

FILE COPY



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

Company No. 2921143

The Registrar of Companies for England and Wales hereby certifies that
THE EVELYN OLDFIELD UNIT

is this day incorporated under the Companies Act 1985 as a private
company and that the company is limited.

Given at Companies House, Cardiff, the 21st April 1994

MR J. J. J.

For the Registrar of Companies



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

HC007B

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

[] [] [] []

Name of company

• EVELYN OLDFIELD UNITI, TIMOTHY COOKof 26, CRIFTEL AVELONDON SW2 LAZ†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 6/9 Muddle Street
LONDON EC1A 7JA

Declarant to sign below

the 23rd day of MarchOne thousand nine hundred and ninety-fourbefore me Gillian Cordale

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

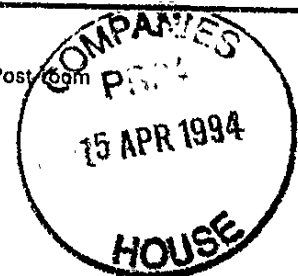
Presentor's name, address and
reference (if any):

WINSTANLEY-BURGESS
378 CITY RD
LONDON EC1V 2QA

- DX: 58253 ISLINGTON
- Tel: 071-278-7911
- Ref: EB. 17995

For official use
New Companies Section

Post room



G

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

† delete as appropriate

For official use

Company number

Name of company

* EVELYN OLDFIELD UNIT

I, TIMOTHY COOK
of 26, CRIFTEL AVE
LONDON SW2 6AZ

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 69 Middle Street
LONDON EC1A 7JA

Declarant to sign below

the 23rd day of March
One thousand nine hundred and ninety-four
before me Colman Cordery

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

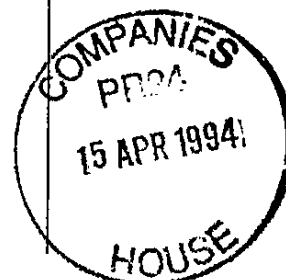
Presentor's name address and reference (if any):

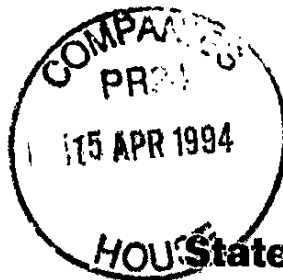
WINSTANLEY-BURGESS
378 CITY RD
LONDON EC1V 2QA
■ DX: 58253 ISLINGTON
■ Tel: 071-278-7911
■ Ref: EB. 17995

For official Use

New Companies Section

Post room





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 ☐

EVELYN OLD FIELD UNIT

Registered office of the company on incorporation.

RO

356, HOLLOWAY ROAD

Post town LONDON

County/Region

Postcode N7 6 PA

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.



Name WINSTANLEY - BURGESS

RA

378 CITY RD

Post town LONDON DX: 58253 ISLINGTON

County/Region

Postcode EC1V 2QA Ref: EB. 17995

Tel: 071-278-7911

Number of continuation sheets attached

4

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

WINSTANLEY BURGESS IN FIRST INSTANCE
OR TIMOTHY COOK (Tel: 071-278-7911)

6, MIDDLE ST.

LONDON

Postcode EC1A 7BH

Telephone 071-606-6145

Extension

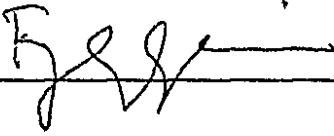
Company Secretary (See notes 1 - 5)

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	MR
	TIEGGAH YOHANNES
	DERES
AD	90 B SOUTHWELL ROAD
	LONDON SE
	Post town
	County/Region
	Postcode SE5 9PG
	Country ENGLAND
I consent to act as secretary of the company named on page 1	
Signed	
	Date 22 / 3 / 94

Directors (See notes 1 - 5)

Please list directors in alphabetical order.

