

CYCLOPS WHARF RESIDENTS COMPANY LIMITED

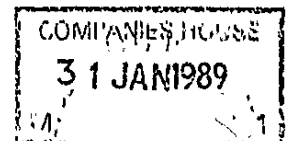
(COMPANY NO 2137443)

MINUTES

Minutes of the first Annual General Meeting of Cyclops Wharf Residents Company Limited held at Abbey House 201 Grafton Gate East Milton Keynes MK9 1AN on Monday, 28 November 1988.

Present: Brian Bosworth  
John William Hamilton  
Michael John Willoughby

- 1 Mr Bosworth reported the incorporation of the company and produced the Certificate of Incorporation (NO 2137443 dated 4 June 1987) together with a print of the Memorandum and Articles of Association. Letters of resignation of the original Director and Secretary were produced to the meeting. He also advised that the present Directors and Secretary were
  - (a) Directors - John William Hamilton and Michael John Willoughby
  - (b) Secretary - Brian Bosworth
- 2 It was resolved that John William Hamilton be appointed Chairman of the meeting.
- 3 It was reported that Notice had been given to the Registrar of Companies that the registered office was situate at Abbey House 201 Grafton Gate East Milton Keynes.
- 4 The Chairman produced a seal, an impression of which is made hereon and it was resolved that the seal be adopted as the Common Seal of the Company.



5 It was resolved that in accordance with Section 252 of the Companies Act 1985 the Company being a dormant company under that Section, Section 384 of the Companies Act 1985 should not apply and accordingly no auditors shall be appointed for the period from 4 June 1987 to 31 March 1988.

6 It was resolved to seal and issue Membership Certificates in the names of the members.

7 It was resolved that the balance sheet for the year ending 31 March 1988 be adopted by the Company evidencing that the Company was dormant throughout the accounting period.

8 It was resolved that the Articles of Association be amended by inserting the following additional clause in Clause 2 of the existing Articles which will now comprise new Clause 2 (c):

"In the case of Olympian Court Cyclops Wharf the expression "Dwellingholder" shall mean the Freeholder for the time being of Olympian Court (comprising 17 dwellings) who shall be entitled to 17 votes at meetings of the Company (notwithstanding the provisions of Article 11 (a)) save that upon the grant of a Lease or Tenancy of a Dwelling within Olympian Court for a term exceeding 21 years ("Qualifying Tenancy") the Lessee or Tenant of each such Dwelling shall be a Dwellingholder for the purposes of these Articles (PROVIDED THAT there shall at any time only be one Qualifying Tenancy for each Dwelling comprised in Olympian Court and the total number of members at Olympian Court shall at no time exceed 17) and as such shall be entitled to be a member of the Company and the number of votes to which the Freeholder is entitled shall be reduced accordingly on the grant of each Qualifying Tenancy. On every occasion that a Qualifying Tenancy shall determine (for whatever

reason) prior to 24 March 2113 then the membership of such Lessee or Tenant shall cease and the Freeholder for the time being of Olympian Court shall be entitled to one additional vote at meetings of the Company for each such Qualifying Tenancy as determines until such time as a further Qualifying Tenancy of the same Dwelling shall be granted when the provisions of this Clause shall apply once again."

In addition the following words shall be inserted at the commencement of Clause 11 (a) of the existing Articles:

"save as provided in Clause 2 (c) of these Articles."

Signed

*J Hamilton*

Chairman

Signed

*B. Basworth*

Secretary

BB/188

28.11.1988