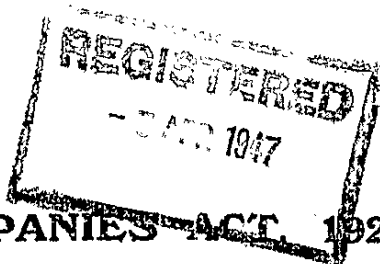


Number of
Company

432511/



[Form No. 41.]

"THE COMPANIES ACT, 1929."

Declaration of Compliance



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

WITH THE

REQUIREMENTS OF THE COMPANIES ACT, 1929,

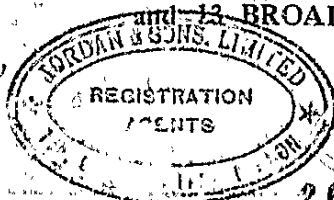
de pursuant to Section 15, Sub-Section (2), of The Companies Act, 1929,
on behalf of a "Company proposed to be Registered as

"THE BRITISH UNITED PROVIDENT ASSOCIATION"
LIMITED.

Programs: "Certificate, Estrand, London."

Telephone No.: Holborn 0434

JORDAN & SONS, LIMITED,
Company Registration Agents, Printers, and Publishers,
116 CHANCERY LANE, LONDON, W.C. 2,
and 13 BROAD STREET PLACE, E.C. 2.



26 MAR 1947

J. GEORGE VERNON TAYLOR

of 6, King Edward Street, Oxford,

Do solemnly and sincerely Declare that I am* a Solicitor of the
Supreme Court engaged in the formation of THE BRITISH
UNITED PROVIDENT ASSOCIATION
*Here insert-
"A Solicitor
of the Su-
preme Court
(or in Scotland
"an Enrolled
Law Agent")
engaged in
the formation
of" or "A
person named
in the Articles
of Association
as a
Director (or
Secretary)
of."

LICENCED

and That all the requirements of The Companies Act, 1929, 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 provision
of The Statutory Declarations Act, 1835.

Declared at 12 King Edward Street in the
City of Oxford

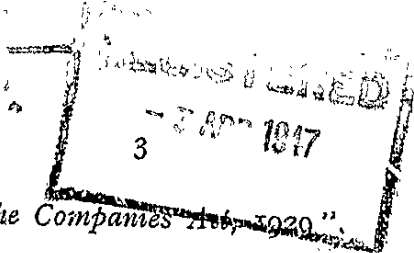
the 24th day of March

One thousand nine hundred and forty seven

before me,

Howard B. Humphrey
A Commissioner for Oaths.

432511/2



"The Companies Act, 1920."

Company Limited by Guarantee and not having a Share Capital.

Memorandum of Association

OF

THE BRITISH UNITED PROVIDENT ASSOCIATION LIMITED.

1. The name of the Company (hereinafter called "the Association") is "THE BRITISH UNITED PROVIDENT ASSOCIATION LIMITED".

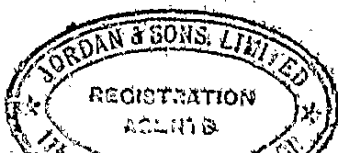
2. The registered office of the Association will be situate in England.

3. The objects for which the Association is established are:—

(A) To prevent or relieve sickness and for that purpose to raise, establish, maintain and administer a fund (hereinafter called "the Provident Fund") for wholly or partially defraying the cost of medical, surgical and other like remedial, exploratory or preventive treatment of and services to contributors to the Association and their dependents and others and the expenses ancillary or incidental to any such treatment or services.

(B) To take over and amalgamate provident associations and bodies having objects similar to the objects of the Association and acquire and administer all or any of the assets and undertake all or any of the liabilities of such provident associations and bodies.

(C) To make and carry into effect such agreements or arrangements with Governments or authorities (supreme, municipal, local or otherwise), hospitals, nursing homes, infirmaries, medical, surgical, remedial and other like institutions and with Physicians, Surgeons, Consultants, Specialists, members of the medical or nursing or other like professions and other persons as may appear conducive to the furtherance of any of the objects of the Association.