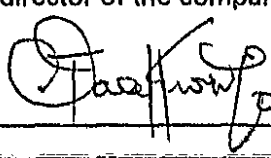
Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

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

* Voluntary details

Consent signature

CD	MR
	TAATA-KWADZO
	OFOSU
AD	46 GOLDMARK HOUSE
	LEBRUN SQUARE
	Post town LONDON
	County/Region
	Postcode SE3 9NU
	Country UNITED KINGDOM
DO	01503516
	Nationality NA GHANAIAN
OC	CHARITY DIRECTOR
OD	REFUGEE ARRIVALS PROJECT
I consent to act as director of the company named on page 1	
Signed	
	Date 22 / 3 / 94

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 MRJAMES ~~HARVEY~~ ANDREW

VARLEY

AD S LINDEN CLOSE

RUSLIP MANOR

Post town

County/Region MIDDLESEX

Postcode HA4 8TN

Country ENGLAND

DO 25/10/62Nationality **NA** BRITISH**OC** CHARTERED ACCOUNTANT**OD** LONDON VOLUNTARY SERVICE COUNCIL

EXCEL PACKAGING LIMITED

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

Signed

I Verrum

Date

22/3/94

Winstanley-Duggan

Delete if the form
is signed by the
subscribers.

Signature of agent on behalf of all subscribers

Date

22/3/94

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
authorized to sign
for them.

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

EVELYN OLDFIELD UNIT

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.

CS

AD

Post town

County/Region

Postcode

Country

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

Consent signature

Signed

Date

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.

CD

AD

Post town

County/Region

Postcode

Country

Date of birth

Business occupation

Other directorships

DO

OC

OD

Nationality

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

* Voluntary details

Consent signature

Signed

Date

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**

MS

KATE

ALLEN

AD

532 LUY ROAD

LONDON NW2 6SX

Post town**County/Region****Postcode****Country****DD**

25 01 55

Nationality**NA**

UK

OC

MANAGER

OD

REFUGEE ARRIVALS PROTECT

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

Signed

K. Allen

Date

22/3/94

Delete if the form
is signed by the
subscribers.

Signature of agent on behalf of all subscribers**Date**

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

Signed**Date****Signed****Date****Signed****Date****Signed****Date****Signed****Date****Signed****Date**

All the subscribers
must sign either
personally or by a
person or persons
authorised to sign
for them.

EVELYN OLDFIELD UNIT

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

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

Consent signature

CS Ms

JEGGA YOHANNES

DEBIS

AD 90 B Southwell Road

London SE5 9PG

Post town _____

County/Region _____

Postcode _____ Country _____

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

Signed _____ Date _____

CD _____

BARBARA PATRICIA

MAUNSKY

ALRED

AD 30 CLIFDEN ROAD

Post town TWICKENHAM

County/Region MIDDLESEX

Postcode TW1 4LX Country England

DO 060546 Nationality **NA** British

OC Administrator

OD _____

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

Signed B. Nalwa Date 22/3/94

10

This form should be completed in black.

CN		For official use	
<hr/>			
<hr/>			
<hr/>			

RO	
Post town	
County/Region	
Postcode	



Name _____

RA _____

Post town _____

County/Region _____

Postcode _____



Telephone _____ Postcode _____
 Extension _____

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

MS

ALISON JANE

HARKER

ASTLEY

AD

9A DENBIGH ROAD

LONDON W11 2SJ

Post town

LONDON

County/Region

Postcode

W11 2SJ

Country

UK

DD

09 01 4 49

Nationality

NA

BRITISH

OC

GRANTS OFFICER

OD

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

Signed

Alison Harker

Date

22/3/94

Delete if the form
is signed by the
subscribers.

Signature of agent on behalf of all subscribers

Date

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

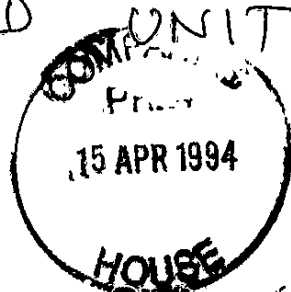
Signed

Date

Signed

Date

EVELYN OLD FIELD



10

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

This form should be completed in black.

Company name (in full)

<input type="checkbox"/> CN	_____	For official use <input type="checkbox"/>

Registered office of the company on
incorporation.

<input type="checkbox"/> RO	_____

Post town	_____
County/Region	_____
Postcode	_____

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.

☐

Name	_____
<input type="checkbox"/> RA	_____

Post town	_____
County/Region	_____
Postcode	_____

Number of continuation sheets attached

☐

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

Postcode	_____
Telephone	_____
Extension	_____

EVELYN OLDFIELD UNIT

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

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

Consent signature

CS

AD

Post town

County/Region

Postcode

Country

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

Signed

Date

CD

PARVIN

PAIDAR

AD

32 EADE ROAD

LONDON N4

Post town

LDH

County/Region

Postcode

Country

DO

290999

Nationality

NA

British

OC

Director of RETAS (WUS(UK))

OD

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

Signed

Parvin Paidar

Date

22/3/94

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

Delete if the form
is signed by the
subscribers.

