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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

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Name of company

PACIFIC ASIA TRAVEL ASSOCIATION UNITED KINGDOM CHAPTER

* insert full
name of CompanyI, LYNDA SPENCER, SIGNING ON BEHALFof HALLMARK SECRETARIES LIMITED140 TABERNACLE STREET, LONDON EC2A 4SD† 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 10 Carteret Street

Declarant to sign below

Queen Anne's GateLondon SW1the 24th day of AugustOne thousand nine hundred and ninety-twobefore me Howard Chase

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

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

For official Use

New Companies Section

Post room

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COMPANIES FORM No. 30(5)(a)

**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

1 delete as
appropriate

To the Registrar of Companies
(Address overleaf)

For official use

Company number

Name of company

PACIFIC ASIA TRAVEL ASSOCIATION UNITED KINGDOM
CHAPTER

I, LYNDA SPENCER, SIGNING ON BEHALF

of HALLMARK SECRETARIES LIMITED

140 TABERNACLE STREET, LONDON EC2A 4SD

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 10 Carteret Street

Queen Anne's Gate

London SW1

the 24th day of August

One thousand nine hundred and ninety three

before me Howard Clark

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

L Spencer

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

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 ☐

PACIFIC ASIA TRAVEL
ASSOCIATION UNITED KINGDOM
CHAPTER

Registered office of the company on
incorporation.

RO

The Clock House

140 London Road

Post town Guildford

County/Region Surrey

Postcode GU1 1UW

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 Hallmark Company Services Limited

RA

140 Tabernacle Street

Post town

County/Region London

Postcode EC2A 4SD

Number of continuation sheets attached ☐

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

Hallmark Company Services Limited

140 Tabernacle Street

London

Postcode EC2A 4SD

Telephone 071 253 0800

Extension

Company Secretary (See notes 1 - 5)

Name *Style/Title

Forenames

Surname

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

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

Delete if the form
is signed by the
subscribers.

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CS

HALLMARK SECRETARIES LIMITED

AD

140 Tabernacle Street

Post town

County/Region London

Postcode EC2A 4SD

Country

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

p.p. Hallmark Secretaries Limited

Signed

Date

22 AUG 1993

CD

HALLMARK REGISTRARS LIMITED

AD

140 Tabernacle Street

Post town

County/Region London

Postcode EC2A 4SD

Country

DO

Nationality

NA

OC

CD

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

p.p. Hallmark Registrars Limited

Signed

Date

22 AUG 1993

Signature of agent on behalf of all subscribers

Date

22 AUG 1993

THE COMPANIES ACT 1985

(AS AMENDED BY THE COMPANIES ACT 1989)

COMPANY LIMITED BY GUARANTEE

AND NOT HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

OF PACIFIC ASIA TRAVEL ASSOCIATION UNITED KINGDOM CHAPTER



1. The name of the Company is Pacific Asia Travel Association United Kingdom Chapter

2. The registered office of the Company will be situate in England.

3. The objects for which the Company is established are:-

(A) To carry out the following objects (hereinafter called "the primary objects") namely:-

(1) (a) To contribute to the growth, value and quality of travel to and within the Pacific Asia Area.

(b) To foster a closer working relationship among "PATA" members and between all travel industry representatives.

(c) To provide forums for the development, marketing and sales of "PATA" destinations and tourism products of "PATA" members.

(d) To promote travel industry professionalism and skills through education and training.

(e) To express the unified voice of the travel industry in local communities and obtain combined action in pursuing national and local tourism policies within the framework of "PATA".

(f) To implement or assist in the conduct of specific "PATA" projects.

(2) To carry on any other trade or business which may seem to the Company capable of being conveniently carried on in connection with the objects specified in the above clause.

(B) In furtherance of the primary objects to do all or any of the following things namely:-

(1) To raise funds and invite and receive contributions from any body or persons for the purpose of the primary objects.

(2) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Company may think necessary or convenient for

150873¹

HALLMARK
COMPANY
SERVICES
LIMITED
140 Tottenham Street
London EC2A 4SD
Telephone: 01-253 0800
Fax: 01-251 0802
Dixons Building Square

the promotion of the primary objects, and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the Company.

(3) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Company as may be thought expedient with a view to the promotion of the primary objects.

(4) To undertake and execute any charitable trusts which may lawfully be undertaken by the Company and may be conducive to the primary objects.

(5) To borrow or raise money for the purposes of the Company on such terms and on such security as may be thought fit.

(6) To invest the moneys of the Company 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 at the time being imposed or required by law and subject also as hereinafter provided.

(7) To pay and apply all or any of the income or property of the Company to or for the benefit of the Association.

(8) To do all such things as are incidental to the attainment of the primary objects or any of them.

4. The income and property of the Company whencesoever derived shall be applied solely towards the promotion of the objects of the Company 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 the members of the Company.

Provided that nothing herein shall prevent the payment in good faith, of reasonable and proper remuneration to any officer or servant of the Company or to any member of the Company in return for any services actually rendered to the Company nor prevent the payment of interest at a reasonable rate on money lent or reasonable and proper rent for premises demised or let by any member of the Company; but so that no Director of the Company shall be appointed to any salaried office of the Company or any offices of the Company paid by fees, and that no remuneration or other benefit in money or moneys' worth shall be given by the Company to any director except repayment of out of pocket expenses and interest and the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Company; provided that the provision last aforesaid shall not apply to any payment to any company of which a Director of the Company may be a member, and in which such a member shall not hold more than one hundredth part of the capital and share of profits he may receive in respect of any such payment.

