No. 12

aration of compliance
ents on application
for registration of a company

12

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in
margin

Pursuant to section 12(3) of the Companies Act 1985

To the Registrar of Companies

For official use

For official use 2115336

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ibly, preferably
black type, or
d block lettering

Name of company

* THE LENTA ~~EDUCATIONAL~~ TRUST

insert full
name of Company

I, ALAN RICHARD TURNER

of 5 DOUGLAS ROAD
HARPENDEN HERTS

delete as
appropriate

do solemnly and sincerely declare that I am a ~~(Solicitor engaged in the formation of the company)~~†
[person named as ~~director or~~ secretary of the company in the statement delivered to the registrar
under section 10(2)]† and that all the requirements of the above Act in respect of the registration of the
above company and of matters precedent and incidental to it 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 BRITANNIC HOUSE
MOOR LANE
LONDON EC2

Declarant to sign below

the Ninth day of JANUARY
One thousand nine hundred and EIGHTY SEVEN
before me [illegible] a Commissioner for Oaths

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

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

A.R. Turner
Secretary
BRITANNIC HOUSE
MOOR LANE EC2.

For Official Use
New Companies Section

Post room

REGISTRATION
19 FEB 1987
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OFFICE

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COMPANIES FORM No. 30(5)(a)

Declaration on application for the registration of a company exempt from the requirement to use the word "limited" or its Welsh equivalent

30(5)(a)

Please do not write in this margin

Pursuant to section 30(5)(a) of the Companies Act 1985

For official use | Company number 2115336

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

Note
This declaration should accompany the application for the registration of the company

* insert full name of company

Name of company

* THE LENTA TRUST

I, ALAN RICHARD TURNER

of THE BRITISH PETROLEUM COMPANY p.l.c.

a [~~Solicitor engaged in the formation of the above-named company~~][person named as ~~director or~~ secretary of the above company in the statement delivered under section 10 of the above Act]† do solemnly and sincerely declare that the company complies with the requirements of section 30(3) of the above Act.

† delete as appropriate

And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835.

Declared at BRITANNIC HOUSE, MOOR LANE, LONDON EC2

the 13TH day of FEBRUARY

One thousand nine hundred and EIGHTY SEVEN

before me [illegible]

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

Declarant to sign below

Alan Turner

A COMMISSIONER FOR OATHS.

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

A.R. TURNER
SECRETARY'S DEPT
THE BRITISH PETROLEUM COMPANY p.l.c.
BRITANNIC HOUSE,
MOOR LANE, LONDON EC2.
Tel. 01-920 7580.

For official Use
New Companies Section

Postroom

THE COMPANIES ACT 1985

2115336

COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

of

THE LEntA ~~EDUCATIONAL~~ TRUST

1. The name of the company is "The LEntA ~~Educational~~ Trust".

2. The company's registered office is to be situated in England.

3. The company's objects are:-

(1)(a) To advance the education and training of young people and adults in Greater London in the awareness and development of commercial and business skills and methods and in related fields.

(b) To relieve poverty by making grants and giving other aid and assistance to needy persons in Greater London to enable them to set up and run businesses or assist them in doing so.

(c) To promote industry and commerce.

(2) For the furtherance of the objects set out in the immediately preceding sub-clause and as ancillary thereto, but without prejudice to the generality thereof to do (if thought fit) or procure the doing of all or any of the following further things:-

(a) To undertake and promote research into and the gathering of information and statistics about all matters relating to the said objects and to publish the useful results thereof;

(b) To co-operate with education authorities, school and college authorities, trade unions, employers associations and other persons and organisations in the furtherance of the said objects;

(c) To publish books, pamphlets, reports, leaflets, journals, films, tapes, broadcasts and other publications;

(d) To hold and promote the holding of courses, lectures, colloquia, seminars, programmes, conferences, workshops, meetings and other events;

(e) To found, maintain, aid and endow prizes, scholarships and bursaries or to provides finance for the remuneration, instruction and support of teachers, students or any other persons engaged in any investigation, study or research work or other relevant activities;

(f) To purchase, take on lease or in exchange hire or otherwise acquire any real and personal estate which may be necessary for any of the purposes of the company;

(g) To purchase or otherwise acquire or found and to carry on educational establishments and training centres;

(h) To receive donations, endowments, subscriptions and legacies from persons desiring to promote the objects aforesaid or any of them and to hold funds in trust for the same;

(i) Subject to such consents as may be required by law, to borrow or raise money for the purposes of the company on such terms and on such security as may be thought fit including making reasonable charges for any services provided hereunder (whether to beneficiaries or not);

(j) To establish and support or aid in the establishment and support or to amalgamate with other charitable associations or institutions and to subscribe lend or guarantee money for charitable purposes in any way connected with the purposes of the company or calculated to further its objects;

(k) To undertake and execute any charitable trusts which may lawfully be undertaken by the company and may be necessary to its objects;

(l) To invest the moneys of the company not immediately required for its own purposes in or upon such investments, securities, or property as may be thought fit in the absolute discretion of the trustees for the time being, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided;

(m) To engage or employ such personnel (whether as employees consultants advisers or however) as may be requisite to the promotion of the objects of the company and on such terms as the trustees may think fit;

(n) To provide or procure the provision of counselling and guidance in furtherance of the said objects or any of them;

(o) To receive loans at interest or otherwise from and to lend money and give credit to, to take security for such loans or credit and to guarantee and become a surety or give security for the performance of obligations by any person or company as may be necessary or convenient for the work of the company;

(p) To draw accept endorse issue or execute promissory notes, bills of exchange, bills of lading, warrants and other negotiable transferrable or mercantile instruments for the purpose of or in connection with the objects of the company;

(q) To establish promote or assist charitable companies with objects similar to those of the company for the acquisition of the property or liabilities of the company or to carry on any authorised activity of the company or for any other charitable purpose calculated to benefit the company in the furtherance of its objects;

