

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, when applying for Registration of a Company.

Insert the
Name of the
Company.

Portmell
LIMITED.

Presented for filing by

LEWIS, COATES & LUCAS, LTD.
6-9, SURREY STREET,
STRAND, LONDON, W.C.2.

TELEPHONE. TEMPLE BAR 6927 (3 lines).

TELEGRAMS: "SYNCOMPLAN, ESTRAND, LONDON."

LEWIS, COATES & LUCAS, LTD.
Company Registration Agents
6-9, Surrey St., Strand, W.C.2.

I, STANLEY HERBERT LUCAS
6, SURREY STREET, STRAND, LONDON, W.C.2.
of.....

(a) Here insert:
"A Solicitor of the
"Supreme Court"
"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)..... a person
named in the Articles of Association as Secretary

of..... *Portmerie*

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 Declaration Act, 1835."

Declared at 6 Surrey Street,
Strand, London, W.C.2.

the 5th day of July 1962

Before me,

Alma
V. P. Russell

Commissioner for Oaths. [or a Notary Public or
Justice of the Peace.]

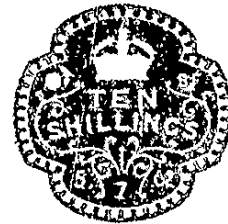
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Certificate No.

729995

Form No. 25.

COMPANY LIMITED BY SHARES.



STATEMENT OF THE NOMINAL CAPITAL

OF

Portmase

LIMITED.

NOTE—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 Documents when application is made for the Company to be registered.

Presented for filing by

LEWIS, COATES & LUCAS, LTD.
6-9, SURREY STREET,
STRAND, LONDON, W.C.2.

TELEPHONE . TEMPLE BAR 6927 (3 lines).

TELEGRAMS: "NUNCOMPLAN, ESTRAND, LONDON."

LEWIS, COATES & LUCAS, LTD.
Company Registration Agents
6-9, Surrey St., Strand, W.C.2.

THE NOMINAL CAPITAL

OF

Portmelle Limited,

is £ 100. 0. 0., divided into 100

Shares of ONE POUND each

Signature⁽¹⁾

Simon

Officer SECRETARY

Dated the 5th day of July 1962

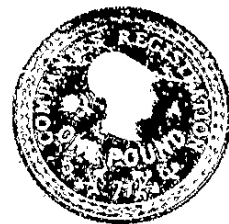
(1) This Statement should be signed by a Director, Secretary or other authorised officer of the Company

This margin is reserved for binding.



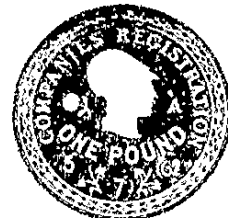
729995

THE COMPANIES ACT, 1948.



COMPANY LIMITED BY SHARES.

Memorandum of Association



OF

PORTHORE LIMITED

1. The name of the Company is " PORTHORE LIMITED. "
2. The Registered Office of the Company will be situate in England.
3. The objects for which the Company is established are :-
 - (a) (1) To purchase, take on lease, or in exchange, or otherwise acquire and hold any lands or buildings wherever situate, or rights or interests therein or connected therewith, and to manage, farm or let the same or any part thereof for any period, and at such rent and on such conditions as the Company shall think fit, or to develop the same or any part thereof as a building estate; and to construct and erect houses, flats, factories, warehouses and buildings of any kind thereon; to lay out roads and pleasure gardens and recreation grounds; to pull down, alter or improve buildings; to plant, drain or otherwise improve the land or any part thereof.
 - (2) To finance and assist persons purchasing or taking leases from or otherwise having dealings with the Company.

