

THE COMPANIES ACT, 1948

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)

NAME OF COMPANY SIBORI LIMITED.

I, SIDNEY FELDMAN
of 13, CLIFTON GARDENS, LONDON, N.15

DO solemnly and sincerely declare that I am a person named in the Articles of Association as a Secretary,

of SIBORI 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 133, Regent Street
London W.1.

the 9th day of September

On thousand nine hundred and seventy

before me,

N. A. H. James

A Commissioner for Oaths

N. A. H. JAMES

NOTE

Section 15 of The Companies Act, 1948.

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.

Sidney Feldman

27 SEP 1970

Clifton Secretarial Agency,
55 Stoke Newington Church Street,
London, N.16.

01 254 7310

No. of Company **989418** | **2**

SIBORI



STATEMENT of the Nominal Capital made pursuant to s. 112 of the Stamp Act, 1891. (NOTE—The Stamp Duty on the Nominal Capital is Ten shillings for every £100 or fraction of £100—Section 41, Finance Act, 1933.)

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

The NOMINAL CAPITAL of the above-named Company is £ **100**

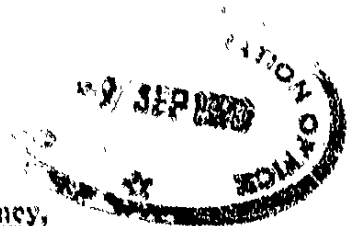
Signature

Description **Secretary**

Date **9.9.1970**

Presented for registration by

**Clifton Secretarial Agency,
55 Stoke Newington Church Street,
London, N.16.
01-254 7310.**



Stamps
LCS 303

COMPANY LIMITED BY SHARES.

989413 | 3

Memorandum of Association

OF

~~MEMORANDUM OF ASSOCIATION~~~~SIBORI LIMITED~~

"SIBORI LIMITED".

1. The name of the Company is "~~MEMORANDUM OF ASSOCIATION~~".
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, sell, hold, take on lease, or in exchange, or otherwise acquire and deal in any lands or buildings wherever situate, or rights or interests therein or connected therewith, and to manage, or let the same or any part thereof on such terms as the Company may think fit, or to develop the same or any part thereof as a building estate and to construct and erect houses, flats, and buildings of any kind thereon; to lay 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; to construct equip and carry on works for the manufacture of gas and electricity, and to lay mains and pipes, install services and carry on the business of the provision and supply of electricity and gas; to construct reservoirs and water-works, to lay mains and pipes and supply water; to provide and fix electric, gas and water fittings, to install central heating, and to carry on business as builders and decorators, demolition and excavation contractors, joiners, plumbers, engineers, electricians, sanitary engineers, merchants and dealers in builders, and decorators' requisites of all kinds, scrap metal merchants, plant hire contractors, ironmongers, haulage contractors, and land and estate agents and managers.



(B) To carry on any other business which in the opinion of the Directors of the Company may seem capable of being conveniently carried on in connection with or as ancillary to any of the above businesses or to be calculated directly or indirectly to enhance the value of or render profitable any of the property of the Company or to further any of its objects.

(C) To build, construct, maintain, alter, enlarge, pull down, remove or replace any buildings, works, plant, and machinery necessary or convenient for the business of the Company or to join with any person, firm or company in doing any of the things aforesaid.

(D) To purchase, take on lease, exchange, hire or otherwise acquire for any estate or interest any real or personal property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business.

(E) To borrow or raise money upon such terms and on such security as may be considered expedient and in particular by the issue or deposit of debentures or debenture stock (whether perpetual or not) 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 undertaking property and assets of the Company, both present and future, including its uncalled capital.

(F) To apply for, purchase or otherwise acquire any patents, licences and the like, conferring an exclusive or non-exclusive or limited right of user or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company, and to use, exercise, develop, grant licences in respect of, or otherwise turn to account any rights and information so acquired.

(G) To purchase, subscribe for or otherwise acquire and hold and deal with any shares, stocks or securities of any other company or corporation having objects wholly or in part similar to the objects of the Company or carrying on any business capable of being conducted so as directly or indirectly to benefit the Company.