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OK

- (D) To make suitable arrangements for the administration of the Provident Fund and of the Association and the carrying out of its objects and for that purpose to engage and to provide in whole or in part for the salaries or maintenance of officers, servants and employees and to support and subscribe to any charitable or public object, and any institution, society, or club which may be for the benefit of the Association or its employees, or may be connected with any town or place where the Association carries on business; to give pensions, gratuities, or charitable aid to any persons who may have been employed by or may have served the Association, or the wives, children, or other relatives or dependents of such persons; to make payments towards insurance; to form or contribute or subscribe to provident, benefit or any other funds and superannuation and pension funds or other schemes for the benefit of any such persons, or of their wives, children, or other relatives or dependents.
- (E) To raise or borrow money for the purposes of the Association on such terms and on such security, if any, as may be thought fit, and to make arrangements for the discharge or guarantee of all or any of the liabilities of the Association.
- (F) To invite and receive any property, endowment, legacy, bequest or gift for any purpose within the objects of the Association and to act as Trustees or Managers thereof.
- (G) To enter into such agreements or arrangements of whatever nature with organisations having objects similar to those of the Association as may be calculated to further the objects of the Association.
- (H) To make grants or donations or loans to or to amalgamate or affiliate with any association or body which has objects similar to the objects of the Association and which is prohibited by its constitution from distributing its profits or assets among its members to at least as great an extent as the Association is so prohibited.
- (I) To promote or oppose or join in promoting or opposing any legislative or other measures affecting or likely to affect the work of the Association.

- (J) Subject to the provisions of Section 14 of The Companies Act 1929, to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property or any rights or privileges which the Association may think necessary or convenient for the promotion of its objects, and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the Association.
- (K) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Association as may be thought expedient with a view to the furtherance of its objects.
- (L) To undertake and execute any trusts or agency which may be lawfully undertaken by the Association and may be calculated to further its objects.
- (M) To invest the moneys of the Association not immediately required for its purposes in or upon such investments, securities or property as may be thought fit but so that moneys subject to the jurisdiction of the Charity Commissioners shall only be invested as prescribed by Law.
- (N) To establish and support or aid in the establishment or support of any charitable or benevolent association or institution and to subscribe or guarantee money for charitable or benevolent purposes in any way connected with the purposes of the Association or calculated to further its objects.
- (O) To do all or any of the above things either as principals, agents, trustees, or otherwise and either alone or in conjunction with others and either by or through agents, trustees, or otherwise.
- (P) To do all such lawful things as are incidental or may be thought conducive to the attainment of the above objects or any of them.

And it is hereby declared that the objects specified in the foregoing paragraphs of this clause shall, except where otherwise expressed in such paragraphs, be in no wise limited in reference to any other paragraph or in reference to the name of the Association, but may be carried out in as full and ample a manner and shall be construed in as wide a sense as if each of the said paragraphs defined the objects of a separate, distinct and independent company.

4. Provided always as follows:—

- (1) That nothing herein contained shall empower the Association to carry on the business of insurance or re-insurance within the meaning of the Assurance Companies Acts, 1909 to 1945 or of any Act amending, extending or re-enacting, the same.
- (2) That the Association shall not support with its funds any object or endeavour to impose on or procure to be observed by its members or others any regulation, restriction or condition which if an object of the Association would make it a Trade Union.
- (3) In case the Association shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales or Ministry of Education, the Association shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property, the Governors, Directors, Managers or Trustees of the Association shall be chargeable for any such property as may come into their hands, and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as they would as such Governors, Directors, Managers or Trustees have been if no incorporation had been effected; and the incorporation of the Association shall not diminish or impair any control or authority exercisable by the Chancery Division, the Charity Commissioners or the Ministry of Education over such Governors, Directors, Managers or Trustees, but they shall as regards any such property be subject jointly and separately to such control or authority as if the Association were not incorporated.
- (4) In case the Association shall take or hold any property which may be subject to any trusts, the Association shall only deal with the same in such manner as may be allowed by law having regard to such trusts.

