

# G

COMPANIES FORM No. 12

## Statutory Declaration of compliance with requirements on application for registration of a company

# 12

Please do not  
write in  
this margin

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

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

To the Registrar of Companies

For official use

For official use

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2361202
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Name of company

\* THE SOCIETY OF LICENSED CONVEYANCERS

\* insert full  
name of Company

I, JOHN WICKERSON

of 10 HIGH STREET, CROYDON, SURREY CR9 2BH

† 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 4 High Street

Croydon

Declarant to sign below

John Wickerson

the 20<sup>th</sup> day of February

One thousand nine hundred and eighty nine

before me M. C. CAVER

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

Resworn at 4 High St Croydon  
this 2<sup>nd</sup> March 1989 before me

John Wickerson

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

Ormerod Morris & Dumont  
10 High Street  
Croydon, Surrey CR9 2BH

Ref: 5/DS/SLC

For official Use  
New Companies Section

Post room - 4 MAR 1989

M

COMPANIES HOUSE

12 FEB 1989

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**Jordans**  
JORDAN & SONS LIMITED  
CROYDON HOUSE  
BRUNNEN KEE ADE  
CONVEYANCERS  
TELEPHONE 0181 3030  
TELEFAX 0181 3030



# G

## 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

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

†Delete as appropriate

For official use


Company number

--

Name of company

\* THE SOCIETY OF LICENSED CONVEYANCERS

I, JOHN WICKERSON

of 10 HIGH STREET, CROYDON, SURREY CR9 2BH

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.

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

Declared at 4 High Street

Croydon

the 20<sup>th</sup> day of February

One thousand nine hundred and eighty nine

before me M.C. CAULIER

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

John Wickerson

Presentor's name, address and reference (if any):  
Ormerod Morris & Dumont  
10 High Street  
Croydon Surrey CR9 2BH

Ref: 5/DS/SLC

For official use  
New Companies Section

Post room

COMPANIES HOUSE

- 4 MAR 1989

M

48

21 FEB 1989

M 2



COMPANIES FORM No. 10

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

10

Please do not  
write in  
this margin

Pursuant to section 10 of the Companies Act 1985

To the Registrar of Companies

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

For official use

Name of company

\* Insert full name  
of company

\* THE SOCIETY OF LICENSED CONVEYANCERS

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

55 CHURCH STREET	
CROYDON	
SURREY	
Postcode	CR9 1PB

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

ORMEROD MORRIS & DUMONT	
10 HIGH STREET	
CROYDON	
SURREY	Postcode CR9 2BH

Number of continuation sheets attached (see note 1)

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LEWISBURGH  
TELEPHONE 0181 253 3333



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

For official Use  
General Section

Post room

COMPTON HOUSE  
- 4 MAR 1989

M  
COMPTON HOUSE  
21 FEB 1989

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 do not write in this margin

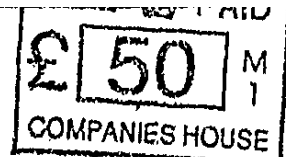
Name (note 3)	NIGEL FRANCIS EWERT EVANS			Business occupation
				LICENSED CONVEYANCER
Previous name(s) (note 3)				Nationality
Address (note 4)	SUILVEN			BRITISH
	BUTLERS DENE ROAD, WOLDINGHAM			Date of birth (where applicable)
	SURREY	Postcode	CR3 7HD	(note 6) 12.3.51
Other directorships †				
CROYDON CONVEYANCING COMPANY LIMITED				
I consent to act as director of the company named on page 1				
Signature			Date 13 January 1989	

† enter particulars of other directorships held or previously held (see note 8) if this space is insufficient use continuation sheet

Name (note 3)	MRS JANE ANNE THURLEY			Business occupation
				TRAINEE LICENSED CONVEYANCER
Previous name(s) (note 3)				Nationality
Address (note 4)	11 SUNDOWN AVENUE			BRITISH
	SANDERSTEAD			Date of birth (where applicable)
	SURREY	Postcode	CR2 0RQ	(note 6) 4.6.51
Other directorships †				
I consent to act as director of the company named on page 1				
Signature			Date 3rd February 1989	