(H) To issue, place, underwrite, or guarantee the subscription of, or concur or assist in the issuing or placing, underwriting, or guaranteeing the subscription of shares, debentures, debenture stock, bonds, stocks and securities of any company, whether limited or unlimited or incorporated by Act of Parliament or otherwise, at such times and upon such terms and conditions as to remuneration and otherwise as may be agreed upon.

(I) To invest and deal with the moneys of the Company not immediately required for the purposes of its business in

or upon such investments and securities and in such manner as may from time to time be considered expedient and to dispose of or vary any such investments or securities.

(J) To lend money or give credit to such persons firms or companies and on such terms as may be considered expedient and to receive money on deposit or loan from and give guarantees or become security for any persons, firms and companies.

(K) To enter into any arrangement with any Government or other authority, supreme, municipal, local or otherwise, and to obtain from any such Government or authority all rights, concessions, and privileges which may seem conducive to the Company's objects or any of them, or to obtain or to endeavour to obtain, any provisional order of the Board of Trade, or any Act or Acts of Parliament for the purposes of the Company or any other Company.

(L) To enter into partnership or into any arrangement for sharing profits or to amalgamate with any person firm or company carrying on or proposing to carry on any business which the Company is authorised to carry on or any business or transaction capable of being conducted so as directly or indirectly to benefit the Company.

(M) To establish or support or aid in the establishment and support of associations, institutions, clubs, funds, trusts and schemes calculated to benefit the officers, ex-officers, employees or ex-employees of the Company or of any subsidiary, allied or associated company or the families, dependents or connections of such persons, and to grant pensions, gratuities and allowances and to make payments towards insurance, and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, general or useful objects.

(N) To sell, exchange, lease, dispose of, turn to account or otherwise deal with the whole or any part of the undertaking of the Company for such consideration as may be considered expedient and in particular for shares, stock or securities of any other company formed or to be formed.

(O) To promote, finance or assist any other company for the purpose of acquiring all or any part 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.

(P) To pay all or any of the preliminary expenses of the Company and of any company formed or promoted by the Company.

(Q) To remunerate any person firm or company rendering services to the Company in such manner as may be thought expedient.

(R) To draw, accept, endorse, negotiate, execute and issue promissory notes, bills of exchange, scrip, warrants and other transferable or negotiable instruments.

(S) To distribute among the Members in specie any property of the Company, or any proceeds of sale or disposition of any property of the Company, and for such purpose to distinguish and separate capital from profits, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

(T) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business, which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the business or property so purchased or acquired.

(U) To do all or any of the above things in any part of the world either alone or in conjunction with others and either as principals, agents, contractors, trustees or otherwise and either by or through agents, sub-contractors, trustees or otherwise.

(V) 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 declared that in the construction of this clause each sub-clause shall be construed independent 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 £100 divided into 100 shares of £1 each.
6. The shares in the original or any increased capital of the Company may be issued with such preferred, deferred or other special rights or such restrictions, whether in regard to dividend, voting return of capital or otherwise as the Company may from time to time determine, Subject to the provisions of Section 72 of the Companies Act, 1948, the rights and privileges attached to any of the shares of the Company may be modified, varied, abrogated or dealt with in accordance with the provisions for the time being of the Company's Articles of Association.

WE, the several persons whose names and addresses 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. (in words).
S. FELDMAN, <i>S. Feldman</i> 13, Clifton Gardens, London, N.15. Company Director.	<i>one</i> One
H. F. FELDMAN, <i>H. F. Feldman</i> 13, Clifton Gardens, London, N.15. Secretary.	<i>One</i> One

DATED the 9th day of September 1970

WITNESS to the above Signatures:—

M. Gerber
M. GERBER,
67, Loadale Road,
London, N.16.
Accountant.

THE COMPANIES ACTS, 1948-1967

COMPANY LIMITED BY SHARES

Articles of Association

OF

SIBORI LIMITED

PRELIMINARY

1. Subject as hereinafter provided the Regulations set out in Part II of Table "A" in the First Schedule to the Companies Act, 1948 (as amended) (including the Regulations referred to in Clause 1 thereof) shall apply to this Company.
2. The following clauses of Part I of the said Table "A" shall not apply to this Company videlicet:— 24, 53, 58, 60, 75, 79, 84(2), 84(4), 89, 90, 91, 92 and 93.

