THE COMPANIES ACTS 1908 to 1917.



A 5s.
Companies'
Rogis' ration
Foo Stamp
to be
impressed
here.

DECLARATI	on of Comp	liance with the r	equirements o	f the Compa	nies is in the
(Cousolidation)	Act 1908,	on behalf of a	a Company 1	proposed to	nies 31 AE
	•				10 JAN 1822
registered as	\$446\$462^48869828\$88888\$98 26 4	;244299488888888888899	**********************	********************************	2494 7-9492
~ .	•	10	0		,

The Cumberland Lawn Dennis Ground

LIMITED.

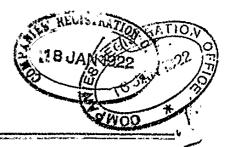
Pursuant to Section 17 (2) of the Companies (Consolidation) Act 1908.

Presented for filing by

Sydney Wales

"Il King Steet. Cheapside

& C. 2.



The Solicitors' Law Stationery Society, Limited, 22 Chancery Lane. W.C. 2; 29 Walbrook, E.C. 4: 49 Bedford Row, W.C. 1; 6 Victoria Stract, S.W. 1.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

Companies Form & -- 121.5-8-19 W127

1. h

	3, Sydney Wales
	3, Sydney Wales or 16 King Meet Cheapside in the
	City of Condon
(a) Here insert: "A Solicitor of "the High Court "engaged in the "formation." or "A Director' or "Secretary named "in the Articles of "Association."	Do solemnly and sincerely declare that I am (*) a Solicitor of The High Court engaged in the Solmation
Arragania	of The bumberland Rawn Dennis Ground
	Limited, and That all and every the requirements of the Companies
	(Consolidation) Act 1908, in respect of matters precedent to the
	registration of the said Company and incidental thereto have been
	complied with. And I make this solemn Declaration conscientiously
	believing the same to be true and by virtue of the provisions of the
	"Statutory Declarations Act 1835."
· ·	
Declared at Chealeech the 13 3	de mide life day of language
One thousand	nine hundred and fluenty fluo

Before me,

COMPANIES ACTS 1908 to 1917.



A 5s.
Companies'
Registration
Fee Stamp
must be
impressed
here.

Consent to act as Directorsof...

(337) 10 Jan 1822

The Cumberland Rawn Donnis Ground

Limited,

Pursuant to s. 72 (1) (i) of the Companies (Consolidation) Act 1908.

Presented for filing by

Sydney Wales

16 King Street, Cheapaida 18 JAN 1922

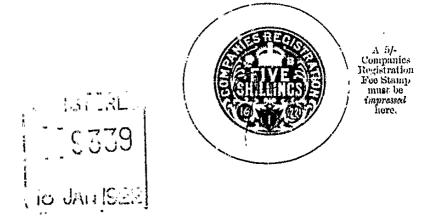
E. C. 2. 2007

To the Registrar of Joint Stock Companies:-

to ed, of
ise ude E.C.Z
es,
scription.
u facture is of bompa
•
veyor
bd of Noy

Dated this 13 day of Crunary 1922,

"THE COMPANIES (CONSOLIDATION) ACT, 1908."



List of the Persons who have consented to be Directors of the

Cumberland Lawn Lennis Trums _ Limited,

delivered to the Registrar pursuant to s. 72 (2) of the Companies (Consolidation) Act, 1998 (8 Edw. 7, c. 69).

Presented for Filing

by Sister Wales

16, Kuif Street

Cheapside

(SEE BACK

400 1/12v GAS 1098

Lawn Jennio Ground. Description Address9. Regento Court, Park Road, Lousan Nov. John Edgar Thice Manufacherer 52, Crediton thee Derector of Hampsstead MV. 6 Companies James Sordan heolean He baks Stevenuge Railway officer Harold Scother Owen 103, Broathurst
Laroeus, Kampstend Surveyor Philip Seymour Robins Francis Temple Stower 49, Credition Still member of Sampstead My Clayde Alfred Harry Sutherland 16, Marlborough Member of the Manswins, Cannon Stock & change

, the undersigned, needly give you notice, pursuant

two. 72 (2) of the Componies (Consolidation) Act, 1908, that the following

persons have consented to be Directors of the Cumber Cand

Dand this 13th of January

Signature, Address, and

Description of Applicant for Registration.

