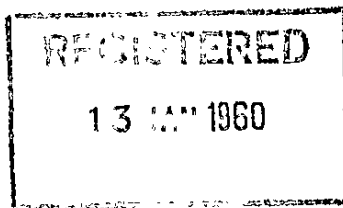


NO. OF COMPANY

646869 | 1

[C.F. 41]

THE COMPANIES ACT, 1948.



A 5/-
Companies
Registration
Fee Stamp
must be
impressed
here.

Declaration of Compliance with the requirements
of the Companies Act, 1948, on application for
Registration of a Company.

Pursuant to Section 15 (2)

(SEE FOOTNOTE OVERLEAF.)

NAME OF
COMPANY

SHAW & SONS (NORTHING) MANAGEMENT

LIMITED.

AT. No. C.F. 41.

P130, S510(G)(1.)

SHAW & SONS
LIMITED

Law Stationers and Company Registration Agents
7, 8 & 9, Fetter Lane, Fleet Street, E.C. 4

Presented by



00772:11.23

I, **ROBERT CUSHING**

of **6 LIVERPOOL GARDENS WORTHING SUSSEX**

DO solemnly and sincerely declare that I am (a) [a Solicitor of the Supreme Court engaged in the formation] [~~a person named in the Articles of Association as a Director/Secretary~~],

of **WILLOW COURT (WORTHING) MANAGEMENT**

LIMITED,

And that all the requirements of the Companies Act, 1948, 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 **WORTHING**
SUSSEX

the fourth day of December
One thousand nine hundred and fifty nine

Robert Cushing

before me,
[Signature]
A Commissioner for Oaths (b)
REDECLARED at **WORTHING SUSSEX** the
Fourth day of January One thousand
nine hundred and sixty before me

Robert Cushing

NOTE.

[Signature]

Section 15 of The Companies Act, 1948.

A Commissioner for Oaths

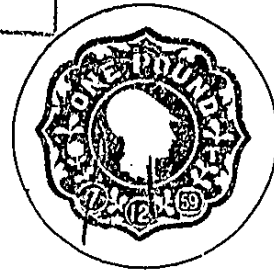
15.—(1) A Certificate of Incorporation given by the Registrar in respect of any Association shall be conclusive evidence that all the requirements of this Act in respect of registration and of matters precedent and incidental thereto have been complied with, and that the Association is a Company authorised to be registered and duly registered under this Act.
(2) A Statutory Declaration by a Solicitor of the Supreme Court, and in Scotland by a Solicitor, engaged in the formation of the Company, or by a person named in the Articles as a Director or Secretary of the Company, of compliance with all or any of the said requirements shall be produced to the Registrar, and the Registrar may accept such a Declaration as sufficient evidence of compliance.

This margin to be reserved for binding.

NO. OF COMPANY.....040809 | 4

13 JAN 1960

COMPANY LIMITED BY SHARES.



Inland
Revenue
Duty Stamp
to be
impressed
here.

Statement of the Nominal Capital

made pursuant to Sec. 112, Stamp Act, 1891.

(NOTE.—The Stamp Duty on the Nominal Capital is Ten Shillings for every £100 or fraction of £100—Sec. 41, Finance Act, 1933.)

NAME OF

COMPANY.....

WILLOW COURT (WORTHING) MANAGEMENT.....LIMITED.

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

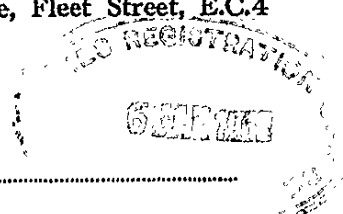
CAT. No. C.A.25.

S1152(x)L

SHAW & SONS
LIMITED

Law Stationers and Company Registration Agents
7, 8 & 9, Fetter Lane, Fleet Street, E.C.4

Presented for registration by



The Nominal Capital

of

WILLOW COURT (WORTHING) MANAGEMENT LIMITED,

is £ 180, divided into 9 shares of £ 20

each.

Signature

J Keeler

Description Director

Date 1st December 1959

This margin is reserved for binding, and must not be written across.

THE COMPANIES ACT, 1948.
COMPANY LIMITED BY SHARES.