LEWIS, COATES & LUCAS, LTD.
6-9, SURREY STREET,
STRAND, LONDON, W.C.2

- (b) To carry on any other business, whether subsidiary or not, which can in the opinion of the Company be carried on conveniently or advantageously in connection with the business of the Company.
- (c) To acquire and undertake upon such terms as the Company shall deem expedient the whole or part of the undertaking, assets or liabilities of any person or body owning any business within the objects of the Company, or whose business, or any part of whose business, may conveniently or advantageously be combined with the business of the Company, or any of whose property is suitable for the purposes of the Company.
- (d) To purchase, take on lease, hire or otherwise acquire and hold any lands, hereditaments, buildings, plant, machinery, goods, chattels, or real or personal property of any kind, or any right or interest therein or thereover (and whether in possession or reversion or remainder) which the Company may think desirable in connection with its business.
- (e) To acquire in such manner and upon such terms as the Company shall think fit, secret processes, inventions, patents, copyrights, designs or trade marks or any interest therein, the acquisition of which shall seem beneficial to the Company.
- (f) To construct, alter, remove or replace any buildings, erections, structures, roads, railways, reservoirs, machinery, plant, or tools, or works of any description, or to contribute to the costs thereof, as may seem desirable in the interests of the Company.
- (g) To enter into partnership or amalgamate with any person or body for the purpose of carrying on any business or transaction within the objects of the Company, and to enter into such arrangements for co-operation, sharing profits, losses, mutual assistance, or other working arrangements as may seem desirable.
- (h) To manage, develop, sell, lease, mortgage, grant licences or rights of, in, or over, or otherwise turn to account, any property or assets of the Company.

- (i) To borrow or raise money in such amounts and manner and upon such terms as the Company shall think fit, and, when thought desirable, to execute and issue security of such kind, subject to such conditions, for such amount, and payable in such place and manner, and to such person, as the Company shall think fit, including in the power aforesaid (and without prejudice to its terms) the power to issue as primary, or collateral, or other security, debentures, debenture stock (perpetual or otherwise), mortgages, charges or securities over the whole or any part of its assets, present or future (including uncalled capital), as the Company shall think fit.
- (j) To receive loans at interest or otherwise, from and to lend money and give credit to, and to guarantee and become or give security for the performance of contracts by, and act as bankers for, any person or company, where the so doing may seem advantageous or desirable in the interests of the Company.
- (k) To invest, lend, or otherwise deal with un-employed moneys, in such manner, and upon such terms, as may be thought fit, and to vary investments.
- (l) To acquire and hold, sell, mortgage, or deal with the shares, stock, bonds, debentures or securities of or in any other company or body (whether such Shares or securities be fully paid or not) where the so doing may seem desirable in the interests of the Company.
- (m) To draw, accept, endorse, issue, or execute promissory notes, bills of exchange, bills of lading, warrants, and other negotiable, transferable, or mercantile instruments.
- (n) To promote any company to acquire the whole or any part of the assets or liabilities of this Company, or for any other purpose which may seem desirable in the interests of this Company, and to subscribe, acquire, underwrite, or place, or assist in so doing, the whole or part of the Shares or securities of such Company.

- (o) To pay gratuities or pensions or allowances on retirement to any directors who have held any other salaried office or place of profit with the Company or to their widows or dependants and to make contributions to any fund and to pay premiums for the purchase or provision of any such gratuity, pension or allowance and to promote or assist, financially whether by way of contributions, donations, the payment of premiums or otherwise, any fund or scheme for the benefit, wholly or in part, of directors, ex-directors, or employees, or ex-employees, of the Company, or their dependants or relatives, or for charitable purposes generally.
- (p) To remunerate employees and servants of the Company and others out of or in proportion to the returns or profits of the Company or otherwise as the Company shall think fit; and to promote and give effect to any scheme or arrangement for sharing profits with employees, whether involving the issue of shares or not.
- (q) To pay for any property or assets acquired by the Company by the issue of fully or partly paid Shares of the Company, with or without any preferred or special rights or privileges, or by the issue of debentures or other securities, with or without special rights or privileges.
- (r) To pay the costs and expenses of or incidental to the promotion and establishment of the Company, or to contract for the payment of the same in whole or in part by others.
- (s) To aid, financially or otherwise, any association or body having for an object the promotion of trade or industry.
- (t) To act as or through trustees, agents, secretaries, managers, brokers or sub-contractors, and to perform the duties of any office undertaken by the Company.
- (u) To sell or otherwise dispose of the undertaking and assets of the Company, or any part thereof, for any consideration thought fit, and in particular for Shares, debentures or other securities of other companies.