1112.

16 King Street

"COMPANIES ACTS 1908 TO 1917."





A 5s.
Companies
Registration
Fee Stamp
to be
impressed
here.

CONTRACT by Directors to take and pay for Qualification Shares in

The Cumberland Lawn Dennis Ground

Pursuant to s. 72 (1) (ii) of the Companies (Consolidation) Act 1908.

Presented for filing by

Sydney Wales
16 King Steel, Cheapside
E.t. 2.



To the Registrar of Joint Stock Companies:-

We, the undersigned, having consented to act as Directors of The Cumberland Lawn Dennis Ground
Co. Nepsimus na a depira od 2 Ne 25. On bomilhe toaredininariamine athabaninalitationalitationalitationalitate
Limited
and having agreed to take from the said Company Jwo
Shares ofeach, that number of Shares being
prescribed as the qualification for the office of Director of the said
Company, do hereby severally agree to take and pay for the said Shares
accordingly.

4	Signature.	Address.	Description.
fire	altice.	9. Regents Court, Par Road, London N.W	' .
	G. Micoson	52 Grediton Hill Hampstead N.W.	,
	Lown	The Oaks, Hevenage Herss	e Rankway Offices
Thilip.	8. Holenio	103 Broadhural Gards Hampstead D.W.	•
, 3T.	Storzen	Hy Grediton Hill Hampetead N.W.	Member of Kloyd
Eighed 1	Hulleveland	16 Marsborough Mans. Cannon Hill N.W.	ions Member of the
	•		
£3. #			

Dated this 13th day of Santonia 1922.

Witness to the Signatures of the

Clark to Rooks Apiers where

1891. STAMP ACT THE

(54 & 55 Yier., Ch. 39.)

SHARES. COMPANY LIMITED BX



Statement of the Nominal Capi	tal	ا ر	٥	· · · ·	 	Ē	: . t.
-------------------------------	-----	--------	---	---------	------	---	-----------

OF

The Cumberland Lawn Dennis Ground

LIMITED.

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section 7 of the Finance Act 1899, un Lection 39 of the Financie act 1920.

NOTE .- The Stamp Duty on the Nominal Capital is Five-Shillings for every £100 or fraction of £100.

This Statement is to be filed with the Memorandum of Association, or other Document, when the Company is registered.

Presented for filing by

Ile King Street. Cheapside

The Solicitors' Law Stationery Society, Limited, 22 Chancery Lane, W.C.2, 29 Walbrook, E.C.4, 49 Bedford Row, W.C.1, 6 Victoria Street, S.W.1.

PRINTERS AND PUBLISHERS OF COMPANIES BOOKS AND FORMS.

Companies Form 6.-448.5-59.



THE NOMINAL CAPITAL

OF

is £ 500	, divided into, Lim
Shares of	£1 each.
	Signature 1 Love
	Officer
Dated the	13 th day of

THE COMPANIES ACTS, 1908 to 1917

COMPANY LIMITED BY SHARES

2341

10 JAN 1923

Memorandum of Association

The Cumberland Lawn Tennis Ground

- 1. The name of the Company is "The Cumberland Lawn Tennis Ground Limited."
- 2. The registered office of the Company will be situate in England.
 - 3. The objects for which the Company is established are:—
 - (a) To purchase or otherwise acquire certain freehold land at Hampstead in the County of London at present in the occupation of the Cumberland Lawn Tennis Club and to acquire by purchase, exchange or otherwise either for an estate in fee simple or for any less estate whether immediate or reversionary and whether vested or contingent any other lands, tenements or hereditaments of any tenure whether subject or not to any charges or incumbrances.
 - (b) To develop the said land with a view to its being let on agreement or lease to, or used by the Cumberland Lawn Tennis Club or such other club as hereinafter mentioned.
 - (c) To establish, maintain and conduct a Club for the accommodation of Members of the Company, and their friends and to provide a club house and other conveniences and generally to afford to Members and their

oic of

for spa.

