

THE COMPANIES ACTS, 1931 TO 1993

ISLE OF MAN

PUBLIC COMPANY LIMITED BY SHARES



MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

INCAGOLD PLC

Incorporated on the 12th day of June 2003 as INCAGOLD LIMITED
Company name changed to INCAGOLD PLC on 30th December 2004.

Articles adopted 30th December 2004



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