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.

CD	MR
	ALEXANDER EDWARD
	BUCHAN
	/
	/
	/
AD	9 WESTBOURNE DRIVE
Post town	LONDON
County/Region	
Postcode	SE23 2UP
Country	
DO	22 15/4/94
Nationality	NA UK
OC	DIRECTOR OF CHARITY
OD	REFUGEE COUNCIL
I consent to act as director of the company named on page 1	
Signed	C.E. Bue
Date	22/3/94

Signature of agent on behalf of all subscribers Date

Signed

Date

Signed

Date

Signed

Date

Signed

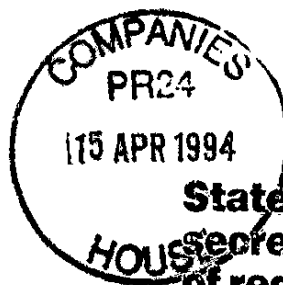
Date

Signed

Date

Signed

Date



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 <input type="checkbox"/>

Registered office of the company on
incorporation.

RO	
Post town	
County/Region	
Postcode	

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.

☐

RA	Name
Post town	
County/Region	
Postcode	

Number of continuation sheets attached

☐

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

	Postcode
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

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**

Consent signature

CS

AD

Post town

County/Region

Postcode

Country

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

Signed

Date

CD

MS

MARLENE

WINFIELD

~~BLAUER~~

BLAUER

AD

24 PATSHULL ROAD

LONDON NW5 2JY

Post town LONDON

County/Region

Postcode

NW5 2JY

Country

U.K.

DO

15/02/46

Nationality

NA

BRITISH/AMERICAN

OC

CONSULTANT

OD

ETHICAL INVESTMENT RESEARCH SERVICE
PUBLIC CONCERN AT WORK

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

Signed

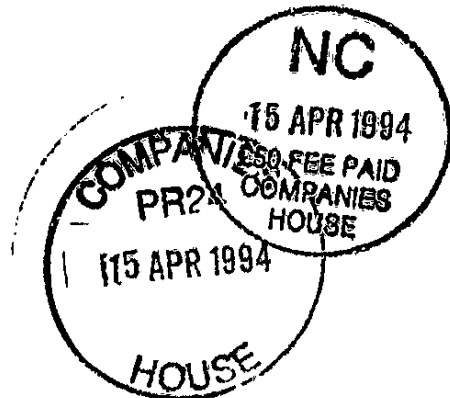
M. Winfield

Date

22/3/94

2921143

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



MEMORANDUM OF ASSOCIATION OF
THE EVELYN OLDFIELD UNIT

1. The name of the Company (hereinafter called "the Company") is THE EVELYN OLDFIELD UNIT.
2. The Company's registered office is to be situated in England and Wales.
3. In these Memorandum and Articles of Association unless the context otherwise requires the word "refugee" means a person who has a well-founded fear of being persecuted for reasons of race, religion, nationality, membership of a particular social group, or political opinion, and who no longer enjoys the protection of his or her country of origin or previous permanent residence, and includes all categories of persons known as displaced persons or as asylum seekers.
- 4(A) The objects of the Company shall be to provide, develop, facilitate and co-ordinate the provision of specialist aid and support services in order to further the charitable work of organisations assisting refugees their families and dependants who are in conditions of need hardship or distress in the United

584106

Kingdom with the object of promoting the social welfare and better integration into the community of the said refugees, and in particular, but not so as to limit the generality of the foregoing, by advising on access to legal technical managerial and financial support, providing and co-ordinating education and training in areas relevant to the objects of the Company, compiling an information base of resources relevant to the objects of the Company, and fostering understanding of and support for refugees in the wider community.

(B) In furtherance of its said objects but not further or otherwise the Company shall have power:-

(a) subject to such consents as are required by law to borrow and raise money for the purpose of the Company in such manner and on such security as the Company may think fit.

(b) to invest the money 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 for the time being be imposed or required by law and subject also as hereinafter provided.

(c) to accept by way of gift, purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges and to construct, maintain and alter any buildings or structures.

(d) subject to such consents as are required by law 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 its objects.

(e) to draw, accept and negotiate bills of exchange, promissory notes, cheques and other negotiable instruments and to open and operate banking accounts and other facilities in the name of the Company.