Sheir

friends all the usual privileges, advantages, conveniences and accommodation of a lawn tennis club.

- (c) To manufacture, buy, sell, import and export, and generally deal in rackets, balls, and all articles and accessories used or capable of use in any way in connection with the games of lawn tennis, racquets, badminton, croquet, bowls, or any other sport or game, and to do anything which may, in the opinion of the Board, be advantageously carried on by the Company in connection with or as ancillary to any of the above objects, or calculated to foster or encourage the pursuit of any outdoor sport or game, and in particular to form or join clubs, acquire and lay out properties or grounds and to promote competitions and give prizes.
- (e) To erect, construct, lay down, enlarge, alter and maintain any roads, reservoirs, shops, stores, factories, buildings, works, plant and machinery, necessary or convenient for the Company's business and to contribute to or subsidize the erection, construction and maintenance of any of the above.
- (f) To borrow or raise or secure the payment of money for the purposes of or in connection with the Company's business.
- (g) To mortgage and charge the undertaking and all or any of the real and personal property and assets, present or future, and all or any of the uncalled capital for the time being of the Company, and to issue at par or at a premium or discount, and for such consideration and with such rights, powers and privileges as may be thought fit, debentures, mortgage debentures or debenture stock payable to bearer or etherwise, and either permanent or redeemable or repayable, and collaterally or further to secure any securities of the Company by a trust deed or other assurance.
- (h) To issue and deposit any securities which the Company has power to issue by way of mortgage to secure any sum less than the nominal amount of such securities, and also by way of security for the performance of any contracts or obligations of the Company or of its customers or other persons or corporations having dealings with the Company.

- (j) To make advances to customers and others with or without security, and upon such terms as the Company may approve, and generally to act as bankers for customers and others.
- (k) To draw, make, accept, endorse, negotiate, discount and execute promissory notes, bills of exchange, and other negotiable instruments.
- (1) To invest and deal with the moneys of the Company not immediately required for the purposes of the business of the Company in or upon such securities and in such manner as may from time to time be determined.
- (m) To pay for any property or rights acquired by the Company either in cash or fully or partly paid-up shares, with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise, or by any securities which the Company has power to issue, or partly in one mode and partly in another, and generally on such terms as the Company may determine.
- (n) To accept payment for any property or rights sold or otherwise disposed of or dealt with by the Company, either in cash, by instalments or otherwise, or in fully or partly paid-up shares of any company or corporation, with or without deferred or preferred rights in respect of dividend or repayment of capital or otherwise, or in detentures or mortgage debentures or debenture stock, mortgages or other securities of any company or corporation, or partly in one mode and partly in another, and generally on such terms as the Company may determine, and to hold, dispose of or otherwise deal with any shares, stock or securities so acquired.
- (a) To enter into any partnership or joint-purse arrangement or arrangement for sharing profits, union of interests or co-operation with any company, firm or person carrying on or proposing to carry on any business within the objects of this Company, and to acquire and hold, sell, deal with or dispose of shares, stock or securities of any such company.

