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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 letteringTo the Registrar of Companies
(Address overleaf)

For official use

For official use

Name of company

* HAVEN EAST LIMITED* insert full
name of CompanyDAVID PENNEY signing on behalf

I,

of PROPERTY HOLDINGS LIMITED100 WHITE LION STREET, LONDON, N1 9PF† 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 TROTT & GENTRY SOLICITORS
80 ISLINGTON HIGH STREET

Declarant to sign below

LONDON N128TH day of MAYthe 28TH day of MAYOne thousand nine hundred and 93before me Steph Leeson

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



Presenter's name address and
reference (if any):
**PROPERTY SEARCH AGENCY
LIMITED
100 WHITE LION STREET
LONDON
N1 9PF
(TEL: 071 837 8889)**

For official Use

New Companies Section

Post room



COMPANIES HOUSE

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 ☐

HAVEN EAST LIMITED

Registered office of the company on
incorporation.

☒ RO

100 WHITE LION STREET

Post town LONDON

County/Region

Postcode N1 9PF

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 PROPERTY SEARCH AGENCY LIMITED

☒ RA

100 WHITE LION STREET

Post town LONDON

County/Region

Postcode N1 9PF

Number of continuation sheets attached

☐

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

PROPERTY SEARCH AGENCY LIMITED

100 WHITE LION STREET

LONDON

Postcode N1 9PF

071 837 8889

124

Telephone

Extension

Company Secretary (See notes 1 - 5)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**CS**

LOCATION MATTERS LIMITED

N/A

N/A

N/A

AD

100 WHITE LION STREET

Post town LONDON

County/Region

N1 9PF

ENGLAND

Postcode

Country

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

Signed

S. Dune

Date

27-5-93

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****CD**

PROPERTY HOLDINGS LIMITED

N/A

N/A

N/A

AD

100 WHITE LION STREET

Post town LONDON

County/Region

N1 9PF

Country

ENGLAND

Postcode

DO 1 2 0 7 8 9

Nationality

NA

BRITISH

OC

LAW AGENT

OD

NONE

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

Signed

David Penney

Date

27-5-93

Consent signature

Directors (continued)

(See notes 1 - 5)

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

27-5-93

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

232445

Companies Act 1985 and 1989
A Private Company Limited by Shares

MEMORANDUM OF ASSOCIATION



OF

HAVEN EAST LIMITED

1. The Company's name is "Haven East Limited".
2. The Registered Office of the Company will be situated in England & Wales.
3. The Company's objects are:-
 - (a) To acquire, hold, manage, maintain, administer and deal with certain land and buildings and the common roads, pathways and gardens adjacent and belonging thereto (hereinafter called "the property") situate at Haven East, 146 and 148A Dalston Lane, London, E8 and to layout, provide for and maintain in good order the property and to provide such renewals and additions as may from time to time become necessary to maintain and improve the amenities of the property, including making contributions to communal garden areas, placing and maintaining of policies of insurance in respect of all parts of the property against loss or damage by fire, storm or tempest or special perils normally included in the Property Owners Liability Policies and placing and maintaining of policies of insurance against all Third Party Claims and all such other policies of insurance as shall be considered necessary or desirable or fit.
 - (b) (i) To acquire by purchase, lease, concession, grant, licence, or otherwise, such land, buildings, leases, rights, privileges, stocks, shares and debentures in public or private companies, corporate or incorporate, policies of insurance and such other property, real or personal and rights and interest in property as the Company shall deem fit, and may acquire the same for purposes of investment and

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with a view of receiving the income therefrom, or may deal or traffic in lands, buildings, leases, underleases, stocks, shares, debentures or other of its property, real or personal or assets

(ii) To carry on the business of land development and to buy, take on lease, or otherwise acquire, and to sell, let on lease, or otherwise turn to account lands and buildings and any rights and privileges connected therewith and in particular to develop any such lands by laying out, constructing and maintaining roads, sewers, drains and waterworks and by constructing buildings thereon and laying out all forms of recreational grounds, amenities and conveniences.

(iii) To enter into agreements with builders, contractors, agents, tenants and purchasers, and to advance money to these and others on the security of lands developed or not, and to guarantee and secure the repayment of money borrowed from any financial institution on the security of lands developed or not and to carry on the business of builders, contractors, decorators, builders' merchants, and all other business connected with the building trade.