Name (note 3)	STEVEN REGINALD ALLPORT			Business occupation
				LICENSED CONVEYANCER
Previous name(s) (note 3)				Nationality
Address (note 4)	4 HYDE GARDENS			BRITISH
	EASTBOURNE			Date of birth (where applicable)
	EAST SUSSEX	Postcode	BN21 4PN	(note 6) 28.12.55
Other directorships †				
IDEALSCAN LIMITED				
I consent to act as director of the company named on page 1				
Signature			Date 23.1.89	





2361202  
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THE COMPANIES ACT 1985  
COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

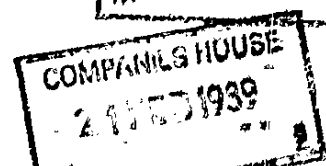
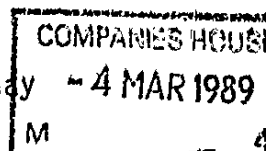
OF

THE SOCIETY OF LICENSED CONVEYANCERS

1. The name of the Company (hereinafter called 'the Society') is "THE SOCIETY OF LICENSED CONVEYANCERS".
2. The Registered Office of the Society is to be situated in England and Wales.
3. The objects for which the Society is established are
  - a) to promote the profession of Licensed Conveyancers as providers of conveyancing and associated services.
  - b) to promote, encourage maintain and improve the practice of Licensed Conveyancers.
  - c) to consider the law and practice relating to conveyancing and associated services and to Licensed Conveyancers and to promote, support or oppose bills in Parliament or other measures affecting such law or profession.

And the Society shall have the following powers exercisable in furtherance of its said objects but not otherwise, namely:-

- A) to purchase, take on lease or in exchange, hire or otherwise acquire real or personal property and rights or privileges, and to construct, maintain and alter buildings or erections.
- B) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Society
- C) To undertake and execute any Charitable Trusts which may lawfully be undertaken by the Society.



LR  
£ 50

D) To borrow or raise money on such terms and on such security as may be thought fit.

E) To invest the moneys of the Society not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, 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.

F) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes.

G) To do all such other things as are incidental to the attainment or furtherance of the said objects or any of them.

Provided that:-

i) In case the Society shall take or hold any property which may be subject to any trusts, the Society shall only deal with or invest the same in such manner as allowed by law, having regard to such trusts.

ii) The Society's objects shall not extend to the regulation of relations between workers and employers or organisations of workers and organisations of employers.

iii) In case the Society shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the Society shall not sell, mortgage, charge or lease the same without such authority, approval or consent as may be required by law, and as regards any such property the Board of Management or Governing Body of the Society 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 they would as such Board of Management or Governing Body have been if no incorporation had been effected, and the incorporation of the Society shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over such Board of Management or Governing Body, but they shall as regards any such property be subject jointly and separately to such control or authority as if the Society were not incorporated.

4. The income and property of the Society 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 of profit, to members of the Society and no member of its Board of Management or Governing Body shall be appointed to any office of the Society paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the Society.

Provided that nothing herein shall prevent any payment in good faith by the Society.

A) of reasonable and proper remuneration to any member, officer or servant of the Society (not being a member of its Board of Management or Governing Body) for any services rendered to the Society;

B) of interest at a rate not exceeding 6 per cent. per annum on money lent or reasonable and proper rent for premises demised or let by any member of the Society or of its Board of Management or Governing Body;



C) to any member of its Board of Management or Governing Body of out-of-pocket expenses;

D) to a company of which a member of the Society or of its Board of Management or Governing Body may be a member holding not more than one hundredth part of the capital of such company.

5. No addition, alteration, or amendment shall be made to or in the provisions of the Memorandum or Articles of Association for the time being in force, which would have the effect that the Society shall cease to be a company to which section 30 of the Companies Act 1985 applies.

6. The liability of the members is limited.

7. Every member of the Society undertakes to contribute such amount as may be required not exceeding £1 to the assets of the Society 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 Society'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.

WE, the subscribers to this Memorandum of Association, wish to be formed into a Company pursuant to this Memorandum.

