

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

Please do not
write in
this margin

Pursuant to section 23(3) of the Companies Act 1985

To the Registrar of Companies

For official use For official use

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

[] [] [] []

2561647

Name of Company

*Insert full name
of company

* HILTON FASHIONS LIMITED

I, Robert Stephen Kelford a duly authorised Officer of
Chettleburgh International Limited of Temple House, 20
Holywell Row, London EC2A 4JB

1 delete as
appropriate

do solemnly and sincerely declare that Chettleburgh International Limited is
the body corporate named as 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 130 High Street
Hornchurch
Essex RM12 4UH

the 15th day of November
One Thousand nine hundred and NINETY
before me

Declarant to sign below



A Commissioner for Oaths ~~or Notary Public or Justice of~~
~~the peace or Solicitors having the powers conferred on a~~
~~Commissioner for Oaths~~

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

CHETTLEBURGH'S LIMITED
Temple House,
20, Holywell Row,
London EC2A 4JB

Tel: (01) 377-0381

For Official use

General Section

Post room



C O M P A N I E S H O U S E

10

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

This form should be completed in black.

Company name (in full)

☐ CN

For official use ☐

HILTON FASHIONS LIMITED

Registered office of the company on
incorporation.

☐ RO

Temple House

20 Holywell Row

Post town London

County/Region

Postcode EC2A 4JB

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

☒ X

Name Chettleburgh's Limited

☐ RA

Temple House

20 Holywell Row

Post town London

County/Region

Postcode EC2A 4JB

Number of continuation sheets attached

☐ 0

To whom should Companies House
direct any enquiries about the
information shown in this form?

Chettleburgh's Limited

Temple House, 20 Holywell Row

London

Postcode EC2A 4JB

Telephone (071) 377-0381

Extension

Name ***Style/Title**
Forenames
Surname
***Honours etc**
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Consent signature

Directors (See notes 1 - 5)

Please list directors in alphabetical order.

Name ***Style/Title**
Forenames
Surname
***Honours etc**
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

Business occupation

Other directorships

*** Voluntary details**

Page 2 **Consent signature**

CS

Chettleburgh International Limited

AD

Temple House

20 Holywell Row

Post town London

County/Region

Postcode EC2A 4JB Country England

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

Signed

Date 1st November, 1990

Robert Stephen Kelford for and on behalf
of Chettleburgh International Limited

CD

Chettleburgh's Limited

AD

Temple House

20 Holywell Row

Post town London

County/Region

Postcode EC2A 4JB Country England

DO

2 9 0 8 5 8

Nationality **NA** British

OC

Company Registration Agents

OD

None

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

Signed

Date 1st November, 1990

Robert Stephen Kelford for and
on behalf of Chettleburgh's Limited

Name ***Style/Title**
 Forenames
 Surname
***Honours etc**
 Previous forenames
 Previous surname

Address

Usual residential address must be given.
 In the case of a corporation, give the
 registered or principal office address.

Date of birth
 Business occupation
 Other directorships

*** Voluntary details**

Consent signature

CD

AD

Post town

County/Region

Postcode

Country

DO

Nationality **NA**

OC

OD

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

Signed

Date

Delete if the form
 is signed by the
 subscribers.

Signature of agent on behalf of all subscribers Date 1st November, 1990

Delete if the form
 is signed by an
 agent on behalf of
 all 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

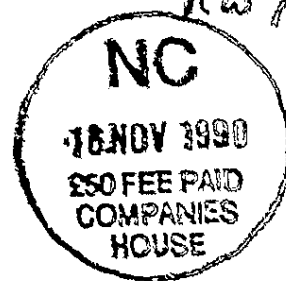
Signed

Date

Signed

Date

THE COMPANIES ACT 1985.
A PRIVATE COMPANY LIMITED BY SHARES.
MEMORANDUM OF ASSOCIATION of
HILTON FASHIONS LIMITED



1. The name of the Company is:- HILTON FASHIONS LIMITED
2. The Registered Office of the Company will be situated in England and Wales
3. The object of the Company is to carry on business as a general commercial company.
4. The liability of the members is limited.
5. The company's share capital is £100 divided into 100 shares of £1 each.

We, the persons whose names and addresses are subscribed hereafter are desirous of being formed into a Company in pursuance of this Memorandum and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Names, Addresses and Descriptions
of the Subscribers.

Number of Shares taken
by each Subscriber.

Chettleburgh's Limited
by Robert Stephen Kelford
a duly authorised Officer
Temple House
20 Holywell Row
London EC2A 4JB

One (1) Ordinary Share
with a par value of £1

Company Registration Agents

Chettleburgh International Limited
by Robert Stephen Kelford
a duly authorised Officer
Temple House
20 Holywell Row
London EC2A 4JB

One (1) Ordinary Share
with a par value of £1

Anglo-Japanese Consultants

Total Shares Taken:-

Two (2) Ordinary Shares with a
par value of £1 each.

Dated the 1st day of November, 1990

Witness to the above signatures:-

Ian Michael Cheffins
Temple House
20 Holywell Row
London EC2A 4JB

Company Registration Agent.

£560/MB/P12/101487

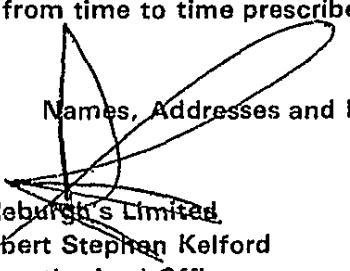
THE COMPANIES ACT 1985
A PRIVATE COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION of

HILTON FASHIONS LIMITED

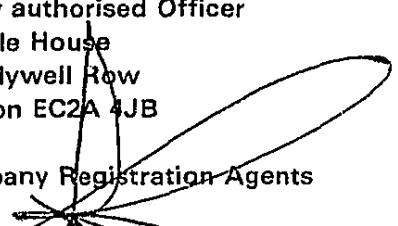
PRELIMINARY.

1. The Company is a Private Company within the meaning of Section 1 of the Companies Act 1985. Accordingly the Company shall not offer to the public (whether for cash or otherwise) any shares in or debentures of the Company or allot or agree to allot (whether for cash or otherwise) any shares in or debentures of the Company with a view to all or any of the shares or debentures being offered for sale to the public.
2. The Regulations set out in Table A of the Schedule to the Companies (Tables A to F) Regulations 1985 shall apply to this Company either in their entirety or with such variations as the Company shall by Special Resolution from time to time prescribe.

Names, Addresses and Descriptions of the Subscribers.


~~Chettleburgh's Limited~~
by Robert Stephen Kelford
a duly authorised Officer
Temple House
20 Holywell Row
London EC2A 4JB

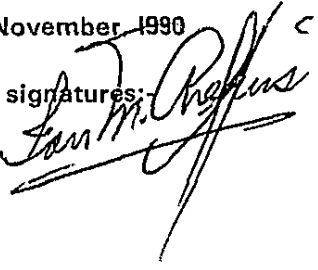
Company Registration Agents


~~Chettleburgh International Limited~~
by Robert Stephen Kelford
a duly authorised Officer
Temple House
20 Holywell Row
London EC2A 4JB

Anglo Japanese Consultants

Dated the 1st day of November 1990

Witness to the above signatures:


Ian Michael Cheffins
Temple House
20 Holywell Row
London EC2A 4JB

Company Registration Agent



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

No. 2561647

I hereby certify that

HILTON FASHIONS LIMITED

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 23 NOVEMBER 1990

42 Rose
M. ROSE

an authorised officer