(iv) To undertake the management and administration of all types of accommodation, office and shop premises and to provide such services for the tenants and residents thereof and to carry out such reconstruction, repair or maintenance as may be necessary or desirable.

(v) To manage any land, buildings, or other property, and to collect rents and income, and to supply to lessees, residents, tenants, occupiers and others, heating, lighting, cleaning, gas, water, electricity and other necessary services, gardens, conveniences, lifts, garages and other amenities and to maintain the same and in connection therewith to engage and employ such servants, gardeners and other persons.

- (c) To carry on any other business or trade of which the Company may think fit, to be capable of being conveniently or profitably carried on in connection with or ancillary to any business which will enhance the value of any of the Company's property or assets.
- (d) To purchase or acquire by freehold or leasehold any property, estate, building, and any form of real or personal property, easements, privileges, rights, concessions, patents, machinery, stock, secret processes, licences and hold for any interest for the purpose of or in connection with the Company's business or any branch or department thereof.
- (e) To erect, build, construct, alter, enlarge, pull down, maintain any office's, factories, shops, stores, bridges, reservoirs, works, buildings, mills, wharves, plant and machinery which is necessary or convenient for the Company's business, and to contribute or subsidise the construction, maintenance and erection of any of the above.

- (f) To support, guarantee and/or secure either with or without consideration the payment of any debenture stock, debentures, dividends, shares or moneys or the performance of engagements or contracts of any other Company or person including (but without prejudice to the generality of the foregoing) of any Company which is, for the time being, the Company's holding company as defined by Section 736 of the Companies Act, 1985 or another subsidiary, as defined by the said section, of the Company's holding company or otherwise associated with the Company in business and to give indemnities and guarantees of all kinds and by way of security as aforesaid either with or without consideration to mortgage and charge the undertaking and all or any of the real and personal property and assets present or future, to issue debentures and debenture stock and collaterally or further to secure any securities of the Company by a Trust Deed or other assurance.
- (g) To draw, make, accept, negotiate, endorse, execute, discount and issue promissory notes, bills of exchange and other negotiable instruments; to receive money on deposit or loan upon such terms as approved by the Company and to act as bankers for customers and others.
- (h) To borrow or raise money, free or secure any debt or obligation binding on the Company as the Company shall think fit and in particular by mortgages of or charges upon the undertaking and all or any of the Company's assets present or future, including the uncalled capital for the time being of the Company or by the creation and issue of Debentures or Debenture Stock or other obligations or securities.
- (i) To grant or award pensions, gratuities, allowances and bonuses to any persons who are or have been employees or ex-employees of the Company, Directors or officers, of any associated company, subsidiary company or predecessor in business or to the dependants or connections of such persons, to maintain and establish or concur in establishing and maintaining trusts, funds, or schemes (whether contributory or non-contributory) with a view to providing pensions or other funds or schemes for the benefit of any such persons, their relatives or dependants, to assist and support any charitable funds or institutions, the support of which may, in the opinion of the Directors, be calculated directly or indirectly to benefit the Company or its employees, and to institute or maintain any club or other establishment or profit sharing scheme calculated to advance the interests of the Company or its officers or employees.
- (j) To make advances to customers and others with or without security, and upon such conditions as the Company may approve, and to guarantee the shares or securities, capital of stocks, dividends and interest of any company of or in which the Company is a member or is otherwise involved in.
- (k) To invest and deal with the moneys of the Company not immediately required for the purposes of the business of the Company's business in or upon such investments and in such manner as the Company may approve.