(r) To amalgamate merge or join in with any charity having charitable objects wholly or in part similar to those of this company for the purposes of better effectuating the charitable purposes;

(s) To establish and support pension schemes for and to grant pensions to any employees and their dependants of the company calculated to benefit such employees and their dependants and further the interests of the company;

(t) To purchase acquire or undertake all or any of the property liabilities and engagements of charitable associations societies or bodies with which the company may co-operate or federate;

(u) To pay out of the funds of the company the costs of forming and registering the company;

(v) To do all such other lawful things as may be necessary for the attainment of the above objects or any of them ;

PROVIDED THAT:

(i) If the company shall take or hold any property which may be subject to any trusts, the company shall only deal with or invest the same in the manner allowed by law, having regard to such trusts;

(ii) The company objects shall not extend to the regulation of relations between workers and employers or organisations of workers and organisations of employers;

(iii) If the company shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the company shall not sell, mortgage, charge or lease the same without any authority, approval or consent as may be required by law, and as regards any such property the board of the company shall be chargeable for any such property that may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults, and for the due administration of such property in the same manner and to the same extent as such Board would have been if no incorporation had been effected and the incorporation of the company shall not diminish or impair any control or authority exercisable by the Chancery Division, or the Charity Commissioners over such Board but as regards any such property they shall be subject jointly and separately to such control or authority as if the company were not incorporated.

4. The income and property of the company from whatever source derived, shall be applied solely towards the promotion of its objects as set forth in this memorandum of association, and no portion thereof shall be paid or transferred directly or

indirectly by way of dividend, bonus, or otherwise howsoever, by way or profit to the members of the company (and no member of its board shall be appointed to any office of the company paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the company).

PROVIDED THAT nothing herein shall prevent any payment in good faith by the company :

(a) of reasonable and proper remuneration to any member, officer or servant of the company (not being a member of its board) for any services rendered to the company;

(b) of interest on money lent by any member of the company (or of its board) at a reasonable and proper rate;

(c) of any reasonable and proper rent for premises demised or let by any member of the company (or of its board);

(d) of fees, remuneration or other benefits in money or money's worth to a company of which a member of the Board may be a member holding not more than 1/100th part of the capital of the company and

(e) to any member of its board of reasonable and proper out-of-pocket expenses.

5. The liability of the members is limited.

6. Every member of the company undertakes to contribute such amount as may be required (not exceeding £1) to the company's assets if it should be wound up while he is a member or within one year after he ceases to be a member, for payment of the company's debts and liabilities contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves.

7. If upon the winding-up or dissolution of the company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the company , but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the company, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the company under or by virtue of clause 4 hereof, such institution or institutions to be determined by the members within three months of the members resolution passed initiating the winding-up failing which and if and so far as effect cannot be given to such provision, then to such other charitable object as the trustees shall resolve upon.

We, the subscribers to this memorandum of association, wish to be formed into a company in pursuance of this memorandum.

NAMES AND ADDRESSES OF SUBSCRIBERS

~~Guarantee~~ GUARANTEE

LEntA Limited,

4 Snow Hill,

London, EC1A 2DL £1

The Company seal was hereunto affixed in the presence of

Signed: Director

Secretary

Name JOHN SALUSSI

Address 12 HAMPSTEAD WAY
LONDON NW11 7LS

£1

DATED 21st Dec 1984

WITNESS to the above signatures:-

Signature

Name RICHARD PURKESS

Address GREEN STREET FARM, SWAINHAM LANE, CROWHURST,
ST. LEONARDS-ON-SEA, EAST SUSSEX TN33 9ED

EMP/CO/ST/SA/9/0
TN36

THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE AND
NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION OF

2115336

THE LEntA ~~EDUCATIONAL~~ TRUST

Interpretation

1. In these articles and the memorandum of association:-

"the company" means The LEntA Educational Trust.

"the trustees" shall be the equivalent of and shall fulfil the functions of the directors of the company, as defined in the Act.

"the Act" means the Companies Act 1985 including any statutory modification or re-enactment thereof for the time being in force.

"the articles" means the articles of the company.

"clear days" in relation to the period of a notice means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect.

"executed" includes any mode of execution.

"office" means the registered office of the company.

"the seal" means the common seal of the company.

"secretary" means the secretary of the company or any other person appointed to perform the duties of the secretary of the company, including a joint, assistant or deputy secretary.

"the United Kingdom" means Great Britain and Northern Ireland.

Unless the context otherwise requires, words or expressions contained in these regulations bear the same meaning as in the

Act but excluding any statutory modification thereof not in force when these regulations become binding on the company.

Members

2. The subscribers to the memorandum of association of the company and such other persons as are admitted to membership in accordance with the articles shall be members of the company. Subject to Article 4 every person who wishes to become a member shall deliver to the company an application for membership in such form as the trustees require executed by him.

3. The trustees may in their absolute discretion decline to accept any person as a member and need not give reasons for so doing. The trustees may from time to time prescribe criteria for membership but shall not by so doing become obliged to accept persons fulfilling those criteria as members.

4. If a person becomes a member as a representative of an unincorporated association or body, the name of the member, the name of the unincorporated association or body and the fact that the member is its representative shall be entered in the register of members. Subject to the trustees' right to decline to accept any person as a member, the unincorporated association or body shall be able to replace the member who is its representative with another person by notice in writing to the company without it being necessary for the outgoing member to give notice or the incoming member to complete an application form.

5. The board may admit to honorary membership such persons and subject to such rights and obligations as it shall think fit. Such honorary members shall not be members for the purposes of the articles or the Act. The board may not bestow upon any honorary member the right to vote on any matter.

