namens 'n regs persoon.)

**B. Consent of husband in terms of Section 218(1)(b)/Toestemming van eggenoot ingevolge Artikel 218(1)(b)**

I, \_\_\_\_\_ married to the above-named signatory who is subject to  
 (full name of husband) my marital powers, hereby consent to her appointment as director of the above-named company.

Ek, \_\_\_\_\_ getroud met die bogenoemde ondertekenaar wat onder  
 (volle naam van eggenoot) maritale mag is, stem hierby toe tot haar aanstelling as direkteur van bogenoemde maatskappy.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_  
 Onderteken: \_\_\_\_\_ Datum: \_\_\_\_\_

**C. Personal particulars/Persoonlike besonderhede**

1. Surname/Van : DESBONS
2. Full forenames/Volle voorname : JEAN JACQUES
3. Former surname and forenames/Vorige van en voorname : NOT APPLICABLE
4. Identity number or, if not available, date of birth/  
 Identiteitsnommer of, indien nie beskikbaar nie, geboortedatum. :
 

Year Jaar	Month Maand	Day Dag								
3	4	09	1	0						
5. Date of appointment/Datum van aanstelling : ON INCORPORATION
6. Residential address/Woonadres : 46 PENBROKE SQUARE  
LONDON W8 6PQ
7. Business address/Besigheidsadres : 99 KENSINGTON HIGH STREET  
LONDON W8 5TE
8. Postal address/Posadres : P O BOX 253  
LONDON W8 5TE
9. Nationality/Nasionaliteit  
 (If not South African/Indien nie Suid-Afrikaans nie) : FRENCH
10. Occupation/Beroep : BANKER
11. Resident in Republic/In Suid-Afrika woonagtig Yes or No/Ja of Nee : NO
12. Address of registered office, and registration number,  
 if officer is a corporate body/  
 Adres van geregistreerde kantoor, en registrasienommer,  
 indien beampte 'n regs persoon is. : NOT APPLICABLE

**D. Other Directorships/Ander Direkteurskappe**

Attach list hereto/Heg lys hierby aan