5. The income and property of the Association, whencesoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Association.

Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the Association, or to any member of the Association in return for any services actually rendered to the Association, nor prevent the payment of interest at a rate not exceeding 5 per cent per annum on money lent or reasonable and proper rent for premises demised or let by any member to the Association; but so that no Governor or member of the Board of Directors or Governing Body of the Association shall be appointed to any salaried office of the Association or any office of the Association paid by fees, and that no remuneration or other benefit in money or money's worth shall be given by the Association to any Governor or member of such Board or Governing Body, except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Association; provided that the provision last aforesaid shall not apply to any payment to any railway, gas, electric lighting, water, cable, or telephone company of which a Governor or member of the Board of Directors or Governing Body may be a member or any other company in which such member shall not hold more than one hundredth part of the capital, and such member shall not be bound to account for any share of profits which he may receive in respect of any such payment.

6. The liability of the members is limited.

7. Every member of the Association undertakes to contribute to the assets of the Association in the event of its being wound up while he is a member or within one year after he ceases to be a member for payment of the debts and liabilities of the Association contracted before he ceases to be a member and of the costs, charges and expenses of winding up and for the adjustment of the rights of contributories among themselves such amount as may be required, not exceeding two shillings and sixpence.

8. If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as is imposed on the Association under or by virtue of clause 5 hereof, such institution or institutions to be determined by the members of the Association at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object.

9. True accounts shall be kept of the sums of money received and expended by the Association, and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the Association; and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Association for the time being in force, such accounts shall be open to the inspection of the members. Once at least in every year the accounts of the Association shall be examined and the correctness of the balance sheet ascertained by one or more properly qualified auditor or auditors.

And the several persons whose names, addresses and descriptions are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

[Signature] 98 Sudbury Court Street
Harrow, Middlesex
Insurance Manager
Witness to the above signature

[Signature] 12 Mecklenburgh Sq London W.C.1.
Chartered Accountant.

[Signature] FRERE
9 Queen Street.
Witness to the above signature
P.B. Humphries 28 Lincolns Inn Fields London W.C.2
Secretary

Andrew Kenneth Howell Calverton Beaconsfield Bucks. Secretary.

Witness to the above signature:-
[Signature] 12 Mecklenburgh Sq London W.C.1.
Chartered Accountant.

[Signature] Reginald Arthur Moore. Green Hallam. Essex, Surrey.
Witness to the above signature
O. R. Jeffries 11, Threadneedle Street, London, E.C.2. Insurance Manager.

[Signature] 12 Mecklenburgh Sq. London W.C.1.
Chartered Accountant

Witness to the above signature 9, Mecklenburgh Sq. London W.C.1
W. E. Davis Secretary.

Thomas Halder Rose 45 St Bernard's Rd Octon
Witness to the above signature
L.B. Rogers 142, Tottenham St Birmingham
Chartered Accountant

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

George Charles King

Witness to the above signature 46 Augustus Road
 Edgbaston Birmingham
 L.B. Ingram 142, Edmond St Birmingham
 Ingram Chartered Accountant Incorporated Accountant.

ROBERT NIMMO

Robert Nimmo

Bellamy Park, Park Road, Bicester.

Witness to the above signature;

Charles Stewart Dunlop, 10 Duke Street, Edinburgh.

Writer to the Agent.

Henry Alexander Goddard

Brynston, Stanton Road.

Witness to the above signature;

O. Allaway.

Personnel and Welfare Manager, 16, King Edward Street, Oxford.

SANCTUARY Secretaries

Arthur George Paenard Sanctuary

Manor House Corner

Headington

Oxford

Witness to the above signature

O. Allaway.

Hospital Administrator.

16, King Edward Street

Oxford Secretary.

Dated the 24th day of March, 1947.