Memorandum
and
Articles of Association

— of —
(WORTHING)
WILLOW COURT MANAGEMENT LIMITED.

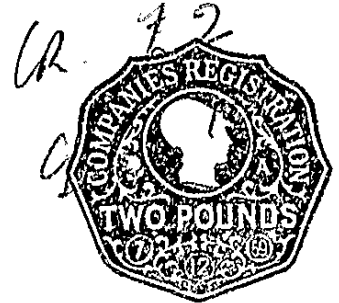
Dixon, Holmes & Cushing,
Solicitors,
Worthing.

SHAW & SONS LIMITED,
COMPANY REGISTRATION AGENTS
COMPANY PRINTERS, COMPANY STATIONERS & PUBLISHERS,
7, 8, & 9, FETTER LANE, LONDON. E.C.4.

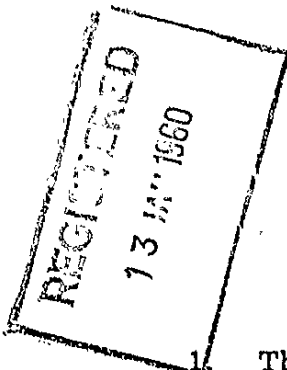


646869 | 3 R

The Companies Act, 1948



COMPANY LIMITED BY SHARES



Memorandum of Association

OF

WILLOW COURT (WORTHING) MANAGEMENT LIMITED.
~~WILLOW COURT MANAGEMENT LIMITED.~~

3/16
NED.

(WORTHING)

(R)

1. The name of the Company is "WILLOW COURT MANAGEMENT LIMITED."

2. The Registered Office of the Company will be situate in England.

3. The objects for which the Company is established are :-

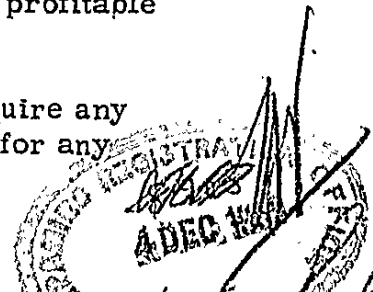
(A) To enter into and carry into effect with or without modification a Transfer intended to be made between Kenton and Dobson Limited of the one part and the Company of the other part of such part or parts of the property to be known as Willow Court, Bruce Avenue, Worthing in the County of Sussex as set forth in the First Schedule of the intended Transfer in the terms of a draft which has been marked "A" and signed for the purpose of identification by the subscribers hereto and to enter into and execute such leases and to provide certain services to and for the owners and occupiers from time to time of the flats forming part of Willow Court aforesaid being such services as are mentioned in a draft of the proposed Lease which has been marked "B" and signed for the purpose of identification by the subscribers hereto.

569993

(B) To manage, administer and deal with lands, buildings and real property either on its own account or as trustee or nominee or agent of any other Company or person.

(C) To carry on any other business which may seem to the Directors of the Company capable of being conveniently carried on in connection with the above objects, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property.

(D) To purchase or by any other means acquire any freehold, leasehold, or other property for any

1945
6 JAN 1960

estate or interest whatever, and any rights, privileges, or easements over or in respect of any property.

- (E) To build, construct, maintain, alter, enlarge, pull down, and remove or replace any buildings, offices, factories, mills, works, wharves, roads, railways, tramways, machinery, engines, walls, fences, banks, dams, sluices, or watercourses and to clear sites for the same, or to join with any person, firm or company in doing any of the things aforesaid, and to work, manage, and control the same or join with others in so doing.
- (F) To apply for, register, purchase, or by other means acquire and protect, prolong, and renew, whether in the United Kingdom or elsewhere, any patents, patent rights, brevets d'invention, licences, trade marks, designs, protections and concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account and to manufacture under or grant licences or privileges in respect of the same, and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions or rights which the Company may acquire or propose to acquire.
- (G) To acquire and undertake the whole or any part of the business, goodwill and assets of any person, firm or company carrying on or proposing to carry on any of the businesses which this Company is authorised to carry on, and as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm or company, or to acquire an interest in, amalgamate with, or enter into partnership or into any arrangement for sharing profits, or for co-operation, or for limiting competition, or for mutual assistance with any such person, firm, or company, and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any Shares, Debentures, Debenture Stock, or securities that may be agreed upon, and to hold and retain, or sell, mortgage and deal with any shares, debentures, debenture stock, or securities so received.
- (H) To improve, manage, cultivate, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
- (I) To invest and deal with the moneys of the Company not immediately required in such shares or upon

such securities and in such manner as may from time to time be determined.