PRIVATE COMPANY

3. The Company is a Private Company within the meaning of the Act.

SHARES

4. The Directors may allot or otherwise dispose of the shares of the Company to such persons and for such consideration, and upon such terms and conditions as they may determine, but so that, except as provided by the Statutes, no shares shall be issued at a discount.

LIEN

5. The lien conferred by Clause 11 of Part I of Table "A" shall attach to all shares, whether fully paid or not and to all shares registered in the name of any person indebted or under liability to the Company whether he be the sole holder thereof or one of two or more joint holders.

TRANSFER OF SHARES

6. Clause 3 of Part II of Table "A" shall not apply to any transfer to a person who is already a member of the Company.

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7. A Member desiring to transfer shares otherwise than to a person who is already a member of the Company shall give notice in writing of such intention to the Directors of the Company giving particulars of the shares in question. The Directors as agents for the member giving such notice may dispose of such shares or any of them to members of the Company at a price to be agreed between the transferor and the Directors, or failing agreement, at a price fixed by the Auditors of the Company as the fair value thereof. If within twenty-eight days from the date of the said notice the Directors are unable to find a member or members willing to purchase all such shares, the transferor may, subject to Clause 3 of Part II of Table "A", dispose of so many of such shares as shall remain undisposed of in any manner he may think fit within three months from the date of the said notice.

PROCEEDINGS AT GENERAL MEETINGS

8. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by the Chairman or by any member present in person or by proxy. Unless a poll be so demanded a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the book containing the minutes of the proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. The demand for a poll may be withdrawn.

DIRECTORS

9. The number of Directors shall not be less than one nor more than five. The first Directors shall be determined by the Subscribers of the Memorandum of Association.
10. A person may be appointed a Director notwithstanding that he shall have attained the age of seventy years and no Director shall be liable to vacate office by reason of his attaining that or any other age.
11. Subject to the provisions of Section 199 of the Act, a Director may contract with and participate in the profits of any contract or arrangement with the Company as if he were not a Director. A Director shall also be capable of voting in respect of such contract or arrangement, where he has previously disclosed his interest to the Company, or in respect of his appointment to any office or place of profit under the Company or of the arrangement of the terms thereof and may be counted in the quorum at any meeting at which any such matter is considered.

BORROWING POWERS OF DIRECTORS

12. The Directors may exercise all the powers of the Company to borrow money, whether in excess of the nominal amount of the share capital of the Company for the time being issued or

not, and to mortgage or charge 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.

ALTERNATE DIRECTOR



13. Any Director being or being about to go abroad may by notice in writing to the Company appoint some other person to be his alternate or substitute Director during his absence, such alternate Director having in all respects the same rights and powers as the Appointor. Any person who has been so appointed may be, in like manner, removed by the person who appointed him.

INDEMNITY

14. Subject to Section 205 of the Act and in addition to such indemnity as is contained in Clause 136 of Part I of Table "A", every Director, officer, or official of the Company, shall be indemnified out of the funds of the Company against all costs, charges, losses, expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

SECRETARY

15. The first Secretary of the Company shall be Sidney Feldman.

Names, Addresses and Descriptions of Subscribers	
	S. FELDMAN, 13, Clifton Gardens, London, N.15. Company Director.
	H. F. FELDMAN, 13, Clifton Gardens, London, N.15. Secretary.

DATED the 9th day of September, 1970

WITNESS to the above Signatures: 

M. GERBLER,
67, Leadale Road,
London, N.16.
Accountant.



CERTIFICATE OF INCORPORATION

No. 089410

I hereby certify that

SIDORT LIMITED

is this day incorporated under the Companies Acts 1948 to 1967 and that the Company is Limited.

Given under my hand at London the **15th SEPTEMBER, 1970.**


(F. L. KNIGHT)
Assistant Registrar of Companies

THE COMPANIES ACTS 1948-1967

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

-of-

SIBORI LIMITED

Passed the 20th day of October, 1970

At an EXTRAORDINARY GENERAL MEETING of the Members of the above-
i Company convened and held on the 20th day of October, 1970, the following
AL RESOLUTION WAS DULY PASSED :-

That the Memorandum of Association be amended in
manner following, viz :-

That Clause 3(A) be deleted, and the following Clause 3(A)
be substituted therefor :-

(A)(i) To carry on business as produce and provision merchants,
factors, brokers and agents, and as importers, exporters,
merchants and purveyors of, and in, furs, skins, hair, grains,
plants, provisions, feedstuffs, and goods, produce and material
of all descriptions whether manufactured or not.