6. Subject to Article 4, membership shall not be transferrable and shall cease on death. A member shall cease to be a member:-

(a) on the expiry of at least seven clear days' notice given by him to the company of his intention to withdraw;

(b) if any subscription or other sum payable by the member to the company is not paid on the due date and remains unpaid seven days after notice served on the member by the company informing him that he will be removed from membership if it is not paid. The trustees may re-admit to membership any person removed from membership on this ground on his paying such sum in respect of the sum due as the company may determine;

(c) if he becomes bankrupt or makes any arrangement or composition with his creditors generally or it goes into liquidation otherwise than for the purpose of a bona fide reconstruction without insolvency or has a receiver appointed over all or any part of its assets; or

(d) if, at a meeting of the board at which not less than half of the trustees are present, a resolution is passed resolving that the member be expelled. Such a resolution shall not be passed unless the member has been given not less than fourteen clear days' notice of the fact that the resolution is to be proposed, specifying the misconduct or circumstances alleged to justify expulsion, and has been afforded a reasonable opportunity of being heard by or of making written representations to the board. If such a resolution as is referred to in this paragraph is passed, then the member shall forthwith cease to be a member but without prejudice to the liability of the member to pay to the company any subscription or other sum owed by him.

7. The board may in its discretion levy subscriptions on all members of the company at such rate(s) as it shall determine and may levy subscriptions at different rates on different categories of members.

Patron

8. (a) The trustees may appoint and remove any person as a patron of the company and on such terms as they shall think fit.

(b) A patron shall have the right to attend and speak (but not vote) at any general meeting of the company and to be given notice thereof as if a member and shall also have the right to receive accounts of the company when available to members.

General Meetings

9. All general meetings other than annual general meetings shall be called extraordinary general meetings.

10. The trustees may call general meetings and, on the requisition of members pursuant to the provisions of the Act, shall forthwith proceed to convene an extraordinary general meeting for a date not later than eight weeks after receipt of the requisition. If there are not within the United Kingdom sufficient trustees to call a general meeting, any trustee or any member of the company may call a general meeting.

Notice of General Meetings

11. An annual general meeting and an extraordinary general meeting called for the passing of a special resolution or a resolution appointing a person as a trustee shall be called by at least twenty one clear days' notice. All other extraordinary general meetings shall be called by at least fourteen clear days' notice. A general meeting may be called by shorter notice if [illegible] agree.

(a) in the case of an annual general meeting, by all the members entitled to attend and vote thereat; and

(b) in the case of any other meeting by a majority in number of the members having a right to attend and vote being a majority together holding not less than ninety-five percent of the total voting rights at the meeting of all the members.

The notice shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case of an annual general meeting, shall specify the meeting as such.

The notice shall be given to all the members and any patron and to the trustees and auditors.

Proceedings at General Meetings

12. No business shall be transacted at any meeting unless a quorum is present when the meeting proceeds to business. Two persons entitled to vote upon the business to be transacted, each being a member or a proxy for a member or a duly authorised representative of a corporation, or ten percent of the total membership, whichever is the greater, shall be a quorum.

13. If such a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the trustees may determine.

14. The chairman, if any, of the board of trustees or in his absence some other trustee nominated by the trustees shall preside as chairman of the meeting, but if neither the chairman nor such other trustee (if any) be present within fifteen minutes after the time appointed for holding the meeting and willing to act, the trustees present shall elect one of their number to be chairman and, if there is only one trustee present and willing to act, he shall be chairman.

15. If no trustee is willing to act as chairman or if no trustee is present within fifteen minutes after the time appointed for holding the meeting, the members present and entitled to vote shall chose one of their number to be chairman.

16. A trustee shall, notwithstanding that he is not a member, be entitled to attend and speak at any general meeting.

17. The chairman may, with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place. When a meeting is adjourned for four ten days or more, at least seven [illegible] notice shall be given specifying the time and place

of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.

18. A resolution put to the vote of a meeting shall be decided on a show of hands unless before, or on the declaration of the result of, the show of hands a poll is duly demanded. Subject to the provision of the Act, a poll may be demanded-

(a) by the chairman; or

(b) by at least two members having the right to vote at the meeting; or

(c) by a member or members representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting;

and a demand by a person as proxy for a member shall be the same as a demand by the member.

19. Unless a poll is duly demanded a declaration that a resolution has been carried or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.

20. The demand for a poll may, before the poll is taken, be withdrawn but only with the consent of the chairman and a demand so withdrawn shall not be taken to have invalidated the result of a show of hands declared before the demand was made.

21. A poll shall be taken as the chairman directs and he may appoint scrutineers (who need not be members) and fix a time and place for declaring the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

22. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman shall be entitled to a casting vote in addition to any other vote he may have.

23. A poll demanded on the election of a chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken either forthwith or at such time and place as the chairman directs not being more than thirty days after the poll is demanded. The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll was demanded. If a poll is demanded before the declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.

24. No notice need be given of a poll not taken forthwith if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In any other case at least seven days' notice shall be given specifying the time and place at which the poll is to be taken.

25. The proceedings at any meeting or on the taking of any poll shall not be invalidated by reason of any accidental informality or irregularity in the convening thereof or otherwise or any want of qualification in any of the persons present or voting thereat.

26. A resolution in writing executed by or on behalf of each member who would have been entitled to vote upon it if it had been proposed at a general meeting at which he was present shall be as effectual as if it had been passed at a general meeting duly convened and held and may consist of several instruments in the like form each executed by or on behalf of one or more members.

Votes of members

27. On a show of hands every member present in person shall have one vote. On a poll every member present in person or by proxy shall have one vote.

28. No member may vote on any matter in which he is (insofar as may be permitted by Clause 4 of the Memorandum of Association hereof) personally interested, pecuniarily or otherwise, or debate on such a matter without in either case the permission of the majority of the members present in person or by proxy at the meeting such permission to be given or withheld without discussion.