- (J) To lend and advance money or give credit to such persons, firms or companies and on such terms as may seem expedient and in particular to customers of and others having dealings with the Company, and to give guarantees or become security for any such persons, firms or companies.
- (K) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of Debentures or Debenture Stock (perpetual or otherwise), and to secure the repayment of any money borrowed, raised, or owing, by mortgage, charge, or lien, upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled Capital, and also by a similar mortgage, charge, or lien to secure and guarantee the performance by the Company of any obligation or liability it may undertake.
- (L) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (M) To apply for, promote, and obtain any Act of Parliament, Provisional Order or Licence of the Board of Trade or other authority for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution, or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
- (N) To enter into any arrangements with any Governments or authorities (supreme, municipal, local, or otherwise), or any companies, firms or persons that may seem conducive to the attainment of the Company's objects or any of them, and to obtain from any such Government, authority, company, firm or person any charters, contracts, decrees, rights, privileges, and concessions which the Company may think desirable, and to carry out, exercise and comply with any such charters, contracts, decrees, rights, privileges and concessions.
- (O) To subscribe for, take, purchase, or otherwise acquire and hold shares or other interests in or securities of any other company having objects altogether or in part similar to those of this Company or carrying on

any business capable of being carried on so as directly or indirectly to benefit this Company.

- (P) To act as agents or brokers and as trustees for any person, firm or company, and to undertake and perform sub-contracts, and also to act in any of the businesses of the Company through or by means of agents, brokers, sub-contractors, or others.
- (Q) To remunerate any person, firm or company rendering services to this Company, either by cash payment or by the allotment to him or them of Shares or securities of the Company credited as paid up in full or in part or otherwise as may be thought expedient.
- (R) To pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company, or to contract with any person, firm or company to pay the same, and to pay commissions to brokers and others for underwriting, placing, selling, or guaranteeing the subscription of any Shares, Debentures, Debenture Stock or securities of this Company.
- (S) To support and subscribe to any charitable or public object, and any institution, society or club which may be for the benefit of the Company or its employes, or may be connected with any town or place where the Company carries on business; to give or award pensions, annuities, gratuities, and superannuation or other allowances or benefits or charitable aid to persons who are or have been Directors of, or who are or have been employed by, or who are serving or have served the Company, and to the wives, widows, children and other relatives and dependents of such persons; to make payments towards insurance; and to set up, establish, support, and maintain superannuation and other funds or schemes (whether contributory or non-contributory) for the benefit of any of such persons and of their wives, widows, children and other relatives and dependents.
- (T) To promote any other company for the purpose of acquiring the whole or any part of the business or property and undertaking any of the liabilities of this Company, or of undertaking any business or operations which may appear likely to assist or benefit this Company or to enhance the value of any property or business of this Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.
- (U) To sell or otherwise dispose of the whole or any part of the business or property of the Company, either together or in portions, for such consideration as the

Company may think fit, and in particular for shares, debentures, or securities of any company purchasing the same.

- (V) To distribute among the Members of the Company in kind any property of the Company, and in particular any shares, debentures or securities of other companies belonging to this Company or of which this Company may have the power of disposing.
- (W) To procure the Company to be registered or recognised in any Dominion of Dependency and in any Foreign Country or Place.
- (X) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

It is hereby expressly declared that each Sub-Clause of this Clause shall be construed independently of the other Sub-Clauses hereof, and that none of the objects mentioned in any Sub-Clause shall be deemed to be merely subsidiary to the objects mentioned in any other Sub-Clause.

