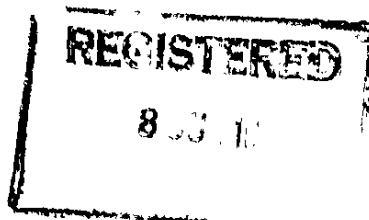


Number of
Company

694948/1

Form No. 41

THE COMPANIES ACT, 1948



A 5s.
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).

Chelford Court (Putney Hill)

Insert the
Name of the
Company.

RESIDENTS ASSOCIATION
LIMITED

ed by

The Solicitors' Law Stationery Society, Limited
12 Chancery Lane, W.C.2; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
5 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North
John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street, Glasgow, C.2.
PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

I, Harold Arthur Dell

of Kingsborough House Wood Street

Kingston-upon-Thames in the County

of Surrey

(a) Here insert
"A Solicitor of the
"Supreme Court"
(or in Scotland "a
Solicitor") engaged
"in the formation"
or
"A person named
"in the Articles of
"Association as a
"Director or
"Secretary".

Do solemnly and sincerely declare that I am (*) A Solicitor of

the "Supreme Court" engaged in the formation

of Chalford Court (Putney Hill) Residents

Association

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 Regent Street

in the County of Surrey

the 24th day of May

one thousand nine hundred and sixty

one

Before me,

Mr. H. A. Dell

A Commissioner for Oaths [Signature of the Commissioner]

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

Number of
Company

694947 1/2

Form No. 25

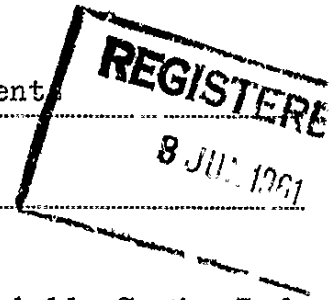
STATEMENT OF THE NOMINAL CAPITAL

OF

Chalford Court (Putney Hill) Residents

Association

LIMITED



Subscribed to Section 112 of the Stamp Act, 1891, as amended by Section 7 of the Finance Act, 1899, Section 39 of the Finance Act, 1920, and Section 41 of the Finance Act, 1933.

THE NOMINAL CAPITAL of the above named Company is £ 280.0.0.

Signature

Description Solicitor to the Company

Dated the

24

day of

May

1961

NOTES.—The Stamp Duty on the Nominal Capital is Ten 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 and should be signed by an Officer of the Company if appointed by the Articles of Association, or by the Solicitor(s) engaged in the formation.

Presented by

THE SOLICITORS' LAW STATIONERY SOCIETY, LIMITED

22 Chancery Lane, W.C.2; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1; 15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES BOOKS AND FORMS.

25 MAY 1961

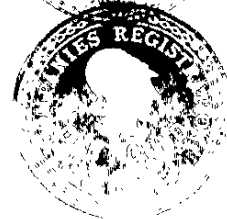
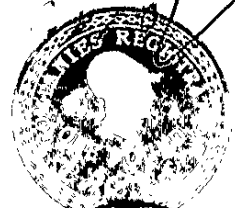


694908/3

CA 1/2

THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES



Memorandum of Association

- OF -

CHALFORD COURT (PUTNEY HILL) RESIDENTS
ASSOCIATION LIMITED

REGISTERED

8 JUN 1961

1. The name of the Company is "CHALFORD COURT (PUTNEY HILL) RESIDENTS ASSOCIATION 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 for investment and to deal in land and other property of any tenure and any interest therein, and to create, sell and deal in freehold and leasehold ground rents
- (b) To erect construct renew repair maintain and renovate houses, flats or buildings of every description on any land of the Company, and to pull down, alter, improve rebuild or enlarge existing houses, flats or buildings thereon; and generally to deal with and improve the property of the Company.
- (c) To carry on the business of the property owners, houses and estate agents, land agents, surveyors, auctioneers, valuers, brokers, insurance agents, mortgage brokers, bailiffs, builders, building contractors.
- (d) To purchase or sell, to take or let on lease, take or give in exchange or on hire,

25 MAY 1961

or otherwise acquire, grant hold or dispose of any estate or interest in any lands, buildings, easements, concessions, or any other real or personal property or any right, privilege, option, estate or interest and to sell, lease, improve, manage, develop, mortgage, dispose of, or otherwise deal with all or any of the property and rights and undertakings of the Company for such consideration as the Company may think fit.