29. No member shall be entitled to vote at any general meeting unless all monies presently payable by him to the company have been paid.

30. A member in respect of whom an order has been made by any court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder may vote, whether on a show of hands or on a poll, by his receiver, curator bonis or other person authorised in that behalf appointed by that court and any such receiver, curator bonis or other person may, on a poll, vote by proxy. Evidence to the satisfaction of the trustees of the authority of the person claiming to exercise the right to vote shall be deposited at the office, or at such other place as is specified in accordance with the articles for the deposit of instruments of proxy, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the right to vote is to be exercised and in default the right to vote shall not be exercisable.

31. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chairman whose decision shall be final and conclusive.

32. An instrument appointing a proxy shall be in writing, executed by or on behalf of the appointor and shall be in the following form (or in form as near thereto as circumstances admit) or in any other form which is usual or which the trustees [illegible]:-

"The LEntA Educational Trust

I/We, , of

being

a member/members of the above named company, hereby appoint

of,

or failing him, of

, as my/our proxy to vote in my/our name(s) and on my/our behalf at the annual/extraordinary general meeting of the company to be held on 19 , and at any adjournment thereof.

Signed on 19 ."

33. Where it is desired to afford members an opportunity of instructing the proxy how he shall act the instrument appointing a proxy shall be in the following form (or in a form as near thereto as circumstances allow or in any other form which is usual or which the trustees may approve)-

"The LEntA Educational Trust

I/We, , of

being

a member/members of the above named company, hereby appoint

of

or failing him,

of , as my/our proxy to vote in my/our name(s) and on my/our behalf at the annual/extraordinary general meeting of the company, to be held on 19 , and at any adjournment thereof.

This form is to be used in respect of the resolutions mentioned below as follows:

Resoultion No 1 *for* against
Resolution No 2 *for* against
*Strike out whichever is not desired.

Unless otherwise instructed, the proxy may vote as he thinks fit or abstain from voting.

Signed on 19 ."

34. The instrument appointing a proxy and any authority under which it is executed or a copy of such authority certified notarially or in some other way approved by the trustees may-

(a) be deposited at the office or at such other place within the United Kingdom as is specified in the notice convening the meeting or in any instrument of proxy sent out by the company in relation to the meeting not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote; or

(b) in the case of a poll taken more than 48 hours after it is demanded, be deposited as aforesaid after the poll has been demanded and not less than 24 hours before the time appointed for the taking of the poll; or

(c) where the poll is not taken forthwith but is taken not more than 48 hours after it was demanded, be delivered at the meeting at which the poll was demanded to the chairman or to the secretary or to any trustee; and an instrument of proxy which is not deposited or delivered in a manner so permitted shall be invalid.

35. A proxy for a member who is entered on the register of members as being a representative of an unincorporated association or body may be appointed either by the member or by the unincorporated association or body.

36. A vote given or poll demanded by proxy or by the duly authorised representative of a corporation shall be valid notwithstanding the previous determination of the authority of the person voting or demanding a poll unless notice of the determination was received by the company at the office or at such other place at which the instrument of proxy was duly deposited before the commencement of the meeting or adjourned meeting at which the vote is given or the poll demanded or (in the case of a poll taken otherwise than on the same day as the meeting or adjourned meeting) the time appointed for taking the poll.

Number of trustees

37. The minimum number of trustees shall be two and unless otherwise determined by ordinary resolution the maximum number of trustees shall be twelve.

Powers of trustees

38. Subject to the provisions of the Act, the memorandum and the articles and to any directions given by special resolution, the business of the company shall be managed by the trustees who may exercise all the powers of the company. No alteration of the memorandum or articles and no such direction shall invalidate any prior act of the trustees which would have been valid if that alteration had not been made or that direction had not been given. The powers given by this regulation shall not be limited by any special power given to the trustees by these articles and a meeting of trustees at which a quorum is present may exercise all powers exercisable by the trustees.

39. The trustees may, by power of attorney or otherwise, appoint any person to be the agent of the company for such purposes and on such conditions as they determine.

Delegation of trustees' powers

40. (1) The board may delegate any of its powers or the [illegible] of any of its resolutions to any committee.

(b) The resolution making that delegation shall specify those who shall serve or be asked to serve on such committee (though the resolution may allow the committee to make co-options up to a specified number).

(c) The composition of any such committee shall be entirely in the discretion of the board and may comprise such of their number (if any) as the resolution may specify.

(d) The deliberations of any such committee shall be reported regularly to the board and any resolution passed or decision taken by any such committee shall be reported forthwith to the board and for that purpose every committee shall appoint a secretary for the purpose.

(e) All delegations under this article shall be revocable at any time.

(f) The board may make such regulations and impose such terms and conditions and give such mandates to any such committee or committees as it may from time to time think fit.

(g) For the avoidance of doubt the board may delegate all financial matters to any committee or committees and shall be empowered to resolve upon the operation of any bank account according to such mandate as it shall think fit from time to time whether or not requiring a signature of any trustee provided always that any such committee or committees shall not incur expenditure on behalf of the company except in accordance with a budget which has been agreed by the board.

41. The meetings and proceedings of any committee shall be governed by the provisions of these articles regulating the meetings and proceedings of the board so far as the same are applicable and are not superseded by any regulations made by the board.

42. Subject to any regulations or conditions the board may impose, the proceedings of a committee with two or more members shall be governed by the articles regulating the proceedings of trustees so far as they are capable of applying.

Appointment and Retirement of trustees

43. At the first annual general meeting all the trustees shall retire from office, and at every subsequent annual general meeting one-third of the trustees who are subject to retirement by rotation or, if their number is not three or a multiple of three, the number nearest to one-third shall retire from office; but, if there is only one trustee who is subject to retirement by rotation, he shall retire.

44. Subject to the provisions of the Act, the trustees to retire by rotation shall be those who have been longest in office since their last appointment or reappointment, but as between persons who became or were last reappointed trustees on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.