4. The Liability of the Members is Limited. ✓

5. The Share Capital of the Company is £180, divided into 9 shares of £20 each. ✓

WE, 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, 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.	No. of Shares taken by each Subscriber.
<p><i>Frank Kenton</i></p> <p>(FRANK KENTON)</p> <p>61. LOXWOOD AVENUE WORTHING, SUSSEX BUILDER</p> <p><i>Harold Edward John Dobson</i> (HAROLD EDWARD JOHN DOBSON) "WYCHNOUR"</p> <p>FERNHURST DRIVE GORING-BY-SEA, WORTHING, SUSSEX. BUILDER</p>	<p><i>One</i></p> <p><i>One</i></p>
TOTAL SHARES TAKEN.	<i>Two.</i>

Dated this 1st. day of DECEMBER 1959

Witness to the above Signatures :-

Robert Cushing
(ROBERT CUSHING)

6 LIVERPOOL GARDENS,
WORTHING, SUSSEX.
SOLICITOR



646869/4

Gr. 5/-



The Companies Act, 1948

COMPANY LIMITED BY SHARES

REGISTERED

13 JAN 1960

Articles of Association

OF

WILLOW COURT (WORTHING) MANAGEMENT LIMITED

~~WILLOW COURT MANAGEMENT LIMITED~~PART I.

1. The Company shall as soon as convenient enter into the Transfer and Leases referred to in Clause 3 (A) of the Memorandum of Association with such modifications (if any) as the Directors may approve. ||
2. So long as the Company is the owner of the property transferred by the said Transfer or any part thereof, the regulations contained in Part II hereof, shall apply to the Company and in the case of any inconsistency between the said regulations and any regulations otherwise applicable to the Company the regulations contained in Part II hereof shall during the said period prevail; Provided that in no case shall such regulations operate in such a way that the Company ceases to be a private Company. ||
3. Subject to regulation 2 hereof the regulations contained in Part III hereof shall at all times (whether during the continuance of the ownership of the said property or not) apply to the Company. ||
4. Subject to regulations 2 and 3 hereof Part II of Table A in the First Schedule to the Companies Act, 1948 (hereinafter called "Table A") shall apply to the Company. ||

PART II.

5. In this Part except where the context otherwise requires
 - (A) "The Leases" or "the Lease" means the Leases or Lease referred to in Clause 3 (A) of the Memorandum of Association.
 - (B) The expression "the flat" has the meaning assigned to it in the draft Lease referred to in Clause 3 (A) of the Memorandum of Association.
6. Regulation 3 of Table A Part II shall not apply. —

7. Each of the shares in the Company numbered 1 to 9 inclusive shall be allocated to one of the flats and as soon as may be there shall be made such transfers of shares or allotments as shall ensure that the owner of each flat holds whether by transfer or allotment in respect of such flat 1 and only 1 share in the Company and that no person who is not the owner of a flat holds any shares in the Company.

8. (a) A share shall be transferred and may only be transferred upon or immediately before a change in the ownership of the flat in respect of which it is held and to the person becoming or about to become upon such change the owner of such flat.

(b) The price to be paid upon the transfer of the share shall in default of agreement between the Transferor and Transferee be its nominal value.

(c) If the holder of a share refuses or neglects to transfer it in accordance with this regulation the Chairman for the time being of the Directors or failing him one of the Directors duly nominated by resolution of the Board for that purpose shall forthwith be deemed to be the duly appointed attorney of that holder with full power in his name and on his behalf to execute, complete and deliver a Transfer of his share to the person to whom it should be transferred hereunder and the Company may receive and give a good discharge for the purchase money and enter the name of the Transferee in the Register of Members as the holder by transfer of the said share.

9. If more than one person is jointly the owner of a flat such persons shall jointly hold the corresponding share in the Company but shall have only one vote in respect of such share whether as members or Directors which shall be cast by the holder whose name first appears in the Register of Members.

10. The provisions of Table A as to the appointment, rotation and removal of Directors shall not apply. Until leases of all the flats have been granted the Directors of the Company shall be Frank Kenton and Harold Edward John Dobson. Thereafter all the members of the Company for the time being shall be entitled to be its Directors. The total number of Directors shall be not less than two and not more than nine. Provided that a member being a body corporate shall not be a Director but shall appoint a natural person to be a Director and from time to time remove such person and appoint another person in his place.

