

2388957

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

CANARY WHARF INVESTMENTS (FOUR) LIMITED*

- 1.* The Company's name is "CANARY WHARF INVESTMENTS (FOUR) LIMITED".
2. The Company's registered office is to be situate in England and Wales.
- 3.* The objects for which the Company is established are:-
 - (a) to enter into a lease for a term of approximately 1,000 years in respect of floors 18 to 24 of The Tower, One Canada Square, Canary Wharf, Isle of Dogs, London E14 ("the Property");
 - (b) to enter into a Deed of Apportionment with Canary Wharf Investments Limited ("CWIL") and CWL in respect of the Property;
 - (c) to enter into a licence to assign with CWIL and CWL in respect of the Property;

* The name of the Company and the objects clause were changed by Special Resolutions 30 March 1995.



- (d) to enter into a transfer with CWL whereby the Company will acquire the Property;
- (e) to enter into a loan agreement with CWIL pursuant to which CWIL will make available to the Company a term loan facility of up to £41 million;
- (f) to enter into a debenture with CWIL pursuant to which the Company will charge the Property in favour of CWIL by way of security for all monies due from the Company to CWIL;
- (g) to enter into an Accession Deed with Lloyds pursuant to which the Company agrees to affirm and ratify the relevant agreements as defined therein and agrees to be bound by the terms and provisions of the relevant agreements;
- (h) to undertake the transactions contemplated by the terms of the above documents; and
- (i) to do all such other things as may be deemed incidental or conducive to the attainment of the foregoing objects and the fulfilment of the statutory, regulatory and other requirements.

And it is hereby declared that the objects of the Company as specified in each of the foregoing paragraphs of this Clause (except only if and so far as otherwise expressly provided in any paragraph) shall be separate and distinct objects of the Company and shall not be in any way limited by reference to any other paragraph or the order in which the same occur or the name of the Company.

- 4. The liability of the members is limited.
- 5. The share capital of the Company is £100 divided into 100 shares of £1 each.