5. The liability of the members is limited

6. Every member of the Company undertakes to contribute to the assets of the Company, in the event of the same being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Company 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, such amount as may be required not exceeding £1.

7. If upon winding up or dissolution of the Company 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 Company, but shall be given or transferred to some other association or associations having objects similar to the objects of the Company, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Company under or by virtue of Clause 4 hereof, such institution or institutions to be determined by the members of the Company at or before the time of dissolution and if and so far as effect cannot be given to such provision, then to some charitable object.

WE, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Hallmark Registrars Limited
140 Tabernacle Street
London EC2A 4SD



Hallmark Secretaries Limited
140 Tabernacle Street
London EC2A 4SD



Dated this 2nd day of August 1993

WITNESS to the above signatures:-

David Ordish
140 Tabernacle Street
London EC2A 4SD



THE COMPANIES ACT 1985

(AS AMENDED BY THE COMPANIES ACT 1989)

COMPANY LIMITED BY GUARANTEE

AND NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

OF PACIFIC ASIA TRAVEL ASSOCIATION UNITED KINGDOM CHAPTER

PRELIMINARY

1. Regulations 2 to 35 inclusive, 54, 55, 57, 59, 102 to 108 inclusive, 110, 114, 116 and 117 of Table A, shall not apply to the Company but the articles hereinafter contained and, subject to the modifications hereinafter expresses, the remaining regulations of Table A shall constitute the articles of association of the Company.

INTERPRETATION

2. In regulation 1 of Table A, the definition of "the holder" shall be omitted.

3. The Company is established for the purposes expressed in the Memorandum of Association; as governed by the Bye-Laws which shall apply from time to time.

MEMBERS

4. The subscribers to the memorandum of association of the company and such other persons as are admitted to membership in accordance with the articles shall be members of the company. No person shall be admitted a member of the company unless he is approved by the directors. Every person who wishes to become a member shall deliver to the company an application for membership in such form as the directors require executed by him. Each member in good standing and who is present at the meeting shall be entitled to one vote, and in all cases of equality of votes, the Chairman of such meeting shall have a casting vote as well as a deliberate vote. There shall be no vote by proxy unless otherwise specified.

5. The number of members with which the Company proposes to be registered is two, but the Directors may from time to time register an increase of members.

6. The number of members required to constitute a quorum shall be twenty members present in person and regulation 40 of Table A shall not apply to the Company.

7. The first Directors of the Company shall be the subscribers to the memorandum of Association. The quorum necessary for the transaction of the business of the Directors shall be six. The Company may by ordinary resolution fix a maximum or minimum number of Directors of the Company

and regulation 64 of Table A shall not apply to the Company.

8. An Honorary Secretary shall from time to time be appointed by the Directors from among their own number and they may from time to time by resolution appoint an executive or deputy executive secretary and any person so appointed may act in place of the Honorary Secretary if there be no Honorary Secretary or no Honorary Secretary capable of acting.

ACCOUNTS

9. Directors shall cause accounting records to be kept in accordance with Section 221 of the Companies Act 1985. Once at least in every year the accounts of the Company shall be examined and the correctness of the income and expenditure and balance sheet ascertained by one or more properly qualified auditor or auditors.

AUDITORS

10. Auditors shall be appointed and their duties regulated in the manner provided by Sections 384 to 392 (inclusive) of the Companies Act 1985 or any statutory modification thereof for the time being in force.

NOTICES

11. A notice may be served by the Company upon any member either personally or by sending it through the post addressed to such member at the registered address.

12. Any notice if served by post shall be deemed to have been served at the expiration of forty eight hours after the same shall have been posted, and providing such service it shall be sufficient to prove that the envelope containing the notice was properly addressed and stamped and put into the post office or into any post box subject to the control of the Postmaster General.

13. Every director or other officer of the company shall be indemnified out of the assets of the company against all losses or liabilities (including any such liability as is mentioned in section 310(3) of the Act) which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto, including any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in connection with any application under Sections 144, 145 and 727 of the Companies Act 1985, in which relief is granted to him by the Court, and no director or other officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office or in relation thereto. But this Article shall only have effect in so far as its provisions are not avoided by the said section 310.

DISSOLUTION

14. Clause 7 of the Memorandum of Association relating to the winding up and dissolution of the Company shall have effect as if the provisions thereof were repeated in these Articles.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Hallmark Registrars Limited
140 Tabernacle Street
London EC2A 4SD



Hallmark Secretaries Limited
140 Tabernacle Street
London EC2A 4SD



Dated this 2nd day of August 1993

Witness to the above signatures:-

David Ordish
140 Tabernacle Street
London ECA 4SD



FILE COPY



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

No. 2850051

I hereby certify that

PACIFIC ASIA TRAVEL ASSOCIATION UNITED
KINGDOM CHAPTER

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 2 SEPTEMBER 1993


A. R. FLETCHER

an authorised officer