(f) to make charges, including nominal charges or no charge in respect of the work or services of the Company.

(g) subject to Clause 5 hereof to employ and pay any person or persons to supervise, organise, carry on the work of and advise the Company and to pay reasonable annual sums or premiums for or towards the provision of pensions or retirement benefits for officers or servants for the time being of the Company or their dependents

(h) to do all or any of the things authorised either alone or in conjunction with any other organisation, institution, society or body which has either wholly or in part the same charitable objects as the Company.

(i) to accept gifts subscriptions and donations, to issue appeals, hold public meetings and take such other steps as may be required for the purpose of obtaining contributions to the funds of the Company provided that the Company shall not undertake any permanent trading activities in raising funds for its charitable objects.

(j) to enter into any contract of insurance whatsoever in respect of any matter in which the Company has an insurable interest and in particular, but without derogating from the generality of the foregoing, in connection with any real or personal property in which the Company shall have an interest or with any acts or omissions done by persons employed by the Company or any officers, voluntary workers or members of the Company including indemnity insurance in respect of any fraudulent, negligent or other tortious acts by any such persons and in respect of risks incurred by such persons in the course of their duties as may be thought fit.

(k) to undertake and execute any charitable trusts necessary for the furtherance of the objects of the Company.

(l) to establish and support or aid in the establishment and support of any charitable trusts, associations or institutions and to make any donation or subscribe or guarantee money for charitable purposes in any way connected

with or calculated to further any of the objects of the Company.

(m) to write, print and publish, or procure to be written, printed and published, to circulate, or procure to be circulated, and to translate or procure to be translated (whether gratuitously or not) any newspapers, periodicals, magazines, books, pamphlets, leaflets, or other documents or films or recorded tapes .

(n) to hold exhibitions, meetings, lectures, classes seminars and courses either alone or with others.

(o) to co-operate and enter into any arrangements with any government or authority supreme, municipal, local or otherwise, to obtain from such government or authority any rights, privileges and concessions.

(p) to foster and undertake research into any aspect of the objects of the Company and its work and to disseminate the results of any such research.

(q) to amalgamate with any company institution society or association which is charitable at law and has objects altogether or mainly similar to those of the Company.

(r) to establish where necessary local branches (whether autonomous or not)

(s) to provide evidence for government and other enquiries.

(t) to pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company.

(u) to do all such other lawful things as are necessary for the attainment of the above objects or any of them.

Provided that:

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

(ii) in case the Company shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales, the Company 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 Management Committee of the

Company 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 have been as such Management Committee if no incorporation had been effected and the incorporation of the Company shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over such Management Committee but they shall as regards any such property be subject jointly and separately to such control or authority as if the Company were not incorporated.

5. The income and property of the Company 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 Company and no member of its Management Committee shall be appointed to any office of the Company paid by salary or fees, or receive any remuneration or other benefit in money or money's worth from the Company.

Provided that nothing herein shall prevent any payment in good faith by the Company:

(a) of reasonable and proper remuneration to any member, officer or servant of the Company (not being a member of its Management Committee) for any services rendered to the Company;

(b) of interest on money lent by any member of the Company or of its Management Committee at a rate not exceeding 2 per cent below the base rate for the time being of a clearing bank selected by the Management Committee or 3 per cent whichever is the greater;

(c) of reasonable and proper rent for premises demised or let by any member of the Company or of the Management Committee

(d) to any member of its Management Committee or Sub-Committee appointed by the Management Committee of reasonable out-of-pocket expenses;

(e) to a company of which a member of the Management Committee may be a member holding not more than one hundredth part of the capital of such company.

6. No addition, no alteration or amendment shall be made to or in the provision of the Memorandum or Articles of Association for the time being in force, which would have the effect that the Company shall cease to be a company to which section 30 of the Companies Act 1985 applies, that is a company which is exempted because of its objects from the requirement to include "limited" in its name.

7. The liability of the members is limited.

8. 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, she or it is a member, or within one year after ceasing to be a member, for the payment of the debts and liabilities of the Company contracted before he, she or it ceased to be a member, and of the costs charges and expenses of winding up, and for the adjustment of the rights of the contributors among themselves, such amount as may be required not exceeding one pound.