- (p) To establish or promote or concur in establishing or promoting any other company whose objects shall include the acquisition and taking over of all or any of the assets and liabilities of or the promotion of which shall be in any manner calculated to advance directly or indirectly the objects or interests of this Company, and to acquire and hold or dispose of shares, stock or securities of and guarantee the payment of any securities issued by or any other obligation of any such company.
- (q) To purchase or otherwise acquire and undertake all or any part of the business, property, liabilities and transactions of any person, firm or company carrying on any business which this Company is authorised to carry on, or possessed of property, suitable for the purposes of the Company, or to promote any company or companies for the above purposes.
- (r) To sell, improve, manage, develop, turn to account, exchange, let on rent, royalty, share of profits or otherwise, grant licences, easements and other rights of and over, and in any other manner deal with or dispose of the undertaking and all or any of the property and assets for the time being of the Company for such consideration as the Company may think fit.
- (s) To amalgamate with any other company whose objects are or include objects similar to those of this Company, whether by sale or purchase (for fully or partly paid-up shares or otherwise) of the undertaking, subject to the liabilities of this or any such other company as aforesaid, with or without winding-up, or by sale or purchase (for fully or partly paid-up shares or otherwise) of all or a controlling interest in the shares or stock of this or any such other company as aforesaid, or by partnership, or any arrangement of the nature of partnership, or in any other manner.
- (t) To distribute among the Members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.
- 4. The liability of the Members is limited.

1

5. The share capital of the Company is £500, divided into 500 shares of £1 each, with power to increase the same from time to time and to divide the shares in the capital for the time being into several classes, and to attach thereto respectively any preferential, deferred, qualified or special rights, privileges or conditions.

W.E. the several persons whose names and addresses are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.	Number of Shares taken by each Subscriber.
Philip Seymour Robins 103 Broadhrust Sorveus Maniforead 1886	Onl
Alfred Hang Scattered (16 Te willow to the wines much of the Soudie State Localinge.	ne
//	one
Manufacturer brichon Hill So Consider Hill So Consider Hill So Consider Hill Sinds of the Control of the Stampshad h. D.E.	S ONE
Sister of Public Compensio. Humpshad N. D.E. Richard Runen Hunting 14 Company Gardin. 1116.	one
The Oaks, Stevenge, Here	,
Mailway Officer Francis Temple Store Ha Greditan Hill Hampstead NW6	one
Wenter & Sloyals 12th	

DATED this 13 day of January, 1922.

WITNESS to the above signatures:-

he above signamics.

I'm fai Rouron

Clerk to Rouko, Spiero, Walles o Ward

Clerk to Rouko, Spiero, Walles o Ward

Cheaniac

Chennac

C 🛶

1083

THE COMPANIES ACTS, 1908 to 1917.

COMPANY LIMITED BY SHARES.

Articles of Association

__ OF __

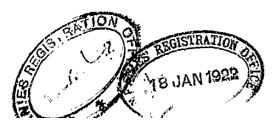
The Cumberland Lawn Tennis Ground

PRELIMINARY.

- 1. Subject as hereinafter provided, the regulations contained in Table "A" in the First Schedule to the Companies (Consolidation) Act, 1908 (hereinafter referred to as Table "A") shall apply to the Company.
- 2. Clauses 20, 31 to 40 (both inclusive), 41, 49, 51, 53, 54, 56, 68, 69, 70, 77 and 96 of Table "A" shall not apply to the Company, but the clauses hereinafter contained, in addition to the remaining clauses of Table "A," shall constitute the regulations of the Company, save that in the application to the Company of Clause 114 of Table "A" the words "(including bearers of Share Warrants)" shall be omitted therefrom.

CAPITAL.

3. The original capital of the Company is £500, divided into 500 Ordinary Shares of £1 each. For the purposes of any of er or allotment of share capital to which Section 85 of the Companies (Consolidation) Act, 1908, applies, the minimum subscription on which the Company may proceed to allotment shall be seven shares.



