

THE COMPANIES ACTS 1948 TO 1980

Declaration of compliance with the requirements on application for registration of a company

Pursuant to section 3(5) of the Companies Act 1980

41a

Please do not
write in this
binding marginPlease complete
legibly, preferably
in black type, or
bold block
lettering*Insert full
name of company

For official use

Company number

--	--	--	--

1654545

Name of company

"THE WARREN" HANDCROSS RESIDENTS' ASSOCIATION LIMITED

I, GEOFFREY ALLEN PEARCE
of 15 CARFAX, HORSHAM, WEST SUSSEXdo solemnly and sincerely declare that I am a Solicitor of the Supreme Court
engaged in the formation of "The Warren" Handcross Residents' Association Limited
of Messrs. Rawlison & Butler of 15 Carfax, Horsham, West Sussexand that all the requirements of the Companies Acts 1948 to 1980
in respect of the registration of the said company and of matters
precedent 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 1835Declared at 14 Carfax, Horsham, West Sussexthe Twenty-eighth day of AprilOne thousand nine hundred and eighty twobefore me M. Blakeney
A Commissioner for Oaths or Notary Public or Justice of the Peace
or Solicitor having the powers conferred on a Commissioner for Oaths

Signature of Declarant

Presentor's name, address and
reference (if any):For official use
New companies section

Post room

†Please indicate
whether you are
a Solicitor of
the Supreme
Court (or in
Scotland 'a
Solicitor')
engaged in the
formation of the
company, or
a person named
as director or
secretary of the
company in the
statement
delivered under
section 21 of the
Companies Act
1976

*Heathrow
new*

172350/8



THE COMPANIES ACTS 1948 to 1980

1654545

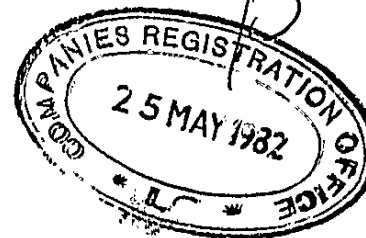
£50

COMPANY LIMITED BY SHARES

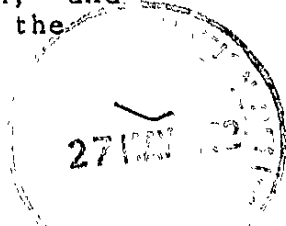
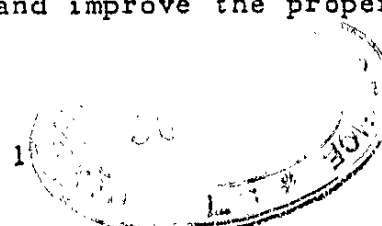
MEMORANDUM OF ASSOCIATION

OF

"THE WARREN", HANDCROSS
RESIDENTS' ASSOCIATION LIMITED



1. The name of the Company is "The Warren" Handcross 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 acquire the Freehold reversion of the block of flats and premises known as "The Warren", Handcross, West Sussex subject to the several Leases thereof and to carry out all the covenants and obligations of the Lessor under such Leases.
 - (B) To act as an association of and for the owners of the Leases aforesaid and to manage and administer "The Warren" and in particular to provide such services for the residents thereof and to carry out such reconstruction, renewal, repairs, maintenance or renovations thereto as may be necessary or desirable.
 - (C) To purchase, take on lease or in exchange or otherwise acquire, any lands and other property (including buildings) of any tenure and any estate or interest therein, and any rights connected therewith, and to create, sell and deal in freehold and leasehold ground rents.
 - (D) To develop and turn to account any land acquired by the Company and, in particular, 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.



(E) To carry on the business of property owners, house and estate agents, land agents, surveyors, auctioneers, valuers, brokers, insurance agents, mortgage brokers, bailiffs, builders, building contractors.

(F) To purchase or sell, take or let on lease, take or give in exchange or on hire, 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 rights, 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.

(G) To carry on the business of an investment trust property company in all its branches.

(H) 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.

(I) 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 (both present and future) including the uncalled capital of the Company.

(J) 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.

(K) To accept, draw, make, execute, discount, endorse and issue, bills of exchange, promissory notes or other negotiable or transferable instruments.

(L) 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.

(M) 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.

(N) To grant bonuses, gratuities, pensions or charitable aid to persons employed by the Company.