9. If upon winding up or dissolution of the Company there remains, after the satisfaction of all 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 charitable institution or institutions having objects similar to the objects of the Company and which shall prohibit the distribution of its or their assets to an extent at least as great as is imposed on the Company under or by virtue of

Clause 5 of this memorandum, 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 other charitable object.

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

Names, addresses and descriptions of subscribers

Timothy Book, 26. Giffel Ave SW2

Kate Aron, 52 Ivy Rd NW2

JAMES VARLEY S LINDEN CLOSE, RUISLIP MANOR HA4 8TN

Alison Barker 9A Denbigh Road London W11 2SJ.

Alexander Bulman 9 Westbourne Drive London SE23

Parvin Paridar 32 Eade Rd, London N4 1AH

Bo Nelson 30 Clifden Rd, Twickenham TW1 4LA.

TATA-KWADZO OFOSU 46 GOLDMARK HOUSE, WEBBUL SQUARE, LONDON SE8 9NU

Marlene Winfield 24 Patshull Road London NW5 2JY

Dated 22nd day of March 1994-

Witness to the above signatures :-

Signature: *[Signature]*

Name: GUY BRIDGEMAN

Address: 56 MONASTERY GARDENS
ENFIELD

Occupation: CONSULTANT

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

ARTICLES OF ASSOCIATION OF
THE EVELYN OLDFIELD UNIT

INTERPRETATION

1. In these Articles:-

"the Act" means the Companies Act 1985

"the Company " means the above-named Company

"the Seal" means the common seal of the Company

"the Committee" means the Management Committee of the Company

"the Office" means the Registered Office of the Association

"the Secretary" means any person appointed to perform the duties of the Secretary of the Company

"Month" means calendar month.

"the United Kingdom" means Great Britain and Northern Ireland

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a permanent visible form.

Unless the context otherwise requires, words or expressions contained in these articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these articles become binding on the Association.

OBJECTS

2. The Company is established for the objects expressed in the Memorandum of Association

MEMBERS

3. The number of members with which the Company proposes to be registered is unlimited.

4. The subscribers to the Memorandum of Association and such other persons as the Committee shall admit to membership shall be members of the Company.

5. (a) Application for membership of the Company may be made by applicants who are in sympathy with the objects of the Company and are either:-

(i) individuals aged 18 years or over ("individual members");

(ii) corporations ("corporate members"); or

(iii) representatives nominated by unincorporated organisations ("representative members") PROVIDED that

no representative of any political party shall be accepted in that capacity.

(b) The Committee shall have the right to approve and reject applications for membership PROVIDED THAT:-

(i) each corporate member shall appoint one individual to represent it and vote on its behalf at general meetings ("the first representative") and may appoint a deputy representative who shall be entitled to receive notice of and may attend meetings but who may only vote at meetings at which the first representative is not personally present. A representative nominated by the governing body of a member organisation shall be entitled to exercise the same powers on behalf of the organisation which he/she represents as that organisation could exercise if it were an individual member of the company.

(ii) each unincorporated organisation shall nominate one individual to represent it and vote on its behalf at general meetings ("the first representative") and may appoint a deputy representative who shall be entitled to receive notice of and may attend meetings but who may only vote at meetings at which the first representative is not personally present.

(iii) each representative member shall cease to be a member if replaced by another representative by the governing body of the nominating organisation.

(iv) Any decision of the Chair of the Committee that any person is or is not validly appointed representative shall not be open to challenge.

(v) The appointment or removal of representatives shall be notified by the governing body of the corporate member or unincorporated organisation to the Secretary in writing or in any manner approved by the Committee.

(vi) The number of individual members shall not exceed one quarter of the total membership of the Company at the time of proposal and no individual member shall have any managerial or controlling capacity in or be in the paid employment of any corporate member or of any organisation whose representative is admitted to membership under article 5(a)(ii). In the event of such management, control or employment being assumed by an individual member he or she shall be deemed to have resigned membership of the Company.

6. Any member of the Company shall cease to be a member:-

(a) upon the passing of a resolution of the Committee terminating membership. The member concerned shall be invited to attend and be heard at the Committee meeting at which the resolution is to be considered;

(b) upon the expiry of one month's notice of withdrawal given in writing to the Secretary;

(c) upon being more than 26 weeks in arrears with any subscription which is payable to the Company and has not been waived;

(d) in accordance with articles 5(b)(i i) and (vi);

(e) in the case of an individual member on death and in any other case on winding up, dissolution or cessation of the corporation or organisation.