11. The members of the Company shall from time to time and whenever called upon so to do by the Directors of the Company contribute equally to all losses and expenses incurred by the Company under the said leases or under any document dealing with the ownership of a flat to which it is a party or (without prejudice to the generality of the foregoing) otherwise in relation to the property.

PART III.

12. In regulation 1 of Table A, Part I, the words "and in any Articles adopting the same" shall be inserted immediately after the word "regulations" where it first occurs.

13. In regulation 11 of Table A, Part I, the words "(not being a full paid Share)" and "(other than fully paid Shares)" shall be omitted.

14. In regulation 15 of Table A, Part I, the words from "provided" to "the last preceding call" inclusive shall be omitted.

15. In regulation 23 of Table A, Part I, for the words "instrument in writing" there shall be substituted the word "deed".

16. Regulations 40 to 43, inclusive, of Table A, Part I, shall not apply.

17. In regulation 49 of Table A, Part I, for the words "any two Members" there shall be substituted the word "member".

18. In Sub-Clause (b) of regulation 58 of Table A, Part I, for the words "at least three members" there shall be substituted the words "any member" and Sub-Clauses (c) and (d) of the said regulation shall not apply.

19. Regulation 75 of Table A, Part I, shall not apply.

20. Regulation 84 of Table A, Part I, shall not apply. Any Director or any company or firm of which a Director is a member may enter into contracts with the Company and any Director may vote as a Director or shareholder in respect of such contract and retain for his own use profits made by him under any such contract; Provided always that unless he is at the time sole Director he must disclose his interest to his Co-Directors before the contract is entered into by the Directors, and if he is at the time sole Director, or if all the Directors are interested in the contract the contract must be entered into by the Company in General Meeting, and before the contract is entered into the Director or Directors must disclose his or their interest to the meeting. This proviso does not apply to the Transfer and Leases referred to in Clause 3 (a) of the Memorandum of Association. A general notice to the Directors given at any meeting of the Directors by any Director to the effect that he is a member of any specified company or firm and is to be regarded as interested in any contract which may thereafter be made with that company or firm shall be deemed a sufficient disclosure of interest in regard to any contract so made.

21. No Director shall at any time be required to retire or vacate his office of Director or be ineligible for reappointment as Director

by reason of his attaining or having attained the age of seventy or any other age, and Regulation 88 of Table A, Part I, shall in its application to the Company be modified accordingly.

22. In Regulation 5 of Table A, Part II, for the words "all the members for the time being entitled to receive notice of and to attend and vote at General Meetings" there shall be substituted the words "the holders of three-fourths of the issued Shares of the Company".

23. Regulations 89 to 97 of Table A shall not apply.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Frank Kenton

(FRANK KENTON)

61 LOXWOOD AVENUE
WORTHING, SUSSEX.
BUILDER

Harold, Edward, John Dobson

(HAROLD EDWARD JOHN DOBSON)

"WYCHNOUR"

FERNHURST DRIVE
GORING-BY-SEA
WORTHING, SUSSEX
BUILDER

Dated this 1st day of DECEMBER 1959

Witness to the above Signatures:-

Robert Cushing
(ROBERT CUSHING)

6 LIVERPOOL GARDENS,
WORTHING, SUSSEX
SOLICITOR.

No. C. 173

DUPLICATE FOR THE FILE

No. 646869



Certificate of Incorporation

I Hereby Certify, that

WILLOW COURT (WORTHING) MANAGEMENT LIMITED

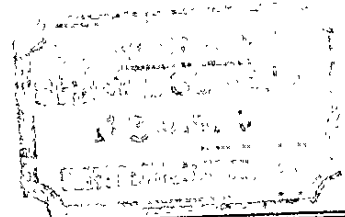
is this day Incorporated under the Companies Act, 1948, and that the
Company is Limited.

Given under my hand at London this Thirteenth day of
January .. One Thousand Nine Hundred and Sixty.

A. J. Mann
ASSISTANT Registrar of Companies.

Certificate
received by }

Date



THE COMPANIES ACT, 1948.



COPY

SPECIAL RESOLUTION

(pursuant to the provisions of Section 141 (2) of the Companies Act, 1948)

of

WILLOW COURT (WORTHING) MANAGEMENT LIMITED.

Passed the 10th day of May 1960.