(ii) To carry on business as plantation owners, ship owners,
charterers of ships, cold storage proprietors, warehousemen,
wharfingers, ship and insurance brokers, carriers, forwarding
agents, lightermen, barge owners, ranch owners, farmers, stock
owners and breeders, graziers, slaughterers, wool and hide
producers and washers, tallow melters, soapers, joiners,
carpenters, metal and alloy makers, refiners and workers,
mechanical and electrical engineers, hardware dealers, and
general storekeepers.

(iii) To carry on business as land and mine owners, miners,
metallurgists, builders and civil engineers, manufacturers,
coach proprietors, traders, ship owners, importers and exporters,
and to buy, sell and deal in property of all kinds.

..... *A.C. Chanthu*
CHAIRMAN

SE

*William Secretariat
55 Stoke Newington
London N16*

Memorandum of Association

THE COMPANIES ACTS 1948-67

COMPANY LIMITED BY SHARES.

Memorandum of Association

OF

STFORI LIMITED

(As amended by Special Resolution Passed the 20th day of October, 1970)

1. The name of the Company is " STFORI LIMITED".
2. The registered office of the Company will be situate in England.
3. The objects for which the Company is established are:—
 - (A) (i) To carry on business as produce and provision merchants, factors, brokers and agents, and as importers, exporters, merchants and purveyors of, and in, furs, skins, hair, grains, plants, provisions, foodstuffs, and goods, produce and material of all descriptions whether manufactured or not.
 - (ii) To carry on business as plantation owners, ship owners, charterers of ships, cold storage proprietors, warehousemen, wharfingers, ship and insurance brokers, carriers, forwarding agents, lightermen, barge owners, ranch owners, farmers, stock owners and breeders, graziers, slaughterers, wool and hide producers and washers, tallow melters, coopers, joiners, carpenters, metal and alloy makers, refiners and workers, mechanical and electrical engineers, hardware dealers, and general storekeepers.
 - (iii) To carry on business as land and mine owners, miners, metallurgists, builders and contractors, engineers, manufacturers, coach proprietors, traders, ship owners, importers and exporters, and to buy, sell and deal in property of all kinds.

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(B) To carry on any other business which in the opinion of the Directors of the Company may seem capable of being conveniently carried on in connection with or as ancillary to any of the above businesses or to be calculated directly or indirectly to enhance the value of or render profitable any of the property of the Company or to further any of its objects.

(C) To build, construct, maintain, alter, enlarge, pull down, remove or replace any buildings, works, plant, and machinery necessary or convenient for the business of the Company or to join with any person, firm or company in doing any of the things aforesaid.

(D) To purchase, take on lease, exchange, hire or otherwise acquire for any estate or interest any real or personal property and any rights or privileges which the Company may think necessary or convenient for the purposes of its business.

(E) To borrow or raise money upon such terms and on such security as may be considered expedient and in particular by the issue or deposit of debentures or debenture stock (whether perpetual or not) 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 undertaking property and assets of the Company, both present and future, including its uncalled capital.

(F) To apply for, purchase or otherwise acquire any patents, licences and the like, conferring an exclusive or non-exclusive or limited right of user or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company, and to use, exercise, develop, grant licences in respect of, or otherwise turn to account any rights and information so acquired.

(G) To purchase, subscribe for or otherwise acquire and hold and deal with any shares, stocks or securities of any other company or corporation having objects wholly or in part similar to the objects of the Company or carrying on any business capable of being conducted so as directly or indirectly to benefit the Company.

(H) To issue, place, underwrite, or guarantee the subscription of, or concur or assist in the issuing or placing, underwriting, or guaranteeing the subscription of shares, debentures, debenture stock, bonds, stocks and securities of any company, whether limited or unlimited or incorporated by Act of Parliament or otherwise, at such times and upon such terms and conditions as to remuneration and otherwise as may be agreed upon.

(I) To invest and deal with the moneys of the Company not immediately required for the purposes of its business in

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or upon such investments and securities and in such manner as may from time to time be considered expedient and to dispose of or vary any such investments or securities.