7. The Committee may make rules for the payment by members of periodic subscriptions and shall have power to vary the rules from time to time. The rules may provide for differing rates of subscription. Every member shall pay subscriptions in accordance with the rules for the time being in force. The Committee shall have authority at its discretion to waive the subscription of any member of the Company.

8. The Committee may grant honorary corporate, representative or individual membership of the Company and may invite honorary members and observers to attend at General Meetings. Honorary members and observers shall not be entitled to vote at General Meetings.

GENERAL MEETINGS

9. The Company shall in each year hold a General Meeting as its Annual General Meeting in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one Annual General Meeting of the Company and that of the next. Provided that so long as the Company holds its first Annual General Meeting within eighteen months of its incorporation it need not hold it in the year of its incorporation or in the following year. The Annual General Meeting shall be held at such time and place as the Committee shall appoint.

10. All General Meetings other than Annual General Meetings shall be called Extraordinary General Meetings.

11. The Committee may, whenever it thinks fit, convene an Extraordinary General Meeting, and an Extraordinary General Meeting shall also be convened on the requisition of ten members of the Company of whom a maximum of three may be individual

members or of such part of the membership as is provided in the Act whichever is lesser. If at any time there are not within the United Kingdom sufficient members of the Committee to form a quorum, any member of the Committee or any two members of the Company may convene an Extraordinary General Meeting in the same manner as nearly as possible as that in which meetings may be convened by the Committee.

NOTICE OF GENERAL MEETINGS

12. An Annual General Meeting and a meeting called for the passing of a special resolution shall be called by at least twenty one days notice in writing delivered to the address under which membership has been registered. Other meetings shall be called by at least fourteen days notice in writing. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given, and shall specify the place, the day and the hour of meeting and, in case of special business, the general nature of the business and shall be given in manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the Company in General Meeting, to such persons as are, under these Articles, entitled to receive such notices from the Company, provided that a meeting of the Company shall, notwithstanding that it is called by shorter notice than that specified in this article, be deemed to have been duly called if it is so agreed:-

(a) in the case of a meeting called as the Annual General Meeting, by all the members entitled to attend and vote and

(b) in the case of any other meeting, by a majority in number of the members having a right to attend and vote at the meeting, being a majority together representing not less than ninety-five per cent of the total voting rights at that meeting of all the members.

13. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

14. Proceedings at general meetings

(a) The business to be transacted at an Annual General Meeting shall include the consideration of the accounts, balance sheets, and reports of the Committee and auditors, the election of members of the Committee and the appointment of, and the fixing of the remuneration of, the auditors.

(b) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business, the quorum shall be the lesser of 20 members able to vote or one third of the membership able to vote, and being present in person. If within half an

hour from the time appointed for the meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be dissolved; in any other case it shall be adjourned to the same day in the next week, at the same time and place, or to such other time and place as the Committee may determine.

(c) The Chair, if any, of the Committee shall chair every general meeting of the Company, or if there is no such chair or if the chair shall not be present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the vice chair shall chair if present and willing to act and if not the members of the Committee present shall elect one of their number to chair the meeting.

(d) If at any meeting no Committee member is willing to act as chair or if no Committee member is present within 15 minutes after the time appointed for holding the meeting, the members present shall choose one of their number to chair the meeting.

(e) The Chair 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 the business left unfinished at

the meeting from which the adjournment took place. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Otherwise it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

(f) At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands of those entitled to vote and present in person unless a poll is (before or on the declaration of the result of the show of hands) demanded:-

(i) by the chair, or

(ii) by at least 2 members present; or

(iii) by any member or members present in person and representing not less than one-tenth of the total voting rights of all members having the right to vote at the meeting.

(g) Unless a poll is so demanded, a declaration by the chair that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the minutes of the proceedings of the Company shall be conclusive evidence of that fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

(h) The demand for a poll may be withdrawn.

(i) In the case of an equality of votes, whether on a show of hands or on a poll, the chair of the meeting shall be entitled to a second or casting vote.

(j) A poll demanded on the election of a chair, or on a question of adjournment, shall be taken immediately. A poll demanded on any other question shall be taken at such time and in such manner as the chair of the meeting directs, and any business other than that upon which a poll has been demanded may proceed pending the taking of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

(k) Subject to the provisions of the Act, a resolution in writing signed by all the members entitled to receive notice of and to attend and vote at general meetings (or being organisations by their duly authorised representatives) shall be as valid and effective as if it had been passed at a general meeting of the Company duly convened and held. Any such resolution in writing may consist of 2 or more documents in like form each signed by one or more members.