At an Extraordinary General Meeting of the Members of the above-named Company, duly convened and held at 30/32 Teville Road, Worthing, Sussex on the 10th day of May 1960, the following SPECIAL RESOLUTION was duly passed:-

That the provisions of the Memorandum of Association of the Company with respect to its objects be altered in manner following namely:-

That in Clause 3 (A) the words Bruce Avenue be deleted and substituted by the words Grand Avenue.

Frank Kurler
CHAIRMAN.



333

Q

THE COMPANIES ACT, 1948.

COMPANY LIMITED BY SHARES.

MEMORANDUM OF ASSOCIATION

(As amended by Special Resolution passed 10th May,
1960).

of

WILLOW COURT (WORTHING) MANAGEMENT
LIMITED.

Dixon, Holmes & Cushing,
Solicitors,
Worthing.

COMPANY LIMITED BY SHARES



Memorandum of Association

OF

WILLOW COURT (WORTHING) MANAGEMENT
LIMITED.

(As amended by Special Resolution passed 10th May 1960)

1. The name of the Company is "WILLOW COURT (WORTHING) MANAGEMENT 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 enter into and carry into effect with or without modification a Transfer intended to be made between Kenton and Dobson of the one part and the Company of the other part of such part or parts of the property to be known as Willow Court, Grand Avenue, Worthing in the County of Sussex as set forth in the First Schedule of the intended Transfer in the terms of a draft which has been marked "A" and signed for the purpose of identification by the subscribers hereto and to enter into and execute such leases and to provide certain services to and for the owners and occupiers from time to time of the flats forming part of Willow Court aforesaid being such services as are mentioned in a draft of the proposed Lease which has been marked "B" and signed for the purpose of identification by the subscribers hereto.
 - (B) To manage, administer and deal with lands, buildings and real property either on its own account or as trustee or nominee or agent of any other Company or person.
 - (C) To carry on any other business which may seem to the Directors of the Company capable of being conveniently carried on in connection with the above objects, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property.
 - (D) To purchase or by any other means acquire any freehold, leasehold, or other property for any estate or interest whatever, and any rights, privileges, or easements over or in respect of any property.

REGISTERED
9 JUN 1960

234
REGISTERED
9 JUN 1960

- (E) To build, construct, maintain, alter, enlarge, pull down, and remove or replace any buildings, offices, factories, mills, works, wharves, roads, railways, tramways, machinery, engines, walls, fences, banks, dams, sluices, or watercourses and to clear sites for the same, or to join with any person, firm or company in doing any of the things aforesaid, and to work, manage, and control the same or join with others in so doing.
- (F) To apply for, register, purchase, or by other means acquire and protect, prolong, and renew, whether in the United Kingdom or elsewhere, any patents, patent rights, brevets d'invention, licences, trade marks, designs, protections and concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account and to manufacture under or grant licences or privileges in respect of the same, and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions or rights which the Company may acquire or propose to acquire.
- (G) To acquire and undertake the whole or any part of the business, goodwill and assets of any person, firm or company carrying on or proposing to carry on any of the businesses which this Company is authorised to carry on, and as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm or company, or to acquire an interest in, amalgamate with, or enter into partnership or into any arrangement for sharing profits, or for co-operation, or for limiting competition, or for mutual assistance with any such person, firm, or company, and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquired, any Shares, Debentures, Debenture Stock, or securities that may be agreed upon, and to hold and retain, or sell, mortgage and deal with any shares, debentures, debenture stock, or securities so received.
- (H) To improve, manage, cultivate, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
- (I) To invest and deal with the moneys of the Company not immediately required in such shares or upon such securities and in such manner as may from time to time be determined.