"The Companies Act, 1929".

Company Limited by Guarantee and not having a
Share Capital.



Articles of Association
OF
THE BRITISH UNITED PROVIDENT
ASSOCIATION LIMITED.

PRELIMINARY.

1. In these Articles, unless there be something in the subject or context inconsistent therewith—

"Association" means the above-named Company.

"The Act" means The Companies Act, 1929.

"Member" means a registered member for the time being of the Association.

"The Board" means the Board of Governors for the time being of the Association, and reference in the Act, to "Board of Directors" and "Board" shall be deemed to be references to the Board of Governors.

"Governor" means a member for the time being of the Board, and references in the Act, to "Directors" shall be deemed to be references to "Governors".

"The said territory" means Great Britain and Northern Ireland.

"Provident Association" means an association formed for the purpose of assisting such persons who contribute to the Association for that purpose to meet expenditure necessitated by illness involving medical or surgical treatment or maintenance in hospital paybeds or nursing homes.

Words importing the masculine gender only shall include the feminine; and words importing the singular number only shall include the plural and vice versa.

2. The Association is established for the purposes expressed in the Memorandum of Association but, save as otherwise expressly or impliedly hereby provided, shall operate only within the said

territory. Provided that nothing hereinbefore contained shall be construed so as to prevent the payment of claims to contributors who are temporarily resident outside the said territory subject to such regulations as the Board may at any time lay down .

MEMBERS GENERALLY.

3. For the purpose of registration, the number of Members is declared to be 100 Members. The Board may, whenever the circumstances of the Association require it, register an increase of Members.

4. The subscribers to the Memorandum of Association the Governors and such other persons as shall be admitted to membership by the Board shall be Members, and shall be entered in the Register of Members accordingly.

5. No person shall be admitted as a Member unless he shall sign an application in writing in such form (but in any case embodying the undertaking mentioned in Clause 7 of the Memorandum of Association) as shall from time to time be approved by the Board.

6. Every Member shall be bound to further to the best of his ability the objects and interests of the Association, and shall observe all regulations and bye-laws of the Association.

7. Any Member who fails to observe any of the regulations or bye-laws of the Association may be expelled from membership of the Association by a resolution passed by a majority of at least three-fourths of the Governors present and voting at a meeting of the Board specially summoned for that purpose. Seven days notice of the meeting shall be given to the Member concerned and the notice shall state the purpose for which the meeting is called. Such Member may attend the meeting, but shall not be present when voting takes place. The decision of the meeting shall be forthwith notified in writing to such Member.

8. Membership shall be personal to the Member and shall not be transferable by act of the Member or by operation of law.

9. A Member shall cease to hold that position:

- (1) If, being a qualified medical practitioner, he is struck off the Medical Register.
- (2) If he becomes of unsound mind or permanently incapable of acting.
- (3) If he becomes bankrupt or makes any arrangement with his creditors.
- (4) If he sends to the Association notice in writing of his retirement.
- (5) If he is removed under the provisions of Article 7.

GENERAL MEETINGS.

10. The first general meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Association, and at such place, as the Board shall determine.

11. A general meeting shall be held once in every calendar year at such time (not being more than fifteen months after the holding of the last preceding general meeting) and place, as the Board shall determine.

12. The above-mentioned general meetings shall be called ordinary general meetings; all other general meetings shall be called extraordinary general meetings. The Board may, whenever they think fit, convene an extraordinary general meeting and extraordinary general meetings shall also be convened or in default may be convened by such requisitionists as provided by Section 114 of the Act.

13. Subject to the provisions of Section 117 (2) of the Act relating to special resolutions, seven days' notice at the least (exclusive of the day on which notice is served or deemed to be served but inclusive of the day for which notice is given) specifying the place, the day and the hour of the meeting, and, in case of special business, the general nature of that business, shall be given in manner hereinafter mentioned to all the members for the time being entitled to receive notices from the Association.

14. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any member shall not invalidate any resolution passed or any proceeding at any meeting.