15. The representative of any corporate member shall be entitled to exercise the same powers on behalf of the corporation which he or she represents as that corporation could exercise if it were an

individual member of the Company in accordance with Article 5(b)(i).

16. Votes of members

(a) Every member shall have one vote.

(b) No member shall be entitled to vote at any general meeting unless the member has paid all money presently payable to the Company.

MANAGEMENT COMMITTEE

17. Until otherwise determined by a General Meeting, the number of the members of the Committee shall not be less than six nor more than fifteen. All members other than the Chair must be members of the Company or representatives of corporate members at the time of their proposal for election. The Chair shall be an ex-officio member of the Company.

18 The Committee shall be composed of:-

(a) a Chair, a Vice-Chair and Treasurer who shall be honorary officers elected each year at the Annual General Meeting and who will be Directors of the Company for the duration of their period of office.

(b) up to nine other elected members

(c) up to three co-opted members.

19. Subject to Article 17 Membership of the Committee shall be drawn from three categories namely:-

(a) A maximum of eight members including any qualifying honorary officers may be corporate representatives or representative members of the Company whose corporation or organisation is controlled or otherwise managed by refugees. A maximum of two such corporations or organisations principally concerned with refugees of the same country of origin may serve or be represented on the Committee at the same time.

(b) A maximum of five members including any qualifying honorary officers may be corporate representatives or representative members of the Company whose corporation or organisation is not controlled or otherwise managed by refugees.

(c) A maximum of three committee members including any qualifying honorary officers may be individual members of the Company.

20. The first members of the Committee shall be the subscribers to the Memorandum of Association.

21. The Committee may co-opt up to three members whose expertise will make a major contribution to the activities of the Company and who shall serve each until the conclusion of the next Annual General Meeting after co-option PROVIDED that the number of co-opted members shall not exceed one third of the total membership of the Committee at the time of co-option. Co-opted members shall be entitled to vote at Committee meetings.

22. At the first Annual General Meeting of the Company all the members of the Committee shall retire from office but shall be eligible for re-election. At the Annual General Meeting in every subsequent year one third of the members of the Committee for the time being or, if their number is not three or a multiple of three then the number nearest to one third, shall retire from office.

23. The Committee members to retire in the manner set out in Article 22 every subsequent year shall be those who have been longest in office since their last election but as between persons who became Committee members on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot. A retiring Committee member shall be eligible for re-election.

24. The Company at the meeting at which a Committee member retires may fill the vacated office by electing a person to it, and in default the retiring Committee member shall, if offering himself or herself 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 re-election of such member shall have been put to the meeting and lost.

25. No person other than a Committee member retiring at the meeting shall, unless recommended by the Committee, be eligible for election to the Committee at any general meeting unless, not less than 3 nor more than 21 days before the date set for the meeting, there shall have been left at the registered office of the Company notice in writing signed by a member qualified to attend and vote at the meeting for which such notice is given, of that member's intention to propose such person for election, and also notice in writing signed by the person of his or her willingness to be elected.

26. Subject to Articles 17 & 19 the Company may from time to time by ordinary resolution increase or reduce the number of Committee members;

27. The Committee shall have power at any time to appoint any person to be a Committee member, either to fill a casual vacancy or as an addition to the existing members but so that the total number of Committee members shall not at any time exceed any

prescribed maximum number. Any Committee member so appointed shall hold office only until the next Annual General Meeting, and shall be eligible for re-election, but shall not be taken into account in determining the members of the Committee who are to retire by rotation at such meeting.

28. The membership of any Committee member who, or whose representative, fails to attend three consecutive meetings of the Committee without good and sufficient reason communicated before the third meeting to the Secretary and accepted by the Committee shall if the Committee so decides be deemed to have lapsed and the vacancy so occurring shall constitute a casual vacancy.

29. (a) Any corporate Committee member shall be represented on the Committee by the same individual who represents the corporation as a member of the Company.

(b) Any Committee member who is a representative member of the Company must resign immediately from the post of Committee member and honorary officer if he or she is replaced by his or her organisation or group as its representative.

(c) Any corporate member or any representative member may appoint a deputy nominated in accordance with Article 5(b) to replace the first representative at Committee meetings.