(J) To lend money or give credit to such persons firms or companies and on such terms as may be considered expedient and to receive money on deposit or loan from and give guarantees or become security for any persons, firms and companies.

(K) To enter into any arrangement with any Government or other authority, supreme, municipal, local or otherwise, and to obtain from any such Government or authority all rights, concessions, and privileges which may seem conducive to the Company's objects or any of them, or to obtain or to apply to obtain, any provisional order of the Board of Directors or any Act or Acts of Parliament for the purposes of the Company or any other Company.

(L) To enter into partnership or into any arrangement for sharing profits or to amalgamate with any person firm or company carrying on or proposing to carry on any business which the Company is authorised to carry on or any business or transaction capable of being conducted so as directly or indirectly to benefit the Company.

(M) To establish or support or aid in the establishment and support of associations, institutions, clubs, funds, trusts and schemes calculated to benefit the officers, ex-officers, employees or ex-employees of the Company or of any subsidiary, allied or associated company or the families, dependents or connections of such persons, and to grant pensions, gratuities and allowances and to make payments towards insurance, and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or for any public, general or useful objects.

(N) To sell, exchange, lease, dispose of, turn to account or otherwise deal with the whole or any part of the undertaking of the Company for such consideration as may be considered expedient and in particular for shares, stock or securities of any other company formed or to be formed.

(O) To promote, finance or assist any other company for the purpose of acquiring all or any part 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.

(P) To pay all or any of the preliminary expenses of the Company and of any company formed or promoted by the Company.

(Q) To remunerate any person firm or company rendering services to the Company in such manner as may be thought expedient.

X
(R) To draw, accept, endorse, negotiate, execute and issue promissory notes, bills of exchange, scrip, warrants and other transferable or negotiable instruments.

(S) To distribute among the Members in specie any property of the Company, or any proceeds of sale or disposition of any property of the Company, and for such purpose to distinguish and separate capital from profits, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

(T) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business, which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the business or property so purchased or acquired.

(U) To do all or any of the above things in any part of the world either alone or in conjunction with others and either as principals, agents, contractors, trustees or otherwise and either by or through agents, sub-contractors, trustees or otherwise.

(V) 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 declared that in the construction of this clause each sub-clause shall be construed independent 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 £100 divided into 100 shares of £1 each. ✓
6. The shares in the original or any increased capital of the Company may be issued with such preferred, deferred or other special rights or such restrictions, whether in regard to dividend, voting return of capital or otherwise as the Company may from time to time determine, Subject to the provisions of Section 72 of the Companies Act, 1948, the rights and privileges attached to any of the shares of the Company may be modified, varied, abrogated or dealt with in accordance with the provisions for the time being of the Company's Articles of Association.

Certified to be a true copy of the Memorandum of Association as amended by Special Resolution Passed on 20th day of October, 1970.

THE COMPANIES ACTS, 1948-1967,
COMPANY LIMITED BY SHARES

010:00

SPECIAL RESOLUTION

-of-

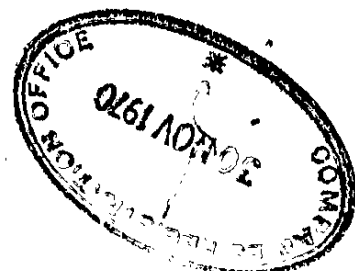
SITORI LIMITED

Passed the 18th day of November, 1970

At an EXTRAORDINARY GENERAL MEETING of the Members of the
above named Company convened and held on the 18th November, 1970
the following SPECIAL RESOLUTION WAS DULY PASSED:-

"That with the consent of the Board
of Trade the name of the Company be
changed to BURNHAM-GORE HOLDINGS LIMITED".

JAC Runkle
.....Chairman.





**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 289418

I hereby certify that

BIBORI LIMITED

having by special resolution and with the approval of the Secretary of State changed its name, is now incorporated under the name of

BURNHAM-CORE HOLDINGS LIMITED

Given under my hand at London the **7TH DECEMBER, 1970.**


Assistant Registrar of Companies

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THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

11. 010.00

Special Resolution

OF

Burnham-Gore Holdings Limited. ✓

(Passed the Fifteenth day of March 1971.)