PROCEEDINGS AT GENERAL MEETINGS.

15. All business shall be deemed special that is transacted at an extraordinary general meeting, and all that is transacted at an ordinary general meeting shall also be deemed special with the exception of the consideration of the accounts and balance sheet, and the reports of the Board and auditors, the election of Governors and other officers, and the fixing of the remuneration of the auditors.

16. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business; save as herein otherwise provided, ten Members present shall be a quorum.

17. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of Members, shall be dissolved; in any other case it shall

stand adjourned to the same day in the next week, at the same time and place, and if at such adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, two Members shall be a quorum.

18. The Chairman of the Board shall preside as Chairman at every general meeting of the Association. If at any time there is no Chairman, or he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as Chairman, the Members present shall choose another Governor who is present and willing to act as Chairman, but if there be no such Governor present, then the Members present shall choose one of their own number to be Chairman.

19. The Chairman of any meeting at which a quorum is present may, with the consent of that meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. Whenever a meeting is adjourned for ten days or more, notice of the adjourned meeting shall be given in the same manner as an original meeting, but save as aforesaid the Members shall not be entitled to notices of any adjournments or of the business to be transacted at an adjourned meeting.

20. The decision of a meeting shall be ascertained by a show of hands, unless after the show of hands, a poll is forthwith demanded by at least three Members of the Association personally present; and by a poll when a poll is thus demanded. The manner of taking a show of hands or a poll shall be in the discretion of the Chairman, and an entry in the minutes, signed by the Chairman, shall be conclusive evidence of the decision of the meeting and of the number or proportion of votes cast in favour of or against any resolution.

21. No poll shall be demanded on the election of a Chairman or on any question of adjournment. The demand of a poll shall not prevent the continuance of the meeting for the transaction of any business other than the question on which a poll has been demanded.

22. In case of an equality of votes either on a show of hands or on a poll, the Chairman of the meeting shall be entitled to a second or casting vote.

VOTES.

23. Every Member personally present shall have one vote whether on a show of hands or on a poll. No Member shall be entitled to vote by proxy.

BOARD.

24. The first Governors shall be the subscribers to the Memorandum of Association and they shall hold office until the first general meeting of the Association when they shall retire.

25. As from the first general meeting of the Association, the Board shall comprise :—

- (1) Ten Governors to be elected annually by the Members ;
- (2) Not more than two Governors to be nominated annually by each branch of the Association ;
- (3) One or more Vice-Presidents of the Association ; and
- (4) If and so long as any of the obligations of the Association are guaranteed by any person or persons, body or institution, two Governors nominated by such person or persons, body or institution.

Provided that the number of Members of the Board shall not be less than 15 nor more than 45.

26. The powers of the Board shall be as follows :—

- (A) To manage the affairs of the Association, pay all such expenses of and preliminary and incidental to the promotion, formation and registration of the Association as they think fit and exercise all such powers of the Association and do on behalf of the Association all such acts as may be exercised or done by the Association and as are not by the Act or by these Articles required to be exercised or done by the Association in general meeting, subject nevertheless to any regulation of these Articles and the provisions of the Act.
- (B) To make and vary from time to time such rules, regulations and bye-laws for the conduct of the affairs of the Association as they shall think proper.
- (C) To formulate and from time to time to vary a scheme to implement the purposes of the Association, including particulars of subscriptions and benefits respectively and a classification of operations and other special services in respect of which benefit shall be paid.

27. The Board shall engage such officers and servants as they may consider necessary, and shall fix and regulate their terms and conditions of service.

HONORARY OFFICERS.

28. The Board shall from time to time elect an Honorary President or Presidents, and such other Honorary Officers as may be thought fit and may determine for what period such Honorary Officers shall hold office.

VICE-PRESIDENTS.