- (v) To procure the Company to be registered or recognised in any overseas country or place, and to exercise any of the objects or powers aforesaid in any part of the world.
- (w) To distribute among the Members any assets of the Company in specie, but so that no such distribution which would amount to a reduction of capital shall be made without such sanction (if any) as may be required by law.
- (x) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.
- (y) The objects set forth in any sub-clause of this clause shall not, except where the context so requires, be limited or restricted by reference to or inference from any other sub-clause or by the name of the Company, and none of such sub-clauses shall be deemed to be subsidiary merely to the first or any other sub-clause, but the objects specified in each sub-clause shall, except where the context otherwise requires be deemed to be main objects of the Company.

4. The liability of the Members is limited. ✓

5. The Share Capital of the Company is £100 divided into One hundred Shares of One pound each. Subject and without prejudice to any special rights or privileges for the time being attached to any special class of issued shares, any of the shares in the original capital of the Company for the time being unissued, and any new Shares from time to time created, may be issued with any preference, whether in respect of dividend or of repayment of capital, or both, or with any other special privilege or advantage over any other Shares previously issued, or then about to be issued, and with any special or restricted rights or without any right of voting or otherwise, and generally on such terms and subject to such conditions and provisions as may from time to time be determined by the Company, and if at any time the capital of the Company shall be divided into Shares of different classes, the rights attached to any class shall not be varied except in accordance with the provisions of Clause 4 of Part I of Table "A" in the First Schedule to the Companies Act 1948.

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.	Number of Shares taken by each Subscriber.
<p><i>Subuca</i></p> <p>STANLEY H. LUCAS, 6 Surrey Street, Strand, London, W.C.2.</p> <p>Law Stationer</p>	<p><i>One</i></p> <p>One</p>
<p><i>Dean</i></p> <p>FRANCIS A. DEAN, 6 Surrey Street, Strand, London, W.C.2.</p> <p>Traveller</p>	<p><i>One</i></p> <p>One</p>

DATED the 5th day of July 1962

WITNESS to the above Signatures :-

G. Higgins
G. HIGGINS,
282, Kingston Road,
New Malden,
Surrey.

Secretary.



729998

THE COMPANIES ACT, 1948.



COMPANY LIMITED BY SHARES.

Articles of Association

OF

PORTMERE LIMITED

PRELIMINARY.

1. Subject as hereinafter provided, the regulations in Table "A" (Part 1) in the First Schedule to the Companies Act 1948 shall apply to the Company, and such Table is hereinafter referred to as Table "A".

2. The Company is registered as a Private Company within the meaning of Section 28 of the Companies Act 1948, which is hereinafter referred to as "the Act", and accordingly :-

- (A) The right to transfer Shares is restricted in manner hereinafter provided.
- (B) The number of the Members of the Company (not including persons who are in the employment of the Company and persons who, having been formerly in the employment of the Company, were while in such employment, and have continued after the determination of that employment to be, Members of the Company) is limited to fifty. Provided that where two or more persons hold one or more Shares in the Company jointly, they shall, for the purpose of this Article, be treated as a single person.

- (C) Any invitation to the Public to subscribe for any Shares or debentures of the Company is prohibited.
- (D) The Company shall not have power to issue share warrants to bearer.

SHARES.

3. Subject to the provisions of Clause 2 hereof the Shares of the Company shall be allotted by the Directors to such persons at such times and upon such terms and conditions and either at a premium or at par as they think fit, and with full power to give to any person the call of any Shares either at par or at a premium during such time and for such consideration as the Directors think fit.

LIEN.

4. The Company shall have a lien on every Share, whether fully paid or not, and whether registered in the name of one or more Members, and accordingly in Clause 11 of Table "A" the words "not being a fully paid Share" and "other than fully paid Shares" shall be omitted; and the words "a single person" shall be deleted and the words "any Member, whether alone or jointly with other Members" shall be substituted therefor.

CALLS ON SHARES.

5. In Clause 15 of Table "A" the words "provided that no call shall exceed one-fourth of the nominal value of the Share or be payable at less than one month from the date fixed for the payment of the last preceding call" shall be omitted.