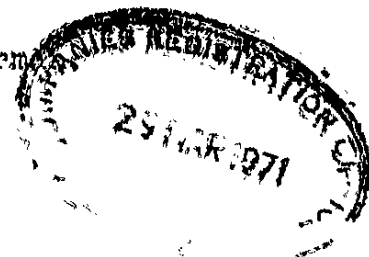
AT AN EXTRAORDINARY GENERAL MEETING of the Company duly convened and held at 28 Monument Street, London, E.C.3. on the 15th day of March 1971 the following resolution was duly passed as a Special Resolution of the Company:

"THAT the name of the Company be changed to FLEET INTERNATIONAL (MARINE) LIMITED".

J.F. Chantler

J.F. Chantler,

Chairman





**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 989411.

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I hereby certify that

BURNHAM-CORE HOLDINGS LIMITED

having by special resolution and with the approval of the Secretary of State changed its name, is now incorporated under the name of

FLEET INTERNATIONAL (MARINE) LIMITED

Given under my hand at London the **1st APRIL, 1971.**


Assistant Registrar of Companies

WELLS INTERNATIONAL CAPITAL LIMITED

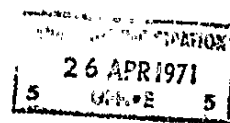
ORDINARY RESOLUTION

Extract of Minutes of General Meeting held on 20th April 1971

It was resolved that the Nominal Share Capital of the Company be increased from £100 to £5,000, made up of 51 Ordinary Shares each to rank pari passu with the existing Ordinary Shares.

J. F. Chantler

CHAIRMAN



CNF # 3-00

THE COMPANIES ACT, 1948.

Pursuant to Section 63.

$$\mathbb{R}^n$$

1981-82 2014-15

.....Horrall, Vine & Co.

.....23 Wick Street.....

.....Benjamin, Bucks.....

Telephone: ELMbridge 3382/3

REY 20 JUL 1971

TO THE REGISTRAR OF COMPANIES.

..... LIMITED,
hereby gives you notice pursuant to Sect. 63 of the Companies Act, 1948, that by
(*) Resolution of the Company dated
the day of 19 71, the nominal
Capital of the Company has been increased by the addition thereto of the sum of
£..... beyond the registered Capital of £.100.....

The additional capital is divided as follows:—

<u>Number of Shares.</u>	<u>Class of Share.</u>	<u>Nominal Amount of each Share.</u>
1,000	ORDINARY	1/1

The conditions (e.g. voting rights, dividend rights, winding-up rights, etc.) subject to which
the new Shares have been or are to be issued are as follows:—

(If any of the new Shares are Preference Shares state whether they are redeemable or not.)

Each share to rank pari passu with the existing Ordinary Shares.

(Signature)

(State whether Director,
or Secretary)

DIRECTOR

Dated the day of APRIL 19 71

(*) "Ordinary," "Extraordinary" or "Special."

Margin reserved for Binding.

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COMPAN

Three examples of the reverse side of the £1.50 note, showing the Queen Elizabeth II portrait and the 'AK' watermark.

This statement is to be filed within 15 days after the passing of the Resolution by which the Capital is increased, and if not so filed Interest on the Duty at the rate of 5 per cent. per annum from the date of the Resolution is also payable (S. 5, Revenue Act, 1903).

The NOMINAL CAPITAL of the above-mentioned Company has, by a Resolution of the Company

dated 20th April 1971 been increased by the addition thereto of the sum

of £ 1,000 beyond the Registered Capital of £ 100.

J. C. Hamilton

21st April 1971

Description.....DIRECTOR

NOTE—Attention is drawn to Section 63 of the Companies Act, 1948, relative to the filing of a Notice of Increase and a printed copy of the Resolution authorising the Increase.

Presented for registration by

Wm. L. & J. C. Co.