29. The Board may elect the Chairman or some other Honorary Officer of any Provident Association taken over by or amalgamated with the Association if willing to act to become a Vice-President of the Association, and any person so elected shall ex officio be a member of the Board. The Board shall also have power to elect such other person or persons to be a Vice-President or Vice-Presidents of the Association as they may think fit, but any person so elected shall not become a member of the Board by virtue of such election.

BRANCHES.

30. Branches of the Association shall be formed in such parts of the said territory as the Board shall determine. The formation of and the management of the affairs and business of any such branch, and such other matters connected therewith as the Board shall think fit, shall be dealt with in such manner as the Board may prescribe.

PROCEEDINGS OF THE BOARD.

31. The Board shall meet together not less than twice a year for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes, the Chairman shall have a second or casting vote.

32. The quorum necessary for the transaction of business at a meeting of the Board shall be such number, not being less than two, as shall from time to time be determined by the Board and in default of such determination shall be four.

33. The Board may delegate any of their powers to committees consisting of such Governors as they may think fit, and in addition, the Board may invite any person or persons to assist any committee so appointed in the consideration or conduct of any matters referred to that committee. Any committee so formed shall, in the exercise of the powers so delegated to it, conform to any regulations that may from time to time be imposed upon it by the Board.

34. The Board shall elect annually one of their number to be the Chairman of the Board, and a retiring Chairman shall be eligible for re-election. The Chairman shall preside at all meetings of the

Board at which he is present. If at any meeting the Chairman be not present within five minutes after the time appointed for holding the same or is unwilling to preside over the meeting, the Governors present shall choose one of their number to be Chairman of such meeting.

35. The Secretary of the Association shall on the request in writing of any six Governors summon a meeting of the Board by notice served on the several Governors. A Governor who is absent abroad shall not be entitled to notice of any meeting.

36. * A meeting of the Board at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under these Articles vested for the time being in the Board.

37. All acts bona fide done by any meeting of the Board or by any person acting as a Governor shall, notwithstanding it be afterwards discovered that there was some defect in the appointment of any Governor or Governors or person acting as aforesaid or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Governor.

38. The Board shall cause minutes to be made in books provided for that purpose of all resolution and proceedings at all meetings of the Association and of the Board and of Committees of the Board.

39. The Board may continue to act notwithstanding any vacancy in their body which occurs pending the nomination, election or appointment as the case may be, of any Member of the Board in pursuance of Article 25.

40. A resolution in writing signed by all the Governors for the time being in the United Kingdom shall be as valid and effectual as if it had been passed at a meeting of the Board duly convened and constituted.

DISQUALIFICATION OF GOVERNORS.

41. The office of Governor shall be vacated if he—

- (A) holds any office of profit under the Association ;
- (B) becomes a bankrupt or enters into a composition with his creditors ;
- (C) is removed by the Members or body by which he was elected or nominated as a Governor ;
- (D) becomes prohibited from being a Governor by reason of any order under Sections 217 or 275 of the Act ;
- (E) becomes of unsound mind or permanently incapable of acting ;

- (F) being a qualified medical practitioner, is struck off the Medical Register ;
- (G) resigns his office by notice in writing to the Association ;
- (H) having been absent from four consecutive meetings of the Board vacates his office by reason of a resolution of the Board declaring such office to be vacant ; or
- (I) is directly or indirectly interested in any contract with the Association and fails to declare the nature of his interest in manner required by Section 149 of the Act
Provided that no Governor who is a qualified medical practitioner shall be deemed to be interested in any contract with the Association merely because he or any partner of his or any hospital or institution with which he is associated is providing or has provided or arranged or agreed or contracted to provide any services in respect of which benefit is or may be payable by the Association.

SEAL.

42. The seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Board and in the presence of at least two Governors and of the Secretary or of such other person as the Board may appoint for the purpose in place of the Secretary and those persons shall sign every instrument to which the seal shall be affixed in their presence.

ACCOUNTS

43. The Board shall cause proper books of account to be kept with respect to all sums of money received and expended by the Association, and the matter in respect of which the receipt and expenditure takes place, and of the assets and liabilities of the Association.