TRANSFER AND TRANSMISSION OF SHARES.

6. The following provision shall have effect and shall be added after Clause 23 of Table "A", viz :--

23.(A) Any Share may be transferred by a Member to his or her wife or husband, descendant, parent, brother or sister, or to a person who is already a Member of the Company. Any share may also be transferred by the person entitled to transfer the same to the Trustees of the Will of a deceased Member or to a new Trustee for the purpose of effectuating the appointment of a new trustee or to the legatee or next-of-kin of a deceased Member or to a beneficiary under a trust created by a deceased Member.

7. The Directors may in their absolute discretion and without assigning any reason therefor decline to register any transfer of Shares, whether fully paid or not, not being a transfer to a person who is already a Member of the Company or to a transferee under Clause 6 hereof. Clause 24 of Table "A" shall not apply.

CONVERSION OF SHARES INTO STOCK.

8. Clauses 40 to 43 inclusive of Table "A" shall not apply.

GENERAL MEETINGS.

9. In Clause 49 of Table "A" the words "one Member" shall be substituted for the words "two Members".

PROCEEDINGS AT GENERAL MEETINGS.

10. Two Members present in person or by proxy shall form a quorum and Clause 53 of Table "A" shall be modified accordingly.

11. One Member present in person or by proxy may demand a poll and Clause 58 of Table "A" shall be deemed to be altered and modified accordingly.

12. Subject to the provisions of the Act a Resolution in writing signed by all the members for the time being entitled to receive notice of and to attend and vote at general meetings (or being corporations by their duly authorised representatives) shall be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

DIRECTORS.

13. Clause 75 of Table "A" shall not apply, and the following Clause shall be substituted therefor, viz :-

75. The number of Directors shall not be more than five, but the Company in General Meeting may reduce or increase this limit. The first Directors shall be appointed by the Subscribers to the Memorandum and Articles of Association.

POWERS AND DUTIES OF DIRECTORS.

14. Clause 79 of Table "A" shall not apply, and the following Clause shall be substituted therefor :-

79. The Directors may at their own discretion and upon such terms in all respects as they think fit raise or borrow money for the purposes of the Company's business and may mortgage or charge the whole or any part of the assets and property of the Company (present or future) including its uncalled or unissued capital, and may issue debentures, debenture stock, mortgages or other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

DISQUALIFICATIONS OF DIRECTORS.

15. Clause 88 of Table "A" shall not apply, and the following Clause shall be substituted therefor :-

88. The office of Director shall be vacated if the Director :-

- (A) Fails to obtain his qualification (if any) within one month from the date of his appointment or thereafter ceases at any time to hold his qualification.
- (B) Becomes bankrupt or suspends payment or compounds with his creditors.
- (C) Becomes prohibited from being a Director by reason of any Order made under Section 188 of the Companies Act 1948.
- (D) Is found lunatic or becomes of unsound mind.
- (E) Is absent from Directors' meetings for six calendar months without reasonable excuse and without the consent of the other Directors and they resolve that he vacate office.
- (F) Resigns his office by notice in writing to the Company.

ROTATION OF DIRECTORS.

16. In Clause 89 of Table "A" the words "all the Directors shall retire from office" shall be deleted.

PROCEEDINGS OF DIRECTORS.

17. Clause 106 of Table "A" shall not apply, and the following Clause shall be substituted therefor:-

106. A resolution determined on without any meeting of Directors and evidenced by writing signed by all the Directors for the time being entitled to receive notice of a meeting of Directors, or all the members of a Committee, shall be as valid and effectual as a resolution duly passed at a meeting of the Directors or of such committee, as the case may be.

INDEMNITY.

18. Every Director, Managing Director, Agent, Auditor, Secretary and other Officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities (including any such liability as is referred to in Section 205 of the Companies Act, 1948) which he may sanction or incur in or about the execution of his duties of office or otherwise in relation thereto, and no Director or other Officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office or in relation thereto. This Article shall only have effect so far as its provisions are not avoided by the said Section.

ACCOUNTS.