- (e) To carry on the business of an investment trust property company in all its branches.
- (f) To build, construct, alter, improve, replace, remove, enlarge, maintain, manage, control or work any roads or buildings, necessary for the Company's business, or to join with others in doing any of the things aforesaid.
- (g) To borrow or raise money for the purposes of the Company and for that purpose to mortgage or otherwise charge the whole or any part of the Company's undertaking, property and assets including the uncalled capital of the Company.
- (h) To remunerate any person, firm or company for services rendered, or to be rendered, in or about the formation or promotion of the Company or the conduct of its business.
- (i) To accept, draw, make, execute, discount and endorse bills of exchange promissory notes or other negotiable instruments.
- (j) To promote any company for the purpose of acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company.
- (k) To pay all the costs, charges and expenses preliminary and incidental to the promotion, formation establishment and incorporation of the Company.
- (l) To lend money with or without security and to invest the moneys of the Company not immediately required upon such securities and in such manner as the Directors may from time to time determine.
- (m) To grant bonuses, gratuities, pensions or charitable aid to persons employed by the Company.

- (n) To do all such things as are incidental or conducive to the attainment of the above objects or any of them.

4. The income and property wheresoever and whencesoever derived of the Company shall be applied solely towards the promotion of the objects of the Company 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 Members of the Company provided that nothing herein shall prevent the payment in good faith of remuneration to any Director officer or servant of the Company or to any Member of the Company in return for any services actually rendered to the Company nor to prevent the payment of interest at a rate not exceeding six per cent per annum on money lent by a Member to the Company.

5. The liability of the Members is limited.

6. The share capital of the Company is £280 divided into 28 shares of £10 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 accept 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.
<p> <i>Rev. A. H. H. H. H. H.</i> <i>St. Andrew's Church Hill.</i> <i>Survey.</i> <i>Surveyor.</i> </p>	<p><i>one</i></p>
<p> <i>Wm. A. B. C.</i> <i>Kingsworth Green</i> <i>10 and 11 out</i> <i>Kingsworth Green</i> <i>Survey</i> </p>	<p><i>One</i></p>
<p> <i>8 miles</i> </p>	
<p> <i>Wm. A. B. C.</i> <i>Hillside Cottage</i> <i>Friday Street</i> </p>	<p><i>One</i></p>
<p> <i>Abinger Common Survey</i> <i>Company Secretary</i> </p>	

D A T E D the 17th day of May 1963.

WITNESS to the above Signatures:-

F. Shaw.
37 Acton Road.
Teddington.
Middx.
Secretary.



6949454



THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES

Articles of Association

- OF -

CHALFORD COURT (PUTNEY HILL) RESIDENTS
ASSOCIATION LIMITED

PRELIMINARY.

1. The regulations contained in Part I of Table A in the First Schedule to The Companies Act 1948 (such Table being hereinafter called Table A) shall apply to the Company save in so far as they are excluded or varied hereby that is to say Clauses 24, 30, 31, 32, 40, 41, 42, 43, 53, 74, 75, 77, 114, 115, 116, 117, 118, 119, 120, 121, 122, 128 and 129 shall not apply to the Company.

2. The Company is a Private Company and Clauses 2, 3, 4, 5 and 6 (but not Clause 1) in Part II of Table A shall also apply to the Company.

SHARE CAPITAL AND SHARES.

3. The original share capital of the Company is £280 divided into 28 shares of £10 each.

4. The shares shall be at the disposal of the Directors and (save as otherwise directed by the Company in General Meeting) they may allot or otherwise dispose of them to such persons at such times and generally on such terms and conditions as they think proper.

LIEN.

5. The lien conferred by Clause 11 in Part I of Table A shall attach to fully paid up Shares, and to all Shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

TRANSFER AND TRANSMISSION OF SHARES.