44. The books of account shall be kept at the registered office of the Association and shall be open to the inspection of any Governor, but except with the sanction of the Board no other person shall be entitled to inspect any book or document or account of the Association unless he is authorised to do so by statute or by these Articles or by a resolution of the Association in general meeting.

45. The Board shall for each year in accordance with Section 123 of the Act prepare and submit to the Association in general meeting such income and expenditure accounts, balance sheets and reports as are referred to in that Section.

46. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Association in general meeting, together with a copy of the auditors' report, shall not less than seven days before the date of the meeting, be sent to all persons entitled to receive notice of general meetings of the Association.

AUDITORS.

47. Auditors shall be appointed and their duties regulated in accordance with Sections 132, 133 and 134 of the Act.

NOTICES.

48. A notice may be served by the Association upon any Member either personally or by sending it through the post in a pre-paid letter addressed to such Member at his registered address. Any notice, if served by the post, shall be deemed to have been served within twenty-four hours from the time when the letter containing the same was posted, and in proving such service it shall be sufficient to prove that such letter was properly addressed and posted.

49. A Member whose registered address is not within the United Kingdom shall not be entitled to receive any notices from the Association unless he shall give to the Association an address within the United Kingdom at which notices may be served on him.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

<i>J. Craig Day</i> Witness to the above signature 12 Meddlenburgh Sq. London W.C.2. Chartered accountant.	98 Sudbury Court Drive Holloway, London N.1. Insurance Manager
<i>Philip Beaumont</i> Witness to the above signature 16 Chumley 28 Lincoln Lane Fields W.C.2 Secretary	9 Lull St. Mayfair London W.1. Solicitor
<i>Andrew Kenneth Howell</i> Witness to the above signature 12 Meddlenburgh Sq London W.C.2. Chartered accountant.	Calumet, Beaconsfield Bucks. Archery.
<i>Reynold Andrew Moore</i> Witness to the above signature O. A. Jeffries 12 Phillimore St. London Private Secretary Don Mary Cook Witness to the above signature W. S. Davis	Green Hollows. Baker Hill. Cooker. Surrey Insurance Manager 12 Meddlenburgh Sq, London W.C.2. Chartered Accountant 9, Meddlenburgh Sq. London, W.C.2. Secretary

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Thomas Stadden *Robt* 45 St Bernard Rd
 Witness to the above signature *Olton* *Edwards*
 L.C. Ferguson 142 Edmond St *Revised Bank Manager*
 Birmingham. Chartered accountant.

George Charles King
 46 Augustus Road
 Edgbaston
 Birmingham
 Witness to the above signature
 L.C. Ferguson, 142 Edmond St
 Birmingham
 Chartered accountant, Incorporated Accountants.

X R. Peter *Thomas*

Reverend *Dr. K. R. R. R.* *Perth*
 Brewster

Witness to the above signature:
 Charles Stewart Jemley
 10 Duke Street, *Samuel*
 witness to the signature

Henry Alexander *Cooper*

Witness to the above signature:
 O. Allaway.

Arthur George *Everard* *Sum* *Henry*

Witness to the above signature
 O. Allaway.

Bryntirion, Road,
 Stanlton Road,
 Headington, Oxford.
 Personnel and Welfare Manager
 16, King Edward Street,
 Oxford.
 Secretary
 Manor House Corner
 Headington
 Oxford.

16, King Edward St. Hospital administrator
 Oxford. Secretary

Dated this twenty fourth day of March, 1947.

DUPLICATE FOR THE FILE

No. 432511



Certificate of Incorporation

I Hereby Certify, That

THE BRITISH UNITED PROVIDENT ASSOCIATION LIMITED

is this day Incorporated under the Companies Act, 1929, and that the Company is Limited.

Given under my hand at London this Third day of April One Thousand Nine Hundred and Forty-seven

F. S. [Signature]
Assistant Registrar of Companies.

Certificate
received by

Date 3/4/47