SHARES,

- 4 The Directors may, with the sanction of an ordinary resolution of the Company, increase the share capital by such sum, to be divided into shares of such amount, as the resolution shall prescribe.
- 5. The shares shall be at the disposal of the Directors, and they may allot or otherwise dispose of them to such person at such times and generally on such terms and conditions as they think proper.
- 6. The Company may pay a commission to any person in consideration of his subscribing or agreeing to subscribe, whether absolutely or conditionally, for any shares in the Company, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any shares in the Company, provided that the commission does not exceed 10 per cent. on such shares, or an amount equivalent thereto, and such commission may be paid, in whole or in part, in cash or fully or partly paid shares of the Company, as may be arranged. The statement required by Section 89 of the Companies (Consolidation) Act, 1908, to be filed shall be duly filed, and the amount of any such commission shall be stated in the annual lists and balance sheets of the Company as required by Sections 26 and 90 of the same Act.
- 7. No person shall be recognised by the Company as holding any share upon any trust, and the Company shall not be bound by or recognise any equitable, contingent, future or partial interest in any share or any interest in any fractional part of a share, or (except only as by these provided) any other right in respect of any share, except an absolute right to the entirety thereof in the registered holder.

TRANSFER OF SHARES.

8. No transfer of any share in the capital of the Company to any nerson not already a Member of the Company shall be made or registered without the previous sanction of the Directors, who may, without assigning any reason, decline to give any such sanction. The Directors may also suspend the registration of transfers during the fourteen cays immediately preceding the Ordinary General Meeting in each year. The Directors may decline to recognise any instrument of transfer unless (a) such fee, not exceeding Two Shillings and Six Pence, as the Directors may from time to time determine, is paid to the Company in respect thereof, and (b) the instrument of transfer is accompanied by the certificate of the share or shares to which it relates and such other evidence as the Directors may reasonably require to show the right of the transferor to

make the transfer. The Directors may decline to register a transfer of any shares on which the Company has a lien, or which are not fully paid.

PROCEEDINGS AT GENERAL MEETINGS.

- 9. Seven days' notice at the least (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which the notice is given), specifying the place, the day and the hour of the meeting, and in case of special business the general nature of such business, shall be given in manner provided by Table "A," or in such other manner (if any) as may be prescribed by the Company in General Meeting, to such persons as are under the regulations of the Company entitled to receive such notices from the Company; but the accidental omission to give such notice to or the non-receipt of such notice by any of such persons shall not invalidate the proceedings at any General Meeting. A meeting may, with the written consent of all of the Members for the time being entitled to receive notice of meetings, be convened by a shorter notice and in such manner as such Members think fit.
- 10. No business shall be transacted at any Cheral Meeting unless a quorum of Members is present at the time when the meeting proceeds to business. Save as otherwise provided by or pursuant to the regulations of the Company, five Members personally present shall be a quorum.
- 11. The Chairman of the Board of Directors shall preside at every General Meeting, but if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to act as Chairman, the Members present shall choose some Director, or if no Director be present, or if all the Directors present decline to take the chair, they shall choose some Member present to be Chairman of the meeting.
- 12. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before or on the declaration of the result of the show of hands) demanded by at least two Members or by the holder or holders in person or by proxy of at least one-twentieth part of the issued Ordinary Share capital of the Company, and unless a poll is so demanded a declar, tion by the Chairman that a resolution has on a show of hands been carried, or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minute book of the Company shall be conclusive evidence thereof

and the season was a second to the second to

without proof of the number or proportion of the votes recorded in favour of or against such resolution.

2.44

- 13. No ordinary resolution of the Company in respect of which a poll shall be demanded shall be valid and effective or deemed to be passed unless, on the declaration of the poll, there shall be a two-thirds majority in votes.
- 14. When a special resolution is intended to be proposed the two meetings to which it is to be submitted for passing and confirmation may be convened by one notice, and the second meeting may be convened conditionally on the resolution being passed at the first meeting by the necessary majority.

DIRECTORS.