45. If the company, at the meeting at which a trustee retires by rotation, does not fill the vacancy the retiring trustee shall, if willing to act, be deemed to have been reappointed unless at the meeting it is resolved not to fill the vacancy or unless a resolution for the reappointment of the trustee is put to the meeting and lost.

46. No person other than a trustee retiring by rotation shall be appointed or reappointed a trustee at any general meeting unless-

(a) he is recommended by the trustees; or

(b) not less than fourteen nor more than thirty-five clear days before the date appointed for the meeting, notice executed by a member qualified to vote at the meeting has been given to the company of the intention to propose that person for appointment or reappointment stating the particulars which would, if he were so appointed or reappointed, be required to be included in the company's register of trustees together with notice executed by that person of his willingness to be appointed or reappointed.

47. Not less than seven nor more than twenty-eight clear days before the date appointed for holding a general meeting notice shall be given to all who are entitled to receive notice of the meeting of any person (other than a trustee retiring by rotation at the meeting) wo is recommended by the trustees for appointment or reapointment as a trustee at the meeting of in respect of whom notice has been duly given to the company of the intention to propose him at the meeting for appointment or reappointment as a trustee. The notice shall give the particulars of that person which would, if he were so appointed or reappointed, be required to be included in the company's register of trustees.

48. Subject as aforesaid, the company may be ordinary resolution appoint a person who is willing to act to be a trustee either to fill a vacancy or as an additional trustee and may also determine the rotation in which any additional trustees are to retire.

49. The trustees may appoint a person who is willing to act to be a trustee, either to fill a vacancy or as an additional trustee, provided that the appointment does not cause the number of trustees to exceed any number fixed by or in accordance with the articles as the maximum number of trustees. A trustee so appointed shall hold office only until the next following annual general meeting and shall not be taken into account in determining the trustees who are to retire by rotation at the meeting. If not reappointed at such annual general meeting, he shall vacate office at the conclusion thereof.

50. Subject as aforesaid, a trustee who retires at an annual general meeting may, if willing to act, be reappointed. If he is not reappointed, he shall retain office until the meeting appoints someone in his place, or if it does not do so, until the end of the meeting.

Disqualification and removal of trustees

51. The office of a trustee shall be vacated if:-

(a) he ceases to be a trustee by virtue of any provision of the Act or he becomes prohibited by law from being a trustee; or

(b) he becomes bankrupt or makes any arrangement or composition with his creditors generally; or

(c) he is, or may be, suffering from mental disorder and either:-

(i) he is admitted to hospital in pursuance of an application for admission for treatment under the Mental Health Act 1983, or in Scotland, an application for admission under the Mental Health (Scotland) Act 1960; or

(ii) an order is made by a court having jurisdiction (whether in the United Kingdom or elsewhere) in matters concerning mental disorder for his detention or for the appointment of a receiver, curator bonis or other person to exercise powers with respect to his property or affairs; or

(d) he resigns his office by notice to the company.

Trustees' Expenses

52. The trustees may be paid all reasonable travelling, hotel, and other expenses properly incurred by them in connection with their attendance at meetings of trustees or committees of trustees or general meetings or separate meetings of the holders of debentures of the company or otherwise in connection with the discharge of their duties.

Proceedings of trustees

53. Subject to the provisions of the articles, the trustees may regulate their proceedings as they think fit. Two trustees may, and the secretary at the request of two trustees shall, call a meeting of the trustees. Notice of every meeting of the board stating the general particulars of all business to be considered [illegible] shall be sent by post to each trustee at least [illegible] days (excluding Saturdays, Sundays and Bank Holidays) [illegible] unless urgent circumstances require shorter

notice but the proceedings of any meeting shall not be invalidated by any irregularity in respect of such notice or by reason of any business being considered which is not comprised in such general particulars. It shall not be necessary to give notice of a meeting to a trustee who is absent from the United Kingdom. Questions arising at a meeting shall be decided by a majority of votes.

54. The quorum for the transaction of the business of the trustees shall be two or such greater number at the trustees may determine.

55. The continuing trustees or a sole continuing trustee may act notwithstanding any vacancies in their number for the purpose only of appointing additional trustees in accordance with these articles.

56. The trustees may appoint one of their number to be the chairman of the board of trustees, and may at any time remove him from that office. Unless he is unwilling to do so, the trustee so appointed shall preside at every meeting of trustees at which he is present. But if there is no trustee holding that office, or if the trustee holding it is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the trustees present may appoint one of their number to be chairman of the meeting.

57. All acts done by a meeting of trustees, or of a committee of trustees, or by a person acting as a trustee shall, notwithstanding that it be afterwards discovered that there was a defect in the appointment of any trustee or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a trustee and had been entitled to vote.

58. A resolution in writing signed by all the trustees entitled to receive notice of a meeting of trustees or of a committee of trustees shall be as valid and effectual as if it had been passed at a meeting of trustees or (as the case may be) a committee of trustees duly convened and held and may consist of several documents in the like form each signed by one or more trustees.

Secretary

59. Subject to the provisions of the Act, the secretary shall be appointed by the trustees for such term at such remuneration and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.

Regulations

60. The board shall have power from time to time to make repeal or alter regulations as to the management of the company and the affairs thereof as to the duties of any officers or servants of the company and as to the conduct of business by the board or any

committee and as to any of the matters or things within the powers or under the control of the board provided that the same shall not be inconsistent with the memorandum of association or these articles.

Minutes

61. The trustees shall cause minutes to be made in books kept for the purpose:-

(a) of all appointments of officers made by the trustees; and

(b) of all proceedings at meetings of the company and of the trustees, and of committees of trustees, including the names of the trustees present at each such meeting;

and any such minute, if purported to be signed by the chairman of the meeting at which the proceedings were had, or by the chairman of the next succeeding meeting, shall, as against any member or trustee of the company, be sufficient evidence of the proceedings.