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

4. The liability of the members is limited.

5. The share capital of the Company is £3300 divided into 3300 Ordinary Shares of £1 each.

Mr.
W.
C.
D.W.

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
<p> <i>John</i> <i>Anderson</i> <i>Quantity</i> <i>Flat 1, The Warren, Handcross</i> <i>Surveyor</i> <i>16 North-Bellway</i> <i>Flat 3, The Warren, Handcross</i> <i>Sussex.</i> <i>Colonial Service (Retired)</i> <i>W. H. MacKenzie</i> <i>6, The Warren Handcross</i> <i>Sussex</i> <i>Spinner.</i> <i>D. J. Wood 5 The Warren Handcross</i> <i>Hebert Visitor</i> <i>Sussex</i> </p>	<p> 300 300 300 300 </p>

DATED this *14th* day of *April* 1982.

WITNESS to the above Signatures:-

GP

G. A. PEARCE
10 CATHAX
HORSHAM
WEST SUSSEX
RH12 1ER
SOLICITOR.

THE COMPANIES ACTS 1948 to 1980

COMPANY LIMITED BY SHARES

1654545/4

ARTICLES OF ASSOCIATION

OF

"THE WARREN", HANDCROSS
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 and 75 shall not apply to the Company.

SHARE CAPITAL AND SHARES

2. The original share capital of the Company is £3300 divided into 3300 Ordinary Shares of £1 each.

LIEN

3. The lien conferred by Clause 11 of 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

4. (a) No shares in the Company shall be transferred unless the proposed transferee thereof has acquired the interest of the transferor in a lease of 99 years from the 25th day of March 1959 of a flat in the building known as "The Warren" Handcross in the County of West Sussex.
- (b) No owner of any such flat shall at any time hold more than 181 shares in the Company unless so authorised by the Company in General Meeting.
5. Whenever any share or shares are registered in the name

of a person who is not the Lessee under a lease referred to in Article 4(a) the Directors may give notice in writing to such holder requiring him to transfer such share or 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 share or shares, to any one or more persons (being a lessee or lessees of any such lease or leases referred to in Article 4(a) hereof) found by the Directors to be willing to purchase the same at the price certified by the Auditor for the time being of the Company as being in his opinion the fair value of the share or shares and the holder shall thereupon sell and transfer such share or shares at such price. In so certifying the Auditor shall be considered to be acting as an expert and not as an arbitrator, 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 share or shares to the purchaser or purchasers who shall then be entered on the register as holder or holders of the share or shares, and his, her or their title to the share or shares shall not be impeachable. The Company may receive the purchase money on the selling holder's behalf and give a good receipt therefor.

6. If any shareholder dies or becomes bankrupt, and the shares of such shareholder as 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 4(a) 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 5 hereof.

NOTICE OF GENERAL MEETINGS

7. Every notice convening a General Meeting shall comply with the provisions of Section 136(2) of the Companies Act, 1948 relating to the information to be given to members in respect of 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.

PROCEEDINGS AT GENERAL MEETINGS

8. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. Save as herein otherwise provided six members present in person or by proxy shall be a quorum.

DIRECTORS

9. Unless and until otherwise determined by the Company in General Meeting, the number of Directors shall not be less than two nor more than eleven.

BORROWING POWERS

10. The proviso to clause 79 of Table A shall be read and construed as if the figure "3300" were substituted for the words "the nominal amount of the share capital of the Company for the time being issued".

11. Without prejudice to the provisions of clause 84(1) in Part I of Table A, 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(2) in Part I of Table A shall be modified accordingly.

12. Any Director may lend money to the Company for the proper purpose of the Company's business, provided always that the rate of interest payable on such money lent shall in no case exceed £4 per cent, in excess of the Bank Rate for the time being in force of LLOYDS Bank Limited.

DISQUALIFICATION OF DIRECTORS

13. 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 4(a).

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

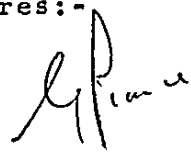
J.P. : Daniel Hurley
 Address : Flat 1 The Warren HANDCROSS
 Description : Quantity Surveyor
 Mr. H.M. Allwood
 Flat 3. The Warren Handcross
 Colonial Service (Retired) Sussex.
 Mr. L. Mackenzie
 6. The Warren. Handcross Sussex.
 Spintier.
 D. J. Wood 5 The Warren Handcross Sussex.
 Health Visitor.