19. The Directors may at any time require any person whose name is entered in the register of members of the Company to furnish them with any information supported (if the Directors so desire) by a statutory declaration, which they may consider necessary for the purpose of determining whether or not the Company is an exempt private company within the meaning of Section 129 of the Companies Act 1948.

SECRETARY.

20. The first Secretary of the Company shall be STANLEY HERBERT LUCAS.

Names, Addresses and Descriptions of Subscribers.

Stanley H. Lucas
STANLEY H. LUCAS,
6 Surrey Street,
Strand,
London, W.C.2.

Law Stationer

Francis A. Dean
FRANCIS A. DEAN,
6 Surrey Street,
Strand,
London, W.C.2.

Traveller

DATED the 5th day of July 1962

WITNESS to the above Signatures :-

G. Higgins
G. HIGGINS,
282, Kingston Road,
New Malden,
Surrey.

Secretary.

WE
do
not

DUPLICATE FOR THE FILE.

No. 729995



Certificate of Incorporation

I Hereby Certify, that

PORTMERE LIMITED

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

Given under my hand at London this Seventeenth day of July
One thousand nine hundred and sixty two.

L.S. Whisfield,

Assistant Registrar of Companies.

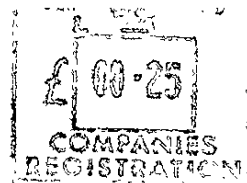
Certificate
received by

[Signature]

Date

17/7

Number of Company 729995,



THE COMPANIES ACT, 1948.

COMPANY LIMITED BY SHARES.

Special Resolution

OF

PORTMERE LIMITED.

PASSED the 15th day of AUGUST, 1962.

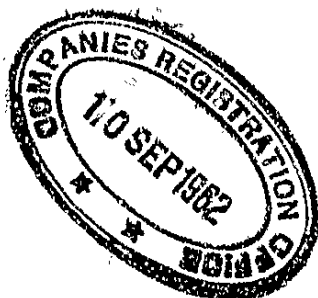
AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at the Registered Office of the Company, the subjoined SPECIAL RESOLUTION was duly passed, viz :-

RESOLUTION.

"THAT the name of the Company be changed to
INNER TOWN ~~HOMES~~ LIMITED."

HOMES


Chairman.



Company Number 729995



Reference: C.R.98/4014/62

BOARD OF TRADE,

COMPANIES ACT, 1948

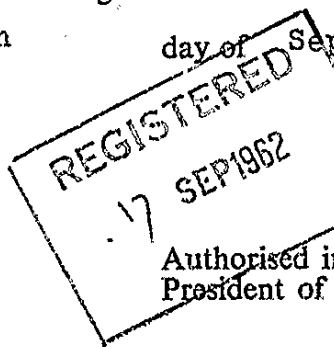
..... FORTMERE

..... Limited

Pursuant to the provisions of Sub-Section (1) of Section 18 of the Companies Act, 1948, the Board of Trade hereby approve of the name of the above-named Company being changed to

INNER TOWN HOMES LIMITED

Signed on behalf of the Board of Trade
this seventeenth day of September 1962



Authorised in that behalf by the
President of the Board of Trade

No. C. 60.

Wt. 36813/730 4m. 11/61 B.L.&Co.Ltd. Gp.891/7420

DUPLICATE FOR THE FILE.

No. 729935



Certificate of Incorporation on Change of Name

Whereas

PORTMAN LIMITED

was incorporated as a limited company under the
Companies Act, 1948,

on the **seventeenth** day of **July, 1962**

And whereas by special resolution of the Company and with the approval
of the Board of Trade it has changed its name.

Now therefore I hereby certify that the Company is a limited company
incorporated under the name of

INNER TOWN HOMES LIMITED

Given under my hand at London, this **seventeenth** day of

September One thousand nine hundred and sixty **two**.

Certificate received by

Dot

[Signature]
Assistant Registrar of Companies.

Date.