- (l) To pay for any right or property acquired by the Company in cash or by fully or partly paid-up shares, with or without deferred or preferred or special rights or restrictions in respect of repayment of voting, dividend, capital or otherwise, or by any securities which the Company has the power to issue, and generally on such terms as the Company may determine.
- (m) To enter in to any partnership or arrangements for sharing profits by establishing and promoting any company whose objects shall include the taking over of or acquisition of any or all of the liabilities or assets of this Company or which is capable of being carried on so as directly or indirectly to benefit this Company, and to hold, deal with, sell or dispose of any stocks, securities or shares issued by or any other obligations of any such company.
- (n) To accept payment for any property or rights sold or otherwise disposed of or dealt with by the Company, either in cash, by instalments or otherwise, or in partly or fully paid-up shares or stock of any corporation or company, with or without deferred or preferred or special rights or restrictions in respect of voting, dividend, repayment of capital or otherwise, or in debentures or debenture stock, mortgages or other securities of any company or corporation or partly in one mode and partly in another, and generally on such terms as the Company may determine and to hold dispose of or otherwise deal with any shares, securities or stock so acquired.
- (o) To develop, manage, improve, sell, turn to account, let on rent, exchange, royalty, share of profits or otherwise, grant easements, licences and other such rights in or over and in any other manner dispose of or deal with the undertaking and all or any of the property and assets for the time being of the Company for such consideration as the Company may think fit.
- (p) To enter into any arrangements with any government or authority (supreme, municipal, local or otherwise) that may seem conducive to the attainment of the Company's object or any of them, and to obtain from any such government or authority any concessions, privileges, decrees, rights or charters which the Company may desire and to carry out, exercise and comply with any such concessions, privileges, decrees, rights and charters.
- (q) To apply for, promote and obtain any Act of Parliament, provisional order, licence of the Department of Trade or other authority to enable the Company to carry into effect, or for effecting any modification of the Company's constitution, or for any other purpose which may seem calculated directly or indirectly to promote the Company's interests, and to oppose any proceedings or applications which may seem calculated directly or indirectly to the prejudice of the Company's interests.

- (r) To distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.
 - (s) To take part in the management, formation, control or supervision of the business or operation of any company or undertaking and for that purpose to appoint and remunerate any directors, experts, or agents.
 - (t) To do all or any of the above things in any part of the world, and either as agents, contractors, principals trustees or otherwise, and either alone or in conjunction with others, and either by or through agents, trustees, sub-contractors or otherwise.
 - (u) To do all such things as are incidental or conducive to the above objects or any of them.
 - (i) The word "Company" in this Clause, except where used in reference to the Company, shall be deemed to include any partnership or other body of persons, whether incorporated or unincorporated and whether domiciled, registered or resident in the United Kingdom or elsewhere.
 - (ii) None of the sub-clauses of this Clause and none of the objects therein specified shall be deemed subsidiary or ancillary to any of the objects specified in any other such sub-clause, and the Company shall have as full a power to exercise all objects specified in each sub-clause of this Clause as though each such sub-clause contained the objects of a separate Company.
4. The liability of the members is limited.
5. The Company's share capital is £1000 divided into 1000 shares of £1 each.

WE, the subscribers to this Memorandum of Association, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the the number of shares shown opposite our respective names.

NAMES AND ADDRESSES OF SUBSCRIBERS	Number of shares taken by each Subscriber
------------------------------------	---

Location Matters Limited
100 White Lion Street
London
N1 9PF

S. Dune ONE

Property Holdings Limited
100 White Lion Street
London
N1 9PF

David Kurey ONE

Dated this 27th day of May 1993

Witness to the above signatures:-

Lisa Allen
100 White Lion Street
London
N1 9PF

[Signature]

ARTICLES OF ASSOCIATION OF

HAVEN EAST LIMITED

PRELIMINARY

1. The regulations in Table A in the Schedule to the Companies (Tables A to F) Regulations shall apply to this company except as hereinafter provided.
2. Regulations 2 to 5 inclusive, 8 to 24 (inclusive), 30, 32, 33, 39, 44, 46, 47, 49, 50, 64 to 69 (inclusive), 73 to 80 (inclusive), 84, 87, 94 to 97 (inclusive) and 102 to 110 (inclusive) shall not apply to the Company.
3. The Company is a private company within the meaning of the Act.

INTERPRETATION

4. In these Articles the following expressions shall have the following meanings:-

"the property"

the land and buildings and the common road or roads, parking areas, pathways and gardens adjacent and belonging there to situated at land at Haven East, 146 -148A Dalston Lane, London, E8.

"owner"

any person who is for the time being registered or entitled to be registered at Her Majesty's Land Registry as the Transferee or Lessee of any residential unit forming part of the property.