---

NAMES AND ADDRESSES OF SUBSCRIBERS

---

Nigel Francis Ewert Evans,  
Suliven, Butlers Dene Road,  
Woldingham, Surrey CR3 7HD

*NF Ewert Evans.*

Jane Anne Thurley  
11, Sundown Avenue,  
Sanderstead,  
Surrey CR2 0RQ

*JA Thurley*

Steven Reginald Allport  
4, Hyde Gardens,  
Eastbourne  
East Sussex BN21 UPN

*Steven Reginald Allport*  
*P.V. Archer*  
*4 Hyde Gardens*  
*Eastbourne*  
*East Sussex*  
*Sec/Assistant*

---

Dated 6th day of February 19 89 .

Witness to the above Signatures

*Mrs J L Wieszczek*  
*35 Waddon Park Ave*  
*Croydon*  
*Legal Secretary.*

# THE COMPANIES ACT 1985

## COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

### ARTICLES OF ASSOCIATION

#### OF

#### THE SOCIETY OF LICENSED CONVEYANCERS

##### GENERAL

1. In these presents the words standing in the first column of the Table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column thereof, if not inconsistent with the subject or context

##### WORDS

##### MEANINGS

The Act .. ..	The Companies Act 1985 and every statutory modification and re-enactment thereof for the time being in force.
These Articles ..	These Articles of Association, and the regulations of the Society from time to time in force.
The Society ..	The above-named Company.
The Board ..	The Board of Management for the time being of the Society.
The Office ..	The registered office of the Society.
The Seal ..	The common seal of the Society.
The United Kingdom ..	Great Britain and Northern Ireland.
Month ..	Calendar Month.
In writing ..	Written, printed or lithographed, or partly one and partly another, and other modes of representing or producing words in a visible form.
Clear days ..	In relation to a period of 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.

And words importing the singular number only shall include the plural number, and vice versa.

Words importing the masculine gender only shall include the feminine gender; and

Words importing persons shall include corporations.

Subject as aforesaid, any words or expressions defined in the Act shall, if not inconsistent with the subject or context, bear the same meanings in the Articles.

2. The Society is established for the purposes expressed in the Memorandum of Association.

3. The subscribers to the Memorandum of Association and such other persons as the Board shall admit to membership in accordance with the Articles shall be members of the Society. No person shall be admitted as a member of the Society unless he is approved by the Board. Every person who wishes to become a member shall deliver to the Society an application for membership in such form as the Board require executed by him.

4. There shall be three classes of members of the Society namely:-  
i) Ordinary members  
ii) Non-Practising members; and  
iii) Associate members

But the Non-practising and Associate members shall not be deemed to be members for the purpose of Paragraph 7 of the Memorandum of Association. No person holding a practising certificate issued by the Law Society of England & Wales shall be entitled to or admitted to membership.

5. Each subscriber to the Memorandum of Association and each other person admitted under Article 3 shall be admitted as an Ordinary member provided that he

- i) holds a licence (whether conditional or unconditional) issued by the Council for Licensed Conveyancers; and
- ii) practises as a Licensed Conveyancer as a sole principal, in partnership or as a director of a company providing conveyancing services as defined in the Administration of Justice Act 1985.

6. Members who hold a licence but do not qualify as Ordinary members shall be admitted as Non-Practising members. Associate membership shall be open to a student being a person registered with the Council for Licensed Conveyancers as intending to take examinations normally set by that Council or a person who is registered with that Council as intending to take that Council's transitional examinations. A member who ceases to qualify as a member of the class to which he was admitted may apply, if appropriate, to transfer to another class.

7. The subscription payable by each member shall be the sum of one pound or such sum as the Board may from time to time determine for each class of member. Subscriptions shall be paid on election to membership for a proportion of the year to the 30th day of June and thereafter on the 1st day of July in each year or such other date as the Board may determine.