17/9/62

1796

THE COMPANIES ACTS 1948 to 1981

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

INNER TOWN HOMES LIMITED

Adopted the 5th day of March, 1985

By a writing under the hands of all the Shareholders of the above-named Company the following resolution was duly adopted as Special Resolution viz :-

SPECIAL RESOLUTION

THAT :-

- (1) The authorised share capital of the Company be increased from £100 to £200 by the creation of an additional 100 shares of £1.00 each;
- (2) The rights attaching to the 100 Ordinary shares of £1.00 each in the capital of the company prior to the increase in such capital pursuant to paragraph (1) of this

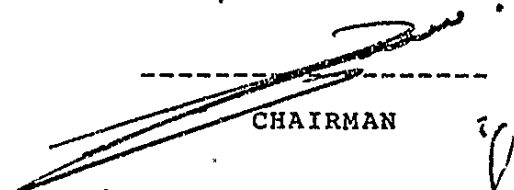


Resolution be cancelled and each of the said shares be converted into a Deferred share having attached thereto the rights and being subject to the conditions set out in Article 3A of the Articles of Association Company as adopted by paragraph (3) of this Resolution referable to the Deferred Shares and each of the 100 additional shares created by the said increase in such capital be an Ordinary Share having attached thereto the rights and being subject to the conditions set out in Article 3A referable to the Ordinary Shares.

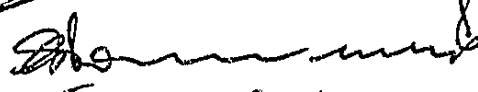
- (3) The New Articles of Association of the Company attached hereto and initialled by Mr. J.J.S. Symons be and they are hereby adopted as the Articles of Association of the Company in substitution for the existing Articles thereof
- (4) Clause 5 of the Memorandum of Association of the Company be replaced by the following new clause 5:-

"5 The authorised share capital of the Company is £200 divided into 100 Ordinary shares of £1.00 each and 100 Deferred shares of £1.00 each".

Certified true copy



CHAIRMAN


SECRETARY

THE COMPANIES ACTS 1948 to 1981

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION OF

INNER TOWN HOMES LIMITED

(Adopted by Special Resolution dated 5th March 1985)

PRELIMINARY

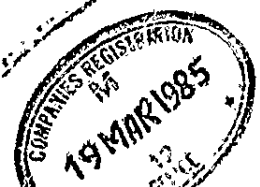
1. The Regulations contained or incorporated in Parts 1 and 11 of Table A in the First Schedule in the Companies Act 1948 (such Table being hereinafter called "Table A") shall apply to the Company save in so far as they are excluded or varied hereby and such Regulations (save as so excluded or varied) and the Articles hereinafter contained shall be the regulations of the Company.

FIRST DIRECTORS

2. (a) Clause 75 in Part 1 of Table A shall not apply to the Company
- (b) The number of the Directors shall be determined by the Company in General Meeting. In the event of the minimum number of Directors fixed by or pursuant to these Articles or Table A being one, a sole Director shall have authority to exercise all the powers and discretions by Table A or these Articles expressed to be vested in the Directors generally

SHARES

3. (a) The Shares shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit.
- (b) Section 17 of the Companies Act 1980 shall not apply or have effect in relation to the allotment of any shares in the capital of the Company.



(c) The authorised share capital of the Company is £200 divided into 100 Ordinary Shares of £1 each and 100 Deferred Shares of £1 each. The said shares shall confer on the holders thereof the rights and privileges and be subject to the restrictions and provisions following namely:-

(1) As regards Income

The profits which the Company may determine to distribute in any financial year shall be applied as follows:-

- (a) The first £1,000,000 of such profits shall be distributed solely amongst the holders (if any) of the Ordinary shares of £1 each according to the amounts paid up or credited as paid up thereon;
- (b) Subject thereto such profits shall be distributed amongst the holders of the Ordinary shares and the holders of the Deferred shares *pari passu* according to the amounts respectively paid up or credited as paid up thereon;

(2) As regards Capital

On a refund of assets on liquidation or otherwise the assets of the Company to be returned shall be distributed as regards the first £20,000,000 thereof amongst the holders (if any) of the Ordinary shares in proportion to the nominal amounts of the Ordinary shares held by them respectively and subject thereto such assets shall belong to and be distributed amongst the holders of the Deferred Shares and the holders of the Ordinary shares in proportion in each case to the nominal amount(s) of the shares held by them respectively;

(3) As regards voting

On a show of hands every Member present shall have one vote and on a poll every Member holding Ordinary Shares present in person or by proxy shall have one thousand votes for each Ordinary Share held by him and every Member holding Deferred Shares shall have one vote for each Deferred Share held by him.