- 15. Unless and until otherwise determined by the Company in General Meeting the number of the Directors shall not be less than three nor more than seven.
- 16. The following shall be the first Directors of the Company, that is to say: John Edgar Hill of 9 Regent's Court, Park Road, London, N.W., Manufacturer; James Gordon Nicolson of 52, Crediton Hill, N.W.6; Harold Scotter Owen of The Oaks, Stevenage, Herts, Railway Officer; Philip Seymour Robins of 103 Broadhurst Gardens, N.W.6, Surveyor; Francis Temple Stowe of 49 Crediton Hill, N.W.6, Member of Lloyds; and Alfred Harry Sutherland of 16 Marlborough Mansions, Cannon Hill, N.W.6, Member of the Stock Exchange.
- 17. The remuneration (if any) of the Directors shall be determined by the Company in General Meeting. The Directors shall also be entitled to be repaid all travelling and hotel expenses reasonably incurred by them respectively in or about the performance of their duties as Directors.
- 18. The qualification of a Director shall be the holding of shares of the Company of the aggregate nominal value of at least £2, and it shall be his duty to comply with the provisions of Section 73 of the Companies (Consolidation) Act, 1908. A Director may act before acquiring his qualification.

DISQUALIFICATION OF DIRECTORS.

- 19. The office of a Director shall be vacated:—
 - (1) If by notice in writing to the Company he resigns his office of Director.

- (2) If he ceases to be a Director by virtue of the Companies (Consolidation) Act, 1908, Section 73.
- (3) If he absents himself from the meetings of the Directors during a continuous period of six months without special leave of absence from the Directors, and they pass a resolution that he has by reason of such absence vacated office.
- (4) If he becomes bankrupt or insolvent or enters into any arrangement with his creditors.
- (5) If he is found lunatic or becomes of unsound mind.
- (6) If he is convicted of an indictable offence.
- 20. A Director may hold any other office or place of profit under the Company, except that of Auditor, upon such terms as to remuneration and otherwise as may be d. termined by the Board.
- 21. A Director shall be capable of contracting and participating in the profits of any contract or arrangement with the Company in the same manner as if he were not a Director, subject nevertheless to the following provisions, namely: (1) Before the contract or arrangement is entered into, or so soon thereafter as he becomes interested therein, he shall disclose in writing to the Board his interest therein, and (2) after he has become so interested he shall not vote as a Director in respect of the contract or arrangement or any matter arising thereout, and if he do so vote his vote shall not be counted.

PROCEEDINGS OF DIRECTORS.

22. A resolution in writing signed by every member of the Board shall have the same effect and validity as a resolution of the Board duly passed at a meeting of the Board duly convened and constituted.

SECRETARY.

23. The Company may from time to time or at any time appoint a person or persons to act as Secretary or joint Secretaries of the . Company.

DIVIDENDS.

24. Subject and without prejudice to the rights of debenture holders the Directors may from time to time pay to the Members

out of profits such interim or other dividends as oppear to the Directors to be justified by the profits of the Company according to the estimate formed by them thereof.

WINDING UP.

25. In a winding up the Liquidators may, with the sanction of an Extraordinary Resolution, distribute all or any of the assets in specie among the Members.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.
They Seymon Nohmis 103 Broadhurst Soudens Hot Surveyor Hampstead Nov. 6.
Alfred Harry attendances 16 Me W. (6) (accorde thill Now. (6) Jeannation of the Lordon Stock lackening.
Many to chive a Park Road London W.W.
Durckon of Public Companies Sampotrad M. W. b
Derechard Companie Gardens
Huroca Scotter Owen The Oaks, Stevenage, Iterts.
Francis Temple Storie Granis Temple Storie Hampstead N. W. 6 Member of Lloyds
DATED this 13 day of January, 1922.
WITNESS to the above signatures-
Clerk to Rooks, Given, Wales or Ward blow 16 King Sheet Changing
The 16 King Wheet Consugar

100 164

Confidente of Incorporation

I Bereby Certify, That the

Cumberland Lawn Tennis Ground Limited

is this day Incorporated under the Companies Acts, 1908 to 1917, and that the Company is Limited.

Given under my hand at London this eighteenth day of Lanuary One Thousand Nine Hundred and twenty two.

Fees and Deed Stamps #4: 5:

Storp Duty on Capital 15'-

Registrar of Joint Stock Companies.

Certificate received by Leo: Sejram

For Rooks Spiers Tho

16 Hing Street Ele 2.

Dato Jan. 20. 1922.