8. A Member shall cease to be a Member in any of the following circumstances:-

- i) failure to pay any subscription within fourteen days of being informed in writing that such failure will result in membership ceasing.
- ii) if by writing he gives fourteen days' clear notice to the Board of his desire to resign from Membership. Membership shall not be transferable and shall cease on death.

iii) if he is removed from Membership by a resolution of the Board passed at a specially convened meeting of which he shall have been given reasonable notice and at which he shall have been given reasonable opportunity of attending and being heard.

iv) failure to comply with the requirements for membership of the class to which he was admitted.

## GENERAL MEETINGS

9. The Society shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place as may be determined by the Board and shall specify the meeting as such in the notices calling it, provided that every Annual General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding Annual General Meeting, and that so long as the Society holds its first Annual General Meeting within eighteen months after its incorporation it need not hold it in the year of its incorporation or in the following year.
10. All General Meetings, other than Annual General Meetings, shall be called Extraordinary General Meetings.
11. The Board may whenever they think fit convene an Extraordinary General Meeting, and Extraordinary General Meetings shall also be convened on such requisition, or in default may be convened by such requisitionists, as provided by section 368 of the Act.
12. Twenty-one clear days' notice in writing at the least of every Annual General Meeting and of every meeting convened to pass a Special Resolution, and fourteen clear days' notice in writing at the least of every other General Meeting, specifying the place, the day and the hour of meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons (including the Auditors) as are under these Articles or under the Act entitled to receive such notices from the Society; but with the consent of all the members having the right to attend and vote thereat, or of such proportion of them as is prescribed by the Act in the case of meetings other than Annual General Meetings, a meeting may be convened by such notice as those members may think fit.

13. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceeding had, at any meeting.

#### PROCEEDINGS AT GENERAL MEETINGS

14. All business shall be deemed special that is transacted at an Extraordinary General Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the income and expenditure account and balance sheet, and the reports of the Board and of the Auditors, the election of members of the Board in the place of those retiring, and the appointment of, and the fixing of the remuneration of, the Auditors.

15. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided five ordinary members personally present shall be a quorum.

16. If within half an hour from the time appointed for holding of General Meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, or at such other place as the Board may determine.

17. The Chairman (if any) of the Board shall preside as Chairman at every General Meeting, but if there be no such Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the members present shall choose some member of the Board, or if no such member be present, or if all the members of the Board present decline to take the chair, they shall choose some member of the Society who shall be present to preside.



18. The Chairman may, with the consent of any 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 any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, the members shall not be entitled to any notice of an adjournment, or of the business to be transacted at an adjourned meeting.

19. i) A resolution for the appointment of a member of the Board who is a Non-Practising member as defined by Article 6 shall only be carried if a majority of Non-Practising members attending the meeting personally or by proxy approves the resolution.

ii) A resolution for the appointment of a member of the Board who is an Associate member as defined by Article 6 shall only be carried if a majority of such Associate members who attending the meeting personally or by proxy approves the resolution.

iii) Save as provided in 19 i) and 19 ii) no resolution shall be carried unless a majority of Ordinary members attending the meeting personally or by proxy approves the resolution.

20. 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 upon the declaration of the result of the show of hands, demanded by the Chairman or by at least two members present in person or by proxy, or by a member or members present in person or by proxy and representing one tenth of the total voting rights of all the members having the right to vote on that resolution at the meeting and unless

a poll be so demanded a declaration by the Chairman of the meeting 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 minute book of the Society shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution. The demand for a poll may be withdrawn.

21. Subject to the provisions of Article 22, if a poll be demanded in manner aforesaid, it shall be taken at such time and place, and in such manner, as the Chairman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

22. No poll shall be demanded on the election of a Chairman of a meeting, or on any question of adjournment.

23. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the Meeting shall be entitled to a second casting vote.

24. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

25. Subject to the provisions of the Act a resolution in writing signed by all the members for the time being entitled to receive notice of and to attend and vote at General Meetings (or being corporations by their duly authorised representatives) shall be as valid and effective as if the same had been passed at a General Meeting of the Association duly convened and held.

#### VOTES OF MEMBERS

26. Subject as hereinafter provided, every member shall have one vote.

27. Save as herein expressly provided, no member other than a member duly registered, who shall have paid every subscription and other sum (if any) which shall be due and payable to the Society in respect of his membership, shall be entitled to vote on any question either personally or by proxy, or as a proxy for another member, at any General Meeting.

