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COMPANIES FORM No. 49(8)(b)

**Form of Statutory Declaration
by directors as to members'
assent to re-registration of a
company as unlimited**

49(8)(b)

**Note. This form is not prescribed
but has been prepared for those who wish to use it**

Pursuant to section 49(8)(b) of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

[] [] [] [] [] []

671868

Name of company

* LENNOX INDUSTRIES LIMITED

I/~~We~~ Patrick Robert Joseph Lamb
of Church Farm, Upper Harlestone, Northampton, Northamptonshire

and

of

^a
~~I/the sole director~~ ~~[all the directors]~~ of the above company do solemnly and sincerely declare
that the persons by whom or on whose behalf assent has been given on the attached Form
No.49(8)(a) to the company being re-registered as unlimited constitute the whole membership of
the company, and
that where any of these persons has not himself subscribed the form of assent, ~~I/we~~ have taken
all reasonable steps to satisfy myself/~~ourselves~~ that each person who subscribed it on behalf of a
member was lawfully empowered to do so.

And ~~I/we~~ 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 9 Spencer Road, Northampton

Declarant~~s~~ to sign below

the 18th day of December
one thousand nine hundred and ninety five
before me Nigel Jones

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths.

Presentor's name address and
reference (if any):

Richards Butler
Beaufort House
15 St Botolph Street
London EC3A 7EE
Tel: 0171 247 6555
Ref: DJB/CJP/95-43139

For official Use
General Section

Post room



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For official use

Company number

671868

Name of company

* LENNOX INDUSTRIES LIMITED

~~I/we~~ ^a Clyde William Wyant (Junior)

of 6408 Creekhaven Place, Dallas, Texas 75240, USA

and

of

~~I/we~~ ^a ~~the sole director~~ ~~all the directors~~ of the above company do solemnly and sincerely declare that the persons by whom or on whose behalf assent has been given on the attached Form No.49(8)(a) to the company being re-registered as unlimited constitute the whole membership of the company, and that where any of these persons has not himself subscribed the form of assent, ~~I/we~~ have taken all reasonable steps to satisfy myself ~~ourselves~~ that each person who subscribed it on behalf of a member was lawfully empowered to do so.

And ~~I/we~~ 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 Richardson, Texas USA

Declarant~~s~~ to sign below

the 27th day of October
one thousand nine hundred and ninety-five
before me Lynette Burgess

~~A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor~~ having the powers conferred on a Commissioner for Oaths.



Presentor's name address and
reference (if any):

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Company number

671868

Name of company

* LENNOX INDUSTRIES LIMITED

I/~~We~~ John Windsor Norris (Junior)
of 17121 Earthwind, Dallas, Texas 75248 USA

and

of

^a
~~I/we~~ ^a ~~the sole~~ ~~director~~ ~~I/all the directors~~ of the above company do solemnly and sincerely declare
that the persons by whom or on whose behalf assent has been given on the attached Form
No.49(8)(a) to the company being re-registered as unlimited constitute the whole membership of
the company, and
that where any of these persons has not himself subscribed the form of assent, ~~I/we~~ have taken
all reasonable steps to satisfy myself/~~ourselves~~ that each person who subscribed it on behalf of a
member was lawfully empowered to do so.

And ~~I/we~~ 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 Richardson, Texas USA

Declarant~~s~~ to sign below

the 7th day of November
one thousand nine hundred and ninety-five
before me Lynette Burgess

A-Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths.



Presentor's name address and
reference (if any):

Richards Butler
Beaufort House
15 St Botolph Street
London EC3A 7EE
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To the Registrar of Companies

For official use

Company number

671868

Name of company

* LENNOX INDUSTRIES LIMITED

I/~~we~~ Robert Leon Jenkins

of 949 Dogwood Drive, Grenada, Mississippi, USA

and

of

^a
~~I (the sole director) (all the directors)~~ of the above company do solemnly and sincerely declare
that the persons by whom or on whose behalf assent has been given on the attached Form
No.49(8)(a) to the company being re-registered as unlimited constitute the whole membership of
the company, and
that where any of these persons has not himself subscribed the form of assent, ~~I/we~~ have taken
all reasonable steps to satisfy myself/~~ourselves~~ that each person who subscribed it on behalf of a
member was lawfully empowered to do so.

And ~~I/we~~ make this solemn declaration conscientiously believing the same to be true and by virtue of
the provisions of the Statutory Declarations Act 1835

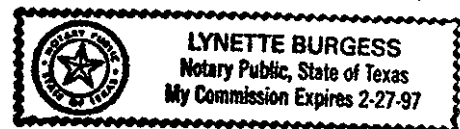
Declared at Richardson, Texas USA

Declarant~~s~~ to sign below

the 6th day of November
one thousand nine hundred and ninety-five
before me Lynette Burgess

Robert Leon Jenkins

A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths.



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reference (if any):

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