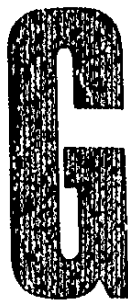
DATED the 14th day of

April

1982.

WITNESS to the above Signatures:-


 Q.A. PEARCE
 11 COTTAGE
 HORTONVALE
 WEST SUSSEX
 RH12 1ER
 SOLICITOR.



THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and
secretary and intended situation
of registered office

Pursuant to sections 21 and 23(2) of the Companies Act 1976

1

Please do not
write in this
binding marginPlease complete
legibly, preferably
in black type, or
bold block lettering

Company number

1654545/5

Name of Company

"THE WARREN" HANDCROSS RESIDENTS' ASSOCIATION

Limited

* delete if
inappropriateThe intended situation of the registered office of the company
on incorporation is as stated below

FLAT 1

THE WARREN

HANDCROSS

WEST SUSSEX

If the memorandum is delivered by an agent for the subscribers of
the memorandum please mark 'X' in the box opposite and insert the
agent's name and address below

X

G.A. Pearce Esq., Messrs. Rawlison & Butler

15 Carfax, Horsham

West Sussex, RH12 1DY

If the spaces provided on page 2 are insufficient and use has been made
of continuation sheets (see note 1), please enter in the box opposite
the number of continuation sheets which form part of this statement

1

Presentor's name, address and
reference (if any):G.A. Pearce Esq.
Messrs. Rawlison & Butler
15 Carfax
Horsham, West SussexFor official use
General Section

Post room

Handwritten: 1654545/5

The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company are as follows:

Please do not write in this binding margin

Important
The particulars to be given are those referred to in section 21(2)(a) of the Companies Act 197C and section 200(2) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

Name (note 2)	Business occupation
DAVID DANIEL HURLEY	QUANTITY SURVEYOR
Former name(s) (note 3)	Nationality
	BRITISH
Address (note 4)	Date of birth (where applicable) (note 6)
Flat 1, The Warren	
Handcross, West Sussex	
Particulars of other directorships (note 5)	
Kings River (Flat) Ltd.	
I hereby consent to act as director of the company named on page 1	
Signature X <i>[Signature]</i>	Date 28/4/1982

Name (note 2)	Business occupation
MICHAEL MESSER BENNETTS	(RETIRED) COLONIAL SERVICE
Former name(s) (note 3)	Nationality
	BRITISH
Address (note 4)	Date of birth (where applicable) (note 6)
Flat 3, The Warren	
Handcross, West Sussex	
Particulars of other directorships (note 5)	
None	
I hereby consent to act as director of the company named on page 1	
Signature X <i>[Signature]</i>	Date 28/4/1982

Name (note 2)	Business occupation
MARY LESLEY MACKENZIE	SPINSTER
Former name(s) (note 3)	Nationality
	BRITISH
Address (note 4)	Date of birth (where applicable) (note 6)
Flat 6, The Warren,	
Handcross, West Sussex	
Particulars of other directorships (note 5)	
None	
I hereby consent to act as director of the company named on page 1	
Signature X <i>[Signature]</i>	Date 28/4/1982

Please do not
write in this
binding margin

The name(s) and particulars of the person who is, or the persons who are,
to be the first secretary, or joint secretaries, of the company are as follows:

Important

The particulars
to be given are
those referred to
in section
21(2)(b) of the
Companies Act
1976 and section
200(3) of the
Companies Act
1948. Please
read the notes
on page 4 before
completing this
part of the form.

Name (notes 2 & 7)	
Daniel David Hurley	
Former name(s) (note 3)	
Address (notes 4 & 7)	
Flat 1, The Warren	
Handcross, West Sussex	
I hereby consent to act as secretary of the company named on page 1	
Signature	Date

Name (notes 2 & 7)	
MICHAEL MESSER-BENNETTS	
Former name(s) (note 3)	
Address (notes 4 & 7)	
FLAT 3, THE WARREN	
HANDCROSS, WEST SUSSEX.	
I hereby consent to act as secretary of the company named on page 1	
Signature	Date

* as required by
section 21(3) of
the Companies
Act 1976

Signed by or on behalf of the subscribers of the memorandum*

† delete as
appropriate

Signature O. Wylford-Cliff [Subscriber] [Agent]† Date 28/4/82

Signature	Oyez Services Limited	[Subscriber] [Agent]† Date <u>28/4/82</u>
	Company Liaison	
	70/71, 72/73 Road	
	London, E11 2DQ	