28. 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.

29. Votes may be given on a poll either personally or by proxy. On a show of hands a member present only by proxy shall have no vote.

30. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing.

31. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy thereof shall be deposited at the Office not less than forty-eight hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or in the case of a poll not less than twenty-four hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of twelve months from the date of its execution.

32. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, provided that no intimation in writing



36. The Board may from time to time and at any time appoint any member of the Society as a member of the Board either to fill a casual vacancy or by way of addition to the Board. Any member so appointed shall retain his office only until the next Annual General Meeting, but he shall then be eligible for re-election.

37. No person who is not a member of the Society shall in any circumstances be eligible to hold office as a member of the Board.

#### POWERS OF THE BOARD

38. The business of the Society shall be managed by the Board who may pay all such expenses of, and preliminary and incidental to, the promotion, formation, establishment and registration of the Society as they think fit, and may exercise all such powers of the Society, and do on behalf of the Society all such acts as may be exercised and done by the Society, and as are not by the Act or by the Articles required to be exercised or done by the Society in General Meeting, subject nevertheless to any regulations of the Articles, to the provisions of the Act and to such regulations, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Society in General Meeting; but no regulation made by the Society in General Meeting shall invalidate any prior act of the Board which would have been valid if such regulation had not been made.

39. The members for the time being of the Board may act notwithstanding any vacancy in their body; provided always that in case the members of the Board shall at any time be or be reduced in number to less than the minimum number prescribed by or in accordance with the Articles, it shall be lawful for them to act as the Board for the purpose of admitting persons to membership of the Society, filling up vacancies in their body, or of summoning a General Meeting, but not for any other purpose.

## SECRETARY

40. Subject to the provisions of the Act the Secretary shall be appointed by the Board for such time at such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. The provisions of sections 283 and 284 of the Act shall apply and be observed. The Board may from time to time by resolution appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

## THE SEAL

41. The Seal shall not be affixed to any instrument except by the authority of a resolution of the Board, and in the presence of one member of the Board and of the Secretary, and the said member and Secretary shall sign every instrument to which the Seal shall be so affixed in their presence, and in favour of any purchaser or person bona fide dealing with the Society such signatures shall be conclusive evidence of the fact that the Seal has been properly affixed.

## DISQUALIFICATION OF MEMBERS OF THE BOARD

42. The office of a member of the Board shall be vacated
- A) If he ceases to be a member of the Society
  - B) If by notice in writing to the Society he resigns his office.
  - C) If he ceases to hold office by virtue of any provision of the Act or he becomes prohibited by law from being a Director of a Company.
  - D) If he becomes bankrupt or makes any arrangement or composition with his creditors generally.
  - E) If he becomes of unsound mind.

## ROTATION OF MEMBERS OF THE BOARD

43. At the first Annual General Meeting and at the Annual General Meeting to be held in every subsequent year, one third of the members of the Board for the time being, or if their number is not a multiple of three then the number nearest to one-third, shall retire from office.

44. The members of the Board to retire shall be those who have been longest in office since their last election or appointment. As between members of equal seniority, the members to retire shall in the absence of agreement be selected from among them by lot. The length of time a member has been in office shall be computed from his last election or appointment. A retiring member of the Board shall be eligible for re-election.

45. The Society may, at the meeting at which a member of the Board retires in manner aforesaid, fill up the vacated office by electing a person thereto, and in default the retiring member shall, if offering himself for re-election, be deemed to have been re-elected, unless at such meeting it is expressly resolved not to fill such vacated office, or unless a resolution for the re-election of such member shall have been put to the meeting and lost.

46. No person not being a member of the Board retiring at the meeting shall, unless recommended by the Board for election, be eligible for election to membership of the Board at any General meeting, unless within the prescribed time before the day appointed for the meeting there shall have been given to the Secretary notice in writing, by some member duly qualified to be present and vote for such appointment at the meeting for which such notice is given, of his intention to propose such person for election, and also notice in writing, signed by the person to be proposed, of his willingness to be

elected. The prescribed time above mentioned shall be such that, between the date when the notice is served, or deemed to be served, and the day appointed for the meeting there shall be not less than four nor more than twenty-eight intervening days.