Seal

62. The seal shall only be used by the authority of the trustees or of a committee of trustees authorised by the trustees. The trustees may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a trustee and by the secretary or by a second trustee.

Accounts

63. The company may in general meeting impose reasonable restrictions as to the time at which and the manner in which the statutory books and accounting records of the company may be inspected by the members but subject thereto the statutory books and accounting records shall be open to inspection by the members during usual business hours.

Notices

64. Any notice to be given to or by any person pursuant to the articles shall be in writing except that a notice calling a meeting of the trustees need not be in writing.

65. The company may give any notice to a member either personally or by sending it by post in a prepaid envelope addressed to the member at his registered address or by leaving it at that address. A member whose registered address is not within the United Kingdom and who gives to the company an address within the United Kingdom at which notices may be given to him shall be entitled to have notices given to him at that address, but otherwise no such member shall be entitled to receive any notice from the company.

66. A member present, either in person or by proxy, at any meeting of the company shall be deemed to have received notice of the meeting and, where requisite, of the purpose for which it was called.

67. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. A notice shall, unless the contrary is proved, be deemed to be given at the expiration of 48 hours after the envelope containing it was posted.

Indemnity

68. Subject to the provisions of the Act but without prejudice to any indemnity to which a trustee may otherwise be entitled, every trustee or other officer or auditor of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the company, and against all costs, charges, losses, expenses or liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

Winding-Up

69. The provisions of Clauses 6 and 7 of the memorandum of association relating to the winding-up or dissolution of the company shall have effect and be observed as if the same were repeated in these articles.

SIGNATURES, NAMES AND ADDRESSES OF SUBSCRIBERS

LEntA Limited,

4 Snow Hill,

London. EC1A 2DL

The Company seal was hereunto affixed in the presence of

Signed: Director

Secretary

Signature

Name JOHN SARISSE

Address 12 Hampstead Way
London N.W.11 7LS

DATED 22 DECEMBER 1986.

Witness to the above signatures:

Signature

Name RICHARD PARKESS

MARCOS GREEN STREET FARM, SWAINHAM LANE, CROWHURST,
ST LEONARDS-ON-SEA, EAST SUSSEX TN33 9ED

MM/GB/CT/3678.6

COMPANIES FORM No. 10

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

10

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Pursuant to section 10 of the Companies Act 1985

To the Registrar of Companies

For official use

2115330

ase complete
ibly, preferably
black type, or
ld block lettering

Name of company

nsert full name
of company

* THE LENTA ~~EDUCATIONAL~~ TRUST

The intended situation of the registered office of the company on incorporation is as stated below

4. SNOW HILL
LONDON

Postcode EC1A 2DL

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

Postcode

Number of continuation sheets attached (see note 1) 7

Name and address and reference (if any)

For official use
Section Code

Post room

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 (note 2) are as follows: (Please see attached continuation sheets)

Please do not write in this margin

Name (note 3)	Business occupation
Previous name(s) (note 3)	Nationality
Address (note 4)	
Postcode	Date of birth (where applicable) (note 6)
Other directorships †	
I consent to act as director of the company named on page 1	
Signature	Date

† enter particulars of other directorships held or previously held (see note 5) if this space is insufficient use a continuation sheet.

Name (note 3)	Business occupation
Previous name(s) (note 3)	Nationality
Address (note 4)	
Postcode	Date of birth (where applicable) (note 6)
Other directorships †	
I consent to act as director of the company named on page 1	
Signature	Date

Name (note 3)	Business occupation
Previous name(s) (note 3)	Nationality
Address (note 4)	
Postcode	Date of birth (where applicable) (note 6)
Other directorships †	
I consent to act as director of the company named on page 1	
Signature	Date

Please do not write in this margin

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

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:

Name (notes 3 & 7)	ALAN RICHARD TURNER
Previous name(s) (note 3)	
Address (notes 4 & 7)	5 DOUGLAS ROAD HARPENDEN HERTS
Postcode	AL5 2EN

I consent to act as secretary of the company named on page 1

Signature [signature] Date 29th December 1986

Name (notes 3 & 7)	
Previous name(s) (note 3)	
Address (notes 4 & 7)	
Postcode	

I consent to act as secretary of the company named on page 1

Signature Date

delete if the form is signed by the subscribers

Signature of agent on behalf of subscribers [signature] Date 29th DECEMBER 1986

delete if the form is signed by an agent on behalf of the subscribers

All the subscribers must sign either personally or by a person or persons authorised to sign for them

Signed Date

Signed Date

Signed Date

Signed Date

Signed Date

Signed Date

Please do not write in this margin

COMPANIES FORM No. 10 (cont.)

Statement of first directors and secretary and intended situation of registered office (continuation)

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

Continuation sheet No 1 to Form No. 10

Company number

Name of company

* insert full name of company

* THE LEntA ~~EDUCATIONAL~~ TRUST

Particulars of other directors (continued)

Name (note 3) SIR DAVID EDWARD CHARLES STEEL	Business Occupation COMPANY DIRECTOR
Previous name(s) (note 3)	Nationality BRITISH
Address (note 4) 51, ONSLOW SQUARE, LONDON	~~Date of birth (where applicable)~~ (note 6)
Postcode SW7 3LR	

I consent to act as director of the company named above (notes 9 and 10)

Signature [signature] Date 19/11/86

Particulars of other directorships

KLEINWORT BENSON LONDSDALE p.l.c.)
~~LONDON CHAMBER OF COMMERCE~~) Present UK Directorships
THE WELLCOME TRUST (as Ltd consultant)

BP EXPLORATION CO. (MIDDLE EAST) LTD.)
BP EXPLORATION CO. (LIBYA) LTD.)
OIL TRADING CO (IRAN) LTD.)
THE TANKER INSURANCE CO. LTD.)
BP INTERNATIONAL LTD.) Directorships held
BP CAPITAL LTD.) within the past
BP OIL DEVELOPMENT LIMITED) 5 years.
BP OIL TRADING LTD.)
BP FAR EAST LTD.)
BP (ABU DHABI) LTD.)
BP EXPLORATION CO. (ASSOCIATED HOLDINGS) LTD.)
THE BRITISH PETROLEUM COMPANY p.l.c)

continued overleaf ↑

Please do not write in this margin

COMPANIES FORM No. 10 (cont.)