The directors may, in their absolute discretion and without assigning any reason therefor, decline to register any transfer of any share, whether or not it is a fully paid share.

4. (a) Every Director shall be a Permanent Director of the Company not subject to retirement by rotation unless the instrument of appointment provides otherwise. A Permanent Director shall, subject to the provisions of Clause 88 in Part I of Table A and subject to Section 28 of the Companies Act 1976 be entitled to hold office so long as he shall live unless he shall be removed from office under Clause 96 in Part I of Table A; and accordingly Clauses 89 to 94 in Part I of Table A shall not apply to any Permanent Director.

(b) 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.

5. Each Director shall have power from time to time to nominate any person to act as his alternate Director and at his discretion to remove such alternate Director and any such appointment or removal may be made by cable, telegram or telex or in any other manner approved by the Directors and any such alternate Director shall not be taken into account in reckoning the minimum or maximum of Directors allowed for the time being

but shall be counted for the purpose of reckoning whether a quorum is present at any meeting of the Directors attended by him and such alternate shall be entitled to attend, speak and vote at any meeting at which his appointor is not present.

BORROWING POWERS

6. The Directors may exercise all the powers of the Company to borrow money without limit as to amount and upon such terms and in such manner as they think fit, and to grant any mortgage, charge or Standard Security over its undertaking, property and uncalled capital, or any part thereof, and to issue Debentures; Debenture Stock, and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party, and the Proviso to Clause 79 in Part I of Table A shall not apply to the Company.

INDEMNITY

7. (a) Every Director or other officer of the Company shall be indemnified out of the assets of the Company against all losses or liabilities which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, including any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application under Section 448 of the Companies Act 1948, in which relief is granted to him by the Court, and no Director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office or in relation thereto. But this Article shall only have effect in so far as its provisions are not avoided by Section 205 of the Companies Act 1948.

(b) Accordingly, Clause 136 in Part I of Table A shall not apply to the Company

XD/00321

*Certified True
copy*
CHAIRMAN
SECRETARY

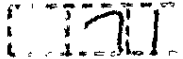
Notice of increase in nominal capital

Pursuant to section 63 of the Companies Act 1948

10do not
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this notice and a
printed copy of
the resolution
authorising the
increase must be
forwarded to the
Registrar of
Companies
within 15 days
after the passing
of the resolutiondelete as
appropriate

To the Registrar of Companies

For official use Company number



729995

Name of Company

INNER TOWN HOMES

Limited

hereby gives you notice in accordance with section 63 of the Companies Act 1948 that by [ordinary]

[extraordinary] [special] resolution of the company dated 5 MARCH 1985

the nominal capital of the company has been increased by the addition thereto of the sum of
£100 beyond the registered capital of £100A printed copy of the resolution authorising the increase is forwarded herewith
The additional capital is divided as follows:

Number of shares	Class of share	Nominal amount of each share
100	ORDINARY	ONE POUND (£1)

(If any of the new shares are preference shares state whether they are redeemable or not)
The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new
shares have been or are to be issued are as follows:IN ACCORDANCE WITH ARTICLE 3A REFERABLE TO ORDINARY SHARES. THE
PRE-EXISTING ORDINARY SHARES OF £1 EACH IN THE CAPITAL OF THE COMPANY
HAVE BEEN CONVERTED INTO DEFERRED SHARES OF £1 EACHPlease tick here if
continued overleaf

Signed

[Signature] (Director) [Secretary] Date 16 March, 1985.

Presenter's name, address and
reference (if any):COMPANY SECRETARY,
INNER TOWN HOMES LIMITED,
MAPSTON COURT,
MANOR ROAD,
WALLINGTON, SURREY SM6 0DW.For official use
General section

Post room

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