SHARE CAPITAL

5. The share capital of the company comprises 1000 shares of £1 each which rank pari passu in all respects.
6. The Company shall not issue any shares otherwise than fully paid on allotment.
7. The Director's may, pursuant to section 80 of the Act, at any time within five years from the date of incorporation of the company allot any part of the share capital in the company for the time being authorised but unissued.
8. (a) Save for shares issued to the subscribers, each and every issued share in the capital of the Company shall relate to one different residential unit forming part of the Property and the Directors shall by resolution determine on the date of issue of any share the residential unit to which the share relates; and

(b) Upon the transfer of either of the subscribers shares to an Owner, the Directors shall by resolution determine the residential unit to which such subscriber share relates.
9. Sections 89 and 90 of the Act shall not apply to the company and accordingly the Directors may allot and issue shares otherwise than in proportion to existing holdings.
10. No share, other than the shares agreed to be taken by the subscribers, shall be issued to any person who is not an Owner in accordance with Article 8 (a) above.

TRANSFER OF SHARES

11. Immediately upon a member of the Company ceasing to be an Owner ("the retiring owner"), he shall forthwith be deemed to have issued a Transfer Notice in respect of the share he holds. Such deemed Transfer Notice will constitute the Company as the Agent of the retiring owner in the sale of the share on such terms and to such purchaser as the Company shall so decide.
12. Upon a deemed Transfer Notice, the Directors of the Company shall be entitled to nominate in writing a Director of the Company who shall forthwith be deemed to be duly appointed as the Attorney of the retiring owner with full power in his name and on his behalf to execute, complete and deliver to the purchaser a transfer of the share held by the retiring owner and a form of resignation of the retiring owner as a Director and the Company may enter the name of the purchaser in the Register of Members as the holder of the share so transferred.

SHAREHOLDERS MEETINGS

13. No business shall be transacted at any meeting unless a quorum is present. 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, shall be a quorum.

LIEN

14. The Lien conferred by Clause 8 in Table A shall attach also to fully paid up shares, and the Company shall also have a first and paramount lien on all shares, whether fully paid up or not, standing registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders, for all moneys presently payable by him or his estate to the Company.

DIRECTORS

15. Unless otherwise determined by a Special Resolution in General Meeting there shall be no maximum number of Directors and the minimum number of Directors shall be one. Clause 64 of Table A shall not therefore apply to the Company.
16. The Directors shall have power at any time, and from time to time, appoint any person to be a Director.
17. A member or members holding a majority of the issued share capital shall have power from time to time and at any time, by instrument in writing signed by the members or members, to appoint any person as a Director and to remove from office any Director howsoever appointed.
18. The Directors shall not be required to retire by rotation and Clauses 73 to 80 (inclusive) in Table A shall not apply to the Company.
19. Clause 87 in Table A shall not apply to the Company.

DISQUALIFICATION AND REMOVAL OF DIRECTORS

20. The office of a Director shall be vacated if:-
 - (a) he resigns his office by notice to the Company,
 - (b) he is of unsound mind,
 - (c) he becomes bankrupt or makes any arrangement or composition with his creditors generally,
 - (d) he ceases to be a Director by virtue of the Act or he becomes prohibited by law from being a Director.

BORROWING POWERS

21. The Directors may exercise all the powers of the Company to borrow money without limit as to amount and upon such terms and in such manner as they think fit, and subject (in the case of any security convertible into shares) to Section 80 of the Act to grant any mortgage, charge or standard security over its undertaking, property and uncalled capital, or any part thereof, and to issue debentures, debenture stock, and other securities whether outright or as security for any debt, liability or obligation of the Company or any third party.

INDEMNITY

22. Every Director or other officer or auditor of the Company shall be indemnified out of the assets of the Company against all or any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgement 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.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Location Matters Limited
100 White Lion Street
London
N1 9PF



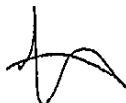
Property Holdings Limited
100 White Lion Street
London
N1 9PF



Dated this 27th day of May 1993

Witness to the above Signatures:-

Lisa Allen
100 White Lion Street
London
N1 9PF



FILE COPY



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


No. 2824648

I hereby certify that

HAVEN EAST 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 7 JUNE 1993


G. A. B. N. E.

an authorised officer

HC007B