47. The Society may from time to time in General Meeting increase or reduce the number of members of the Board, and determine in what rotation such increased or reduced number shall go out of office, and may make the appointments necessary for effecting any such increase.

48. In addition and without prejudice to the provisions of Section 303 of the Act, the Society may by Extraordinary Resolution remove any member of the Board before the expiration of his period of office, and may by an Ordinary Resolution appoint another qualified member in his stead; but any person so appointed shall retain his office so long as the member in whose place he is appointed would have held the same if he had not been removed.

#### PROCEEDINGS OF THE BOARD

49. The Board may meet together for the dispatch of business adjourn and otherwise regulate their meetings as they think fit and determine the quorum necessary for the transaction of business. Unless otherwise determined, four Ordinary members and one Non-Practising member or Associate member shall be a quorum. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman shall have a second or casting vote.

50. A member of the Board may, and on the request of a member of the Board the Secretary shall, at any time, summon a meeting of the Board by notice served upon each member of the Board.

51. The Board shall from time to time elect a Chairman who shall be entitled to preside at all meetings of the Board at which he shall



be present, and may determine for what period he is to hold office, but if no such Chairman be elected, or if at any meeting the Chairman be not present within five minutes after the time appointed for holding the meeting and willing to preside, the members of the Board present shall choose one of their number to be Chairman of the meeting.

52. A meeting of the Board at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under the regulations of the Society for the time being vested in the Board generally.

53. The Board may delegate any of their powers to committees consisting of such member or members of the Board and other members as they think fit, and any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Board. The meetings and proceedings of any such committee shall be governed by the provisions of the Articles for regulating the meetings and proceedings of the Board so far as applicable and so far as the same shall not be superseded by any regulations made by the Board.

54. All acts bona fide done by any meeting of the Board or of any committee of the Board or by any person acting as a member of the Board, shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Board.

55. The Board shall cause proper minutes to be made of all appointments of officers made by the Board and of the proceedings of

all meetings of the Society and of the Board and of committees of the Board, and all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the Chairman of such meeting, or by the Chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.

56. A resolution in writing signed by all the members for the time being of the Board or of any committee of the Board who are entitled to receive notice of a meeting of the Board or of such committee shall be as valid and effectual as if it had been passed at a meeting of the Board or of such committee duly convened and constituted.

#### ACCOUNTS

57. The Board shall cause accounting records to be kept in accordance with the requirements of the Act.

58. The accounting records shall be kept at the Office, or, subject to the provisions of the Act, at such other place or places as the Board shall think fit, and shall always be open to the inspection of the officers of the Society.

59. The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounting records of the Society or any of them shall be open to the inspection of members not being officers of the Society, and no member (not being an officer) shall have any right of inspecting any accounting records or other book or document of the Society except as conferred by statute or authorised by the Board or by the Society in General Meeting.

60. At the Annual General Meeting in every year the Board shall in accordance with the provisions of the Act lay before the Society an

income and expenditure account for the period since the last preceding accounting reference date or (in the case of the first account) since the incorporation of the Society together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Board and the Auditors, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than twenty-one clear days before the date of the meeting at which they are to be laid be delivered or sent by post to the Auditors and to all other persons entitled to receive notices of General Meetings in accordance with Section 240 of the Act in the manner in which notices are hereinafter directed to be served. The Auditors' report shall be open to inspection and be read before the meeting as required by Section 241(2) of the Act.

#### AUDIT

61. In accordance with the provisions of the Act once at least in every year the accounts of the Society shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.

62. Auditors shall be appointed and their duties regulated in accordance with the provisions of the Act, the members of the Board being treated for all purposes as the Directors mentioned in those provisions.

#### NOTICES

63. A notice may be served by the Society upon any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at his registered address as appearing in the

register of members.

64. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Association an address within the United Kingdom at which notices may be served upon him, shall be entitled to have notices served upon him at such address, but, save as aforesaid and as provided by the Act, only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Society.

65. Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office as a prepaid first class letter.

#### DISSOLUTION

66. If upon the winding up or dissolution of the Society 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 Society, but shall be transferred either to some other institution (whether or not a member of the Society) having objects similar to the objects of the Society, or to some institution (whether or not a member of the Society) the objects of which are the promotion of charity and anything incidental or conducive thereto, such institution or institutions to be determined by the members of the Society at or before the time of dissolution.

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NAMES AND ADDRESSES OF SUBSCRIBERS

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Nigel Francis Ewert Evans  
Suilven, Butlers Dene Road,  
Woldingham, Surrey, CR3 7HD

*N.F. Ewert Evans.*

Jane Anne Thurley  
11, Sundown Avenue,  
Sanderstead, Surrey CR2 0RQ

*JA Thurley*

Steven Reginald Allport  
4, Hyde Gardens  
Eastbourne  
East Sussex BN21 UPN

*Steven Allport*  
*P.V. Archer*  
*4 Hyde Gardens*  
*Eastbourne*  
*East Sussex*  
*Sec/Assistant*

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Dated 6th day of February

1989 .

Witness to the above Signatures

*Mrs. J. A. Wereszczuk*  
*35 Waddon Park Ave*  
*Croydon*  
*Surrey*  
*Legal Secretary.*

**FILE COPY**



**CERTIFICATE OF INCORPORATION  
OF A PRIVATE LIMITED COMPANY**

No. 2361202

I hereby certify that

**THE SOCIETY OF LICENSED CONVEYANCERS**

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 15 MARCH 1989

*F. A. Joseph*

F. A. JOSEPH  
an authorised officer

# COMPANIES HOUSE

If you need to contact us regarding  
this notice, please quote reference

THE DIRECTORS  
THE SOCIETY OF LICENSED CONVEYANCERS  
55 CHURCH ST  
CROYDON  
SURREY  
CR9 1PB

DEF6/ 02361202

Date: 18 JUNE 1991

## COMPANIES ACT 1985 (Section 652)

The REGISTRAR OF COMPANIES gives NOTICE  
that, unless cause is shown to the contrary,  
at the expiration of 3 months from the  
above date the name of

THE SOCIETY OF LICENSED CONVEYANCERS

will be struck off the register and  
the company will be dissolved.

COMPANIES HOUSE  
CARDIFF  
CF4 3UZ

Tel: Cardiff (0222) 380010

596

FILE COPY

**dti**

Companies House is an executive agency within the Department of Trade and Industry

HD802

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225(1)

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

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985 as inserted by section 3 of the Companies Act 1989

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

1. To the Registrar of Companies  
(Address overleaf - Note 6)

Company number

2361202

Name of company

\* THE SOCIETY OF LICENSED CONVEYANCERS

\* Insert full name of company

**Note**

Details of day and month in 2, 3 and 4 should be the same. Please read notes 1 to 5 overleaf before completing this form.

2. 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

Day Month

3 1 1 2

3. 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 1 1 2 1 9 9 1

† delete as appropriate

4. If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on the exception in paragraph (a) in the second part of section 225(4) of the Companies Act 1985, the following statement should be completed:

The company is a [subsidiary][parent]† undertaking of

\_\_\_\_\_, company number \_\_\_\_\_  
the accounting reference date of which is \_\_\_\_\_

5. If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on the second part of section 225(4) of the Companies Act 1985, the following statement should be completed:

An administration order was made in relation to the company on \_\_\_\_\_ N/A  
and it is still in force.

\* Insert Director, Secretary, Receiver, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

6. Signed N. H. Evans Designation: Director Date 3 May 1991

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

For official use  
D.E.B.

Post room

COMPANIES HOUSE  
26 JUN 1991  
14 15



## STRIKING OFF ACTION DISCONTINUED

02361202 THE SOCIETY OF LICENSED CONVEYANCERS

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Cause has been shown why the above company should not be struck off the register and accordingly the Registrar is taking no further action under section 652 of the Companies Act 1985 pursuant to the Notice dated 12/07/91