4. The other two persons are:

NUMBER OF COMPANY:- 989418

42

THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

(Pursuant to S.141(2) of the Companies Act 1948)

OF

FLEET INTERNATIONAL (MARINE) LIMITED

Passed on the 15th September, 1976

At an Extraordinary General Meeting of the above-named Company duly convened and held at Fleet House, Dock Street, London, E.1. on the 15th September, 1976 the subjoined SPECIAL RESOLUTIONS were duly passed, viz:-

RESOLUTIONS

1. That the Authorised Share Capital of the Company be increased to £25,000 by the creation of 20,000 additional Ordinary Shares of £1 each and there shall be attached to the said additional Ordinary Shares the same rights, privileges and conditions as are attached to the existing Ordinary Shares of the Company.
2. That the Articles of Association of the Company be amended by deleting the existing Article 5 and by substituting the following therefor:- "The share capital of the Company at the 15th September, 1976 is £25,000 divided into 25,000 Ordinary Shares of £1 each."

.....
CHAIRMAN

NUMBER OF COMPANY:- 989418

49

THE COMPANIES ACTS 1948 to 1976

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

(Pursuant to S.141(2) of the Companies Act 1948)

of

FLEET INTERNATIONAL (MARINE) LIMITED

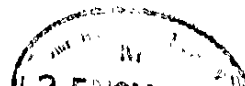
Passed on the 10th November, 1977

At an Extraordinary General Meeting of the above-named Company duly convened and held at Unit 1, Motherwell Way, West Thurrock Essex on the 10th November, 1977 the subjoined SPECIAL RESOLUTIONS were duly passed, viz:-

RESOLUTIONS

1. That the Authorised Share Capital of the Company be increased to £35,000 by the creation of 10,000 additional Ordinary Shares of £1 each and there shall be attached to the said additional Ordinary Shares the same rights, privileges and conditions as are attached to the existing Ordinary Shares of the Company.
2. That the Articles of Association of the Company be amended by deleting the existing Article 5 and by substituting the following therefor:- "The Share Capital of the Company at the 10th November, 1977 is £35,000 divided into 35,000 Ordinary Shares of £1 each."

.....
CHAIRMAN



Number of } 989418 / 50
Company }

THE COMPANIES ACTS 1948 to 1967

NOTICE OF INCREASE IN NOMINAL CAPITAL

Pursuant to section 63 of the Companies Act 1948.

(A separate STATEMENT OF INCREASE may not be required with this form; please see overleaf)

To the REGISTRAR OF COMPANIES

FLEET INTERNATIONAL (MARINE)

Insert name
of Company

* "Ordinary" or
"Extraordinary"
or "Special".

Limited, hereby gives you notice, pursuant to Section 63 of the Companies Act 1948, that by a *.....Special..... Resolution of the Company dated the 10th day of November 1977 the nominal capital of the Company has been increased by the addition thereto of the sum of £ 10,000 beyond the registered capital of £25,000.

The additional capital is divided as follows:—

Number of Shares

Class of Share

Nominal amount

10,000

Ordinary

of each share
£1

The conditions (e.g., voting rights, dividend rights, winding-up rights, etc.) subject to which the new shares have been, or are to be, issued are as follows:—

* * If any of the new shares are Preference Shares state whether they are redeemable or not. If the space below is insufficient the conditions should be set out separately by way of annexure.

That there shall be attached to the said additional Ordinary Shares the same rights, privileges and conditions as are attached to the existing Ordinary Shares of the Company.

Signature.....

State whether Director
or Secretary

DIRECTOR

Dated the 10th day of November, 1977

Presented by

Presentor's Reference.....

Jacobs. Sassoon.....

Notice of new accounting reference date given during the course of an accounting reference period

225(1)

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

Please complete legibly, preferably in black type, or bold block lettering

--	--	--	--	--	--

989418

Name of company

* insert full name of company

* FLEET INTERNATIONAL (MARINE) LIMITED

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is as shown below:

Day Month

3	0	0	6
---	---	---	---

Note
Please read notes 1 to 4 overleaf before completing this form

† delete as appropriate

The current accounting reference period of the company is to be treated as ~~shortened~~ [extended]† and ~~is to be treated as having come to an end~~ [will come to an end]† on

Day Month Year

3	0	0	6	1	9	8	8
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If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 225(6)(c) of the Companies Act 1985, the following statement should be completed:

The company is a [subsidiary][holding company]† of _____

_____, company number _____

the accounting reference date of which is _____

Signed

[Director][Secretary]† Date 11.2.88

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

JACOBS.SASSOON,
5 WIGMORE STREET,
CAVENDISH SQUARE,
LONDON W1H 9LA

For official Use
General Section

Post room