6. No shares in the Company shall be transferred unless the proposed transferee thereof has acquired the interest of the transferor in a Lease for 1000 years from the 25th day of March, 1961 at the yearly rent of Ten pounds of a flat or maisonette in a block of flats or buildings situate and known as Chalford Court, Putney Hill, Putney, in the County of London. This provision is in addition to and not in substitution for Clause 3 of Part II of Table A.

7. Whenever any shares are registered in the name of a person who is not the Lessee under a Lease referred to in Article 6 the Directors may give notice in writing to such holder requiring him to transfer such shares to a person who is such a Lessee, and if the same shall not have been so transferred within one month after such notice has been given the Directors may at any time thereafter (unless in the meantime the same shall have been so transferred) call upon such holder to transfer the said shares to any one or more persons (being a Lessee or Lessees of any such Lease or Leases referred to in Article 6 hereof) found by the Directors to be willing to purchase the same at the price certified by the Auditors for the time being of the Company as being in their opinion the fair value of the shares and the holder shall thereupon sell and transfer such shares at such price. In so certifying the Auditors shall be considered to be acting as experts and not as Arbitrators and accordingly the Arbitration Act 1950 shall not apply. If the holder shall make default in so selling and transferring the Directors may appoint any person to execute a transfer of such shares to the purchasers who shall then be entered on the Register as holders of the shares, and their title to the shares shall not be impeachable. The Company may receive the purchase money on the selling holder's behalf and give a good receipt thereof.

8. If any Shareholder dies or becomes bankrupt, and the shares of which such Shareholder was the registered holder at the date of such death or bankruptcy are not transferred to the person becoming entitled in consequence of such death or bankruptcy to the said Lease referred to in Article 6 hereof, then the Directors may give notice in writing to the personal representatives or the trustee in bankruptcy or other the person or persons who have the right to

transfer such shares requiring him or them to transfer such shares in accordance with the provisions of Article 7 hereof.

NOTICE OF GENERAL MEETINGS.

9. Every notice convening a General Meeting shall comply with the provisions of Section 136 (2) of the Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

10. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum."

DIRECTORS.

11. Unless and until otherwise determined by the Company in General Meeting the number of Directors shall not be less than two nor more than four. The following shall be the first Directors of the Company that is to say:-

JOHN ALFRED HICKMAN
HAROLD ARTHUR BELL and
HAROLD WALTER MARTIN.

12. The qualification of a Director shall be the holding of one share of the Company, provided that no qualification shall be required for the first Directors named in Article 11. A Director may act before acquiring his qualification where a qualification is necessary but he shall acquire his qualification within 2 months of being appointed a Director.

13. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such Clause were omitted therefrom.

14. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.

DISQUALIFICATION OF DIRECTORS.


15. In addition to the provisions of Regulation 88 of Table A the office of a Director shall be vacated :-

If the Director ceases to be a Lessee under a Lease referred to in Article 6.

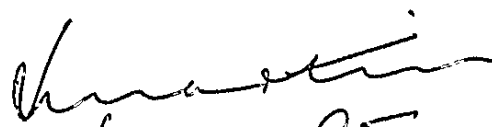
PROVIDED nevertheless that this provision shall not apply to the first Directors named in Article 11.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

John. a. Sherman.
St. Aubyn. Kingsley Hill. Surrey.
Sussex.


Kingsley Hill
Edwa Street
Kingsley Hill
Surrey

S. Minton.


Hillside Cottage
Friday Street.
Abinger Common, Surrey.
Company Secretary

D A T E D the 17th day of May 1961.

WITNESS to the above Signatures:-

P. Alwar.
37 Alhara Road.
Teddington.
Middx.
Secretary.

DUPLICATE FOR THE FILE

No. 694948



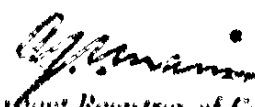
Certificate of Incorporation

I Hereby Certify, that

CHALFORD COURT (PUTNEY HILL) RESIDENTS ASSOCIATION LIMITED

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

Given under my hand at London this **Eighth** day of
June One Thousand Nine Hundred and Sixty **one.**


Registrar of Companies.

Certificate
received by)

Seal of the Registrar of Companies

Date