Statement of first directors and secretary and intended situation of registered office (continuation)

Continuation sheet No 2 to Form No. 10

Company number

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

Name of company

* THE LEntA ~~EDUCATIONAL~~ TRUST

* insert full name of company

Particulars of other directors (continued)

Name (note 3) SIR ERNEST ASHLEY BRAMALL

Business Occupation: BARRISTER

Previous name(s) (note 3)

Nationality: BRITISH

Address (note 4) 2, EGERTON HOUSE, 59 - 63 BELGRAVE ROAD, LONDON

Postcode SW1V 2BE

~~Date of birth~~ (note 6)

I consent to act as director of the company named above (notes 9 and 10)

Signature Ashley Bramall Date 19.10.86.

Particulars of other directorships

Out of Town Country Pursuits Centre,
Home Farm,
Beaulieu,
Hants.

continued overleaf

Please do not write in this margin

COMPANIES FORM No. 10 (cont.)

Statement of first directors and secretary and intended situation of registered office (continuation)

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

Continuation sheet No 3 to Form No. 10

Company number

Name of company

* insert full name of company

* THE LEntA ~~EDUCATIONAL~~ TRUST

Particulars of other directors (continued)

Name (note 3) IAN ALEXANDER PETRIE	Business Occupation COMPANY DIRECTOR
Previous name(s) (note 3)	Nationality BRITISH
Address (note 4) 1 Hammersmith Terrace Chiswick Mall London — Postcode W6 9TS	~~Date of birth (where appropriate)~~ (note 6)

I consent to act as director of the company named above (notes 9 and 10)

Signature Ian A. Petrie Date 19-11-86

Particulars of other directorships

WIMPY INTERNATIONAL
UNITED BISCUITS (UK) LTD.

continued overleaf ↑

Please do not write in this margin

COMPANIES FORM No. 10 (cont.)

Statement of first directors and secretary and intended situation of registered office (continuation)

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

Continuation sheet No 4 to Form No. 10

Company number

Name of company

* THE LEntA ~~EDUCATIONAL~~ TRUST

* insert full name of company

Particulars of other directors (continued)

Name (note 3) MARTIN CHARLES FINDLAY	Business Occupation COMPANY DIRECTOR
Previous name(s) (note 3)	Nationality BRITISH
Address (note 4) LEDBURN MANOR, LEIGHTON BUZZARD, ~~BEDFORDSHIRE~~ LU7 0PX	Date of birth (note 6)
Postcode	

I consent to act as director of the company named above (notes 9 and 10)

Signature Mark Findlay Date 24/10/86

Particulars of other directorships

WHITBREAD & CO. LTD.
J. A. DEVENISH p.l.c.
BODDINGTONS BREWERIES PLC
BUSINESS IN THE COMMUNITY

continued overleaf ↑

Please do not write in this margin

COMPANIES FORM No. 10 (cont.)

Statement of first directors and secretary and intended situation of registered office (continuation)

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

Continuation sheet No 5 to Form No. 10

Company number

Name of company

* THE LEntA ~~EDUCATIONAL~~ TRUST

* insert full name of company

Particulars of other directors (continued)

Name (note 3) SIR JAMES SWAFFIELD	Business Occupation COMPANY DIRECTOR
Previous name(s) (note 3)	Nationality BRITISH
Address (note 4) 10, KELSEY WAY, BECKENHAM, KENT	~~Date of birth~~ (note 6)
Postcode BR3 - 3LL	

I consent to act as director of the company named above (notes 9 and 10)

Signature J. Swaffield. Date 4/12/86

Particulars of other directorships

BRITISH RAIL PROPERTY BOARD
GROVE CHARITY MANAGEMENT LTD.
(METROPOLITAN RADIO LTD)
MUNICIPAL JOURNAL LTD.
LONDON MARATHON LTD.
GLEBE HOUSING ASSOCIATION LTD.
(LAW SOCIETY TRUSTEES LTD.)
(CENTRE FOR ENVIRONMENTAL STUDIES)
(HENLEY THE MANAGEMENT COLLEGE)
(GREATER LONDON ENTERPRISE BOARD - Secretary)

continued overleaf

Please do not write in this margin

COMPANIES FORM No. 10 (cont.)

Statement of first directors and secretary and intended situation of registered office (continuation)

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

Continuation sheet No 6a to Form No. 10

Company number

Name of company

* The LEntA ~~Educational~~ Trust

* insert full name of company

Particulars of other directors (continued)

Name (note 3) MR. J.M. RAISMAN, JOHN MICHAEL.	Business Occupation NON-EXECUTIVE DIRECTOR
Previous name(s) (note 3)	Nationality BRITISH
Address (note 4) NETHERAVON HOUSE, NETHERAVON ROAD SOUTH, CHISWICK, W4 Postcode 2PY	Date of birth (where applicable) (note 6) 12/02/29

I consent to act as director of the company named above (notes 9 and 10)

Signature J.M. Raisman Date 16/12/86

Particulars of other directorships

NON EXECUTIVE DIRECTOR BRITISH TELECOM
NON EXECUTIVE DIRECTOR LLOYDS BANK PLC
NON EXECUTIVE DIRECTOR LLOYDS MERCHANT BANK LIMITED
NON EXECUTIVE DIRECTOR GLAXO PLC
NON EXECUTIVE DIRECTOR VICKERS PLC

continued overleaf *

Please do not write in this margin

COMPANIES FORM No. 10 (cont.)

