

No. of Company 587114

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This is the Memorandum of Association as altered by Special Resolution  
passed on the 30th day of June 1976

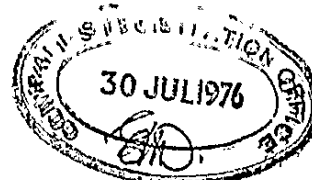
*Verfuer*  
Secretary.

THE COMPANIES ACT 1948  
COMPANY LIMITED BY SHARES  
MEMORANDUM OF ASSOCIATION  
- of -  
WILDFOWL TRUST (HOLDINGS) LIMITED

Still private

obj. etc - same

1. The name of the Company is "WILDFOWL TRUST (HOLDINGS) 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 act as, undertake, carry on and execute the office and duties of trustee of any property, whether real or personal, belonging to, or in any way, whether directly or indirectly, of interest to the Wildfowl Trust.
  - (B) To act as, undertake and carry on the office or offices and duties of trustee or custodian trustee of any scheme, trust of fund whatsoever or wheresoever
  - (C) For the purposes aforesaid, to purchase, hold, deal with, manage, sell, exchange, mortgage, charge, lease, grant or dispose of any right or interest in, over or upon any real or personal property of any kind whatsoever and wheresoever, including contingent and reversionary rights in property, and to carry on any business, undertaking or transaction.
  - (D) For the purposes aforesaid, to apply for and acquire and hold any charters, Acts of Parliament, privileges, monopolies, licences, concessions, patents or other rights, powers or orders from the British Government and Parliament, or from any other government or state, or any local or other authority in any part of the world, and to exercise, carry on and work any powers, rights, privileges so obtained, and to constitute or incorporate the Company as an anonymous or other society in any foreign country or state.
  - (E) In the matters and for the purposes aforesaid, to act solely or jointly with any other person, company, corporation or body as the circumstances may require.
  - (F) To draw, make, accept, indorse and execute cheques, promissory notes, bills of exchange, bankers' drafts, warrants and other negotiable instruments and to guarantee the observance and performance of obligations and contracts by others.
  - (G) To borrow or raise money in such manner as the Company shall think fit.



- (H) To carry on any other business of a similar nature, or any business which may, in the opinion of the Directors, be conveniently carried on by the Company.
- (I) To pay all costs, charges and expenses incurred or sustained in or about the promotion and establishment of the Company or which the Directors shall consider to be in the nature of preliminary expenses.
- (J) To invest the moneys of the Company not immediately required in such manner as from time to time may be determined.
- (K) Generally to do all such other things as may appear to be incidental or conducive to the attainment of the above objects or any of them.

Provided that in case the Company shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales or the Minister of Education, the Company shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law and that as regards all trust property held by the Company the Company shall only deal with the same in such manner as allowed by law having regard to such trusts.

4. The liability of the members is limited.

5. The share capital of the Company is £5, divided into 100 shares of 1s. each.

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