Tel. 233-0444

THE COMPANIES ACTS 1948 to 1976

STATEMENT OF FIRST DIRECTORS AND SECRETARY
AND INTENDED SITUATION OF REGISTERED OFFICE
(CONTINUATION SHEET)

FORM NO. 1

NAME

DOROTHY JOAN WOOD

BUSINESS OCCUPATION

HEALTH VISITOR

ADDRESS

Flat 5, The Warren
Handcross, West Sussex

NATIONALITY

BRITISH

Particulars of other directorships
NONE.

Dorothy J. Wood,

X

28/4/1982

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No.

1654545

I hereby certify that

"THE WARREN" HANDCROSS RESIDENTS' ASSOCIATION
LIMITED

is this day incorporated under the Companies Acts 1948 to 1981 as
a private company and that the Company is limited.

Given under my hand at Cardiff the

28TH JULY 1982

A handwritten signature in dark ink, appearing to read 'E. Wilson'.

Assistant Registrar of Companies

THE COMPANIES ACTS 1948 TO 1981

A

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

Pursuant to section 3(1) of the Companies Act 1976

3

Please do not
write in this
binding marginPlease complete
logically, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company number

8

1654545

Name of company

'THE WARREN' HANDCROSS RESIDENTS ASSOCIATION

Limited*

*delete if
inappropriate**Note**Please read
notes 1 to 5
overleaf before
completing this
form

hereby gives you notice in accordance with section 3(1) of the Companies Act 1976 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 1 1 2

†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
31 12 1984

Day Month Year

3 1 1 2 1 9 8 4

See note 4(c) and
complete if
appropriate

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 3(6)(c) of the Companies Act 1976, the following statement should be completed:

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

_____, company number _____

the accounting reference date of which is _____

Signed

M. Messer-Bennetts

[Director] [Secretary]† Date

12 October 1984.

Presenter's name, address and
reference (if any):

M MESSER-BENNETTS.
3 THE WARREN.
HANDCROSS
SUSSEX
RH17 6DY.

For official use
General section

Post room





Department of Trade and Industry
COMPANIES REGISTRATION OFFICE
Companies House Crown Way
CARDIFF CF4 3UZ

Tel: Cardiff (0222) 380038

"THE WARREN" HANDCROSS
RESIDENTS' ASSOCIATION LIMITED
FLAT 1
THE WARREN
HANDCROSS
WEST SUSSEX RH17 6DX

Please address any reply to the Registrar

quoting reference DEF6 1654545

Gazette Date ⁸ MARCH 1988

COMPANIES ACT 1985

"THE WARREN" HANDCROSS
RESIDENTS' ASSOCIATION LIMITED

In pursuance of section 652 of the Companies Act 1985 the Registrar of Companies gives NOTICE that at the expiration of three months from the date of this Notice the name of your company will, unless cause is shown to the contrary, be struck off the register and the company will be dissolved.

P F McKeever

P F McKEEVER
for Registrar

1049

FILE COPY

HD602

DISSOLVED

1654545 "THE WARREN" HANDCROSS RESIDENTS' ASSOCIATION
LIMITED

This Company was struck off the Register under Section
652(5) of the Companies Act 1985 on 19 JULY 1988
and dissolved by notice in the London Gazette dated 9 AUGUST 1988

P F McKeever

(P F McKEEVER)

for Registrar

DEF 1 SENT	27/03/87
DEF 2 SENT	13/11/87
DEF 3 SENT	18/12/87
FIRST GAZ	08/03/88

1548

HC001

COMPANY RESTORED TO REGISTER

6 October 1988

Company number 1654545

DEPARTMENT OF TRADE AND INDUSTRY

Companies Registration Office
Companies House
Crown Way
Maindy
Cardiff

COMPANIES ACT 1985

Notice is hereby given that the name of THE WARREN HANDCROSS RESIDENTS ASSOCIATION LIMITED was inadvertently included in the list of companies struck off the register pursuant to section 652 by notice in the London Gazette of 9 AUGUST 1988 and that the Registrar has been advised that such notice was ineffective to dissolve the company.

S R Curtis
Registrar of Companies