Statement of first directors and secretary and intended situation of registered office (continuation)

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

Continuation sheet No 7 to Form No. 10

Company number

Name of company

* insert full name of company

* The LEntA ~~Educational~~ Trust

Particulars of other directors (continued)

Name (note 3) JOHN SALISBE

Business Occupation DIRECTOR

Previous name(s) (note 3)

Nationality BRITISH

Address (note 4) 12 HAMPSTEAD WAY
LONDON

Postcode NW11 7LS

Date of birth (where applicable) (note 6) 24 Mar 1926

I consent to act as director of the company ~~named above~~ (notes 9 and 10)

Signature

Date 29 Dec '86

Particulars of other directorships

MARKS + SPENCER PLC
LENTA
CITY SHOPS P.L.C
FULLEMPLOY
RETAIL CONSORTIUM
LONDON TOURIST BOARD
EUROPEAN MOVEMENT
ST. ENOCH CENTRE MANAGEMENT LTD
MAGIC CIRCLE ENTERPRISES
ALFRED INTERNATIONAL DESIGNERS

continue on overleaf

FILE COPY

CERTIFICATE OF INCORPORATION

OF A PRIVATE LIMITED COMPANY

No. 2115336

I hereby certify that

THE LEntA TRUST

is this day incorporated under the Companies Act 1985 as a private company and that the Company is limited.

Given under my hand at the Companies Registration Office, Cardiff the 25TH MARCH 1987

D.M. [illegible]

an authorised officer

C.173

G

COMPANIES FORM No. 224

Notice of accounting reference date (to be delivered within 6 months of incorporation)

224

Please do not write in this margin

Pursuant to section 224 of the Companies Act 1985

To the Registrar of Companies

For official use

Company number 2115336

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

Name of company

* THE LENTA TRUST

* insert full name of company

gives notice that the date on which the company's accounting reference period is to be treated as coming to an end in each successive year is as stated below:

Important
The accounting reference date to be entered alongside should be completed as in the following examples:

5 April
Day Month
0 5 0 4

30 June
Day Month
3 0 0 6

31 December
Day Month
3 1 1 2

Day Month
3 1 1 2

† Delete as appropriate

Signed [signature] [~~Director~~][Secretary]† Date 15.6.87

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

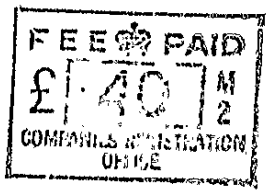
A.R. Turner
Secretary's Dept,
British Petroleum Co plc
Britannic House,
Moor Lane EC2Y 9BU

For official Use

General Section

Post room

No. 2115336



THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL

SPECIAL RESOLUTION

OF

THE LEntA TRUST

Passed 7th December, 1987

At an EXTRAORDINARY GENERAL MEETING of THE LEntA TRUST held on 7th December, 1987, the following Resolution was passed as a SPECIAL RESOLUTION, namely:-

that the name of the Company be changed to
THE LEntA EDUCATIONAL TRUST

Desmond F. Fitzpatrick

D.R. FITZPATRICK
Secretary

Natwest
£40
248452

Britannic House,
Moor Lane,
London.
EC2Y 9BU

FILE COPY

CERTIFICATE OF INCORPORATION

ON CHANGE OF NAME

No. 2115336

I hereby certify that

THE LEnta TRUST

having by special resolution changed its name,

is now incorporated under the name of

THE LEnta EDUCATIONAL TRUST

Given under my hand at the Companies Registration Office,

Cardiff the 13 JANUARY 1988

MR. [illegible] LEY

an authorised officer

HC006B

COMPANIES FORM No 288

Note about Directorships

The names must be given of all bodies corporate incorporated in Great Britain of which the director is also a director, or has been a director at any time during the preceding five years.

However a present or past directorship need not be disclosed if it is, or has been, held in a body corporate which, throughout that directorship, has been:-

(a) a dormant company (which is a company which has had no transactions required to be entered in the company's accounting records, except any which may have arisen from the taking of shares in the company by a subscriber to the memorandum as such).

(b) a body corporate of which the company making the return was a wholly-owned subsidiary;

(c) a wholly-owned subsidiary of the company making the return; or

(d) a wholly-owned subsidiary of a body corporate of which the company making the return was also a wholly-owned subsidiary.

Girobank plc.
Whitbread plc
The Prudential Corporation
[illegible]
UMI plc
[illegible]
[illegible]
[illegible]

The Companies Act 1985
Company Limited by Shares

Special Resolution

Pursuant to section 378(2) of the Companies Act 1985

Company Number

2115336

The LEntA Educational Trust

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at:

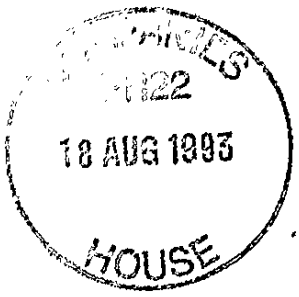
4 Snow Hill, LONDON, EC1A 2DL

on 30 June 1993

the following SPECIAL RESOLUTION was duly passed, viz:-

That the name of the Trust should be changed to

THE LEntA TRUST



Signed

Position Assistant Secretary

NOTE to be filed within 15 days of the passing of the special resolution

FILE COPY

CERTIFICATE OF INCORPORATION

ON CHANGE OF NAME

No. 2115336

I hereby certify that

THE LENTA EDUCATIONAL TRUST

having by special resolution changed its name,

is now incorporated under the name of

THE LEntA TRUST

Given under my hand at the Companies Registration Office,

Cardiff the 26 AUGUST 1993

MRS. L. PARRY

an authorised officer