- (J) To lend and advance money or give credit to such persons, firms or companies and on such terms as may seem expedient and in particular to customers of and others having dealings with the Company, and to give guarantees or become security for any such persons, firms or companies.
- (K) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of Debentures or Debenture Stock (perpetual or otherwise), and to secure the repayment of any money borrowed, raised, or owing, by mortgage, charge, or lien, upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled Capital, and also by a similar mortgage, charge, or lien to secure and guarantee the performance by the Company of any obligation or liability it may undertake.
- (L) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (M) To apply for, promote, and obtain any Act of Parliament, Provisional Order or Licence of the Board of Trade or other authority for enabling the Company to carry any of its objects into effect, or for effecting any modification of the Company's constitution, or for any other purpose which may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests.
- (N) To enter into any arrangements with any Governments or authorities (supreme, municipal, local, or otherwise), or any companies, firms or persons that may seem conducive to the attainment of the Company's objects or any of them, and to obtain from any such Government, authority, company, firm or person any charters, contracts, decrees, rights, privileges, and concessions which the Company may think desirable, and to carry out, exercise and comply with any such charters, contracts, decrees, rights, privileges, and concessions.
- (O) To subscribe for, take, purchase, or otherwise acquire and hold shares or other interests in or securities of any other company having objects altogether or in part similar to those of this Company or carrying on any business capable of being carried on so as directly or indirectly to benefit this Company.

- (P) To act as agents or brokers and as trustees for any person, firm or company, and to undertake and perform sub-contracts, and also to act in any of the businesses of the Company through or by means of agents, brokers, sub-contractors, or others.
- (Q) To remunerate any person, firm or company rendering services to this Company, either by cash payment or by the allotment to him or them of Shares or securities of the Company credited as paid up in full or in part or otherwise as may be thought expedient.
- (R) To pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company, or to contract with any person, firm or company to pay the same, and to pay commissions to brokers and others for underwriting, placing, selling, or guaranteeing the subscription of any Shares, Debentures, Debenture Stock or securities of this Company.
- (S) To support and subscribe to any charitable or public object, and any institution, society or club which may be for the benefit of the Company or its employees, or may be connected with any town or place where the Company carries on business; to give or award pensions, annuities, gratuities, and superannuation or other allowances or benefits or charitable aid to persons who are or have been Directors of, or who are or have been employed by, or who are serving or have served the Company, and to the wives, widows, children and other relatives and dependents of such persons; to make payments towards insurance; and to set up, establish, support, and maintain superannuation and other funds or schemes (whether contributory or non-contributory) for the benefit of any of such persons and of their wives, widows, children and other relatives and dependents.
- (T) To promote any other company for the purpose of acquiring the whole or any part of the business or property and undertaking any of the liabilities of this Company, or of undertaking any business or operations which may appear likely to assist or benefit this Company or to enhance the value of any property or business of this Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.
- (U) To sell or otherwise dispose of the whole or any part of the business or property of the Company, either together or in portions, for such consideration as the

5.

Company may think fit, and in particular for shares, debentures, or securities of any company purchasing the same.

- (V) To distribute among the Members of the Company in kind any property of the Company, and in particular any shares, debentures or securities of other companies belonging to this Company or of which this Company may have the power of disposing.
- (W) To procure the Company to be registered or recognised in any Dominion or Dependency and in any Foreign Country or Place.
- (X) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

It is hereby expressly declared that each Sub-Clause of this Clause shall be construed independently of the other Sub-Clauses hereof, and that none of the objects mentioned in any Sub-Clause shall be deemed to be merely subsidiary to the objects mentioned in any other Sub-Clause.

4. The Liability of the Members is Limited.

5. The Share Capital of the Company is £180, divided into 9 shares of £20 each.

I HEREBY CERTIFY this to be a true copy of the Memorandum of Association as altered by a Special Resolution passed the 10th day of May, 1960.

Frank Keulon

CHAIRMAN.



Companies Registration Office

Companies House 55-71 City Road London EC1Y 1BB

Telephone 01-253 9393 ext 260

	Please reply to The Registrar
	Your reference
WILLOW COURT (WORTHING)	Gaz List 4282
MANAGEMENT LIMITED	DEF 6 646869
19 CHAPEL RD,	Date - 4 MAR 1975
WORTHING	
SUSSEX	

The Companies Act 1948

WILLOW COURT (WORTHING) MANAGEMENT LIMITED

In pursuance of section 353(3) of the Companies Act 1948 the Registrar of Companies hereby gives NOTICE that at the expiration of three months from the date of this Notice the name of your company will, unless cause is shown to the contrary, be struck off the register and the company will be dissolved.

Dated this -4 day of MARCH 1975


for Registrar

DEF 6

V1723