DISQUALIFICATION AND REMOVAL OF MEMBERS OF THE COMMITTEE

30. The office of Committee member shall be vacated if the member:-

- (a) becomes bankrupt or makes any arrangement or composition with his or her creditors generally; or
- (b) becomes prohibited from being a member of the Committee by reason of any disqualification order made under the Act; or by reason of any provision in the Articles; or
- (c) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her property and affairs; or
- (d) resigns his or her office by notice in writing to the Committee or
- (e) is directly or indirectly interested in any contract with the Company and fails to declare the nature of his or her interest as required by Section 317 of the Act; or
- (f) except in the case of the Chair ceases for any reason to be a member of the Company; or

(g) fails to resign as required under Article 22 or Article 29 or fails to attend Committee meetings in accordance with Article 28.

31. A Committee member shall not vote in respect of any contract in which the member is interested or any matter arising thereout, and if a member does so vote that vote shall not be counted.

32. The Company may by ordinary resolution, of which special notice has been given in accordance with the Act, that is at least 28 days before the meeting at which it is moved, remove any Committee member before the expiration of the member's period of office notwithstanding anything in these articles or in any agreement between the Company and such Committee member.

33. The Company may by ordinary resolution appoint another person in place of a Committee member removed from office under article 32.

POWERS AND DUTIES OF THE COMMITTEE

34. The business of the Company shall be managed by the Committee who may pay all expenses incurred in the formation of the Company and may exercise all such powers of the Company as are not, by the Act or by these articles, required to be exercised by the Company in General Meeting, subject nevertheless to the provisions of the

Act or these articles and to such regulations, being not inconsistent with the aforesaid provisions, as may be prescribed by the Company in General Meeting; but no regulation made by the Company in General Meeting shall invalidate any prior act of the Committee which would have been valid if that regulation had not been made.

35. The Committee may exercise all the borrowing powers of the Company to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debts, liability or obligation of the Company or of any third party.

36. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to the Company shall be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, in such manner as the Committee shall from time to time determine.

37. The Committee shall cause minutes to be made in books provided for the purpose:-

- (a) of all appointments of officers;
- (b) of the names of the Committee members or deputies present at each meeting of the Committee and of any sub-committee;

(c) of all resolutions and proceedings at all meetings of the Company, the Committee and sub-committees.

38. The Committee shall keep a Register of Members of the Company. The Register shall include the names of first representatives and deputy representatives with their nominating corporate members or unincorporated organisations.

PROCEEDINGS OF THE COMMITTEE

39. The Committee may meet together for the despatch of business, adjourn, and otherwise regulate their meetings, as they think fit. If at any meeting the Chair is not present within five minutes after the time appointed for holding the same, the Committee members present may choose one of their number to chair the meeting. Questions arising at any meeting shall be decided by a majority of votes of members present and voting and each member shall have one vote. In the case of an equality of votes the Chair shall have a second or casting vote. A member of the Committee may, and the Secretary on the requisition of a Committee member shall, at any time summon a meeting of the Committee. It shall not be necessary to give notice of a meeting of the Committee to any member for the time being absent from the United Kingdom.

40. The quorum necessary for the transaction of the business of the Committee shall be one third of the membership of the Committee subject to a minimum of four.

41. The continuing Committee members may act notwithstanding any vacancy in their body, but, if and so long as their number is reduced below the number fixed by or pursuant to the articles of the Company as the necessary quorum of the Committee, the Committee members or member may act for the purpose of increasing the number of members of the Committee to that number, or of summoning a General Meeting of the Company but for no other purpose.

42. Upon the office of Chair, Vice-Chair or Treasurer being vacated before expiry of the period of office, the Committee may elect an officer to fill the vacancy from their number, to hold office until the next Annual General Meeting. At the next Annual General Meeting he or she will be eligible for re-election.

43. The Committee may delegate any of their powers to sub-committees consisting of such members of their body and other persons as they think fit; any sub-committee so formed shall consist of a majority of Committee members, shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Committee and shall report back to the Committee on any actions taken as soon as possible. The Chair of

the Committee shall be an ex officio member of all sub-committees.

44. No sub-committee shall incur expenditure unless approved by the Committee.

45. A sub-committee may elect a chair of its meetings and determine the period for which the chair is to hold office; if no such chair is elected, or if at any meeting the chair is not present within five minutes after the time appointed for holding the same, the members present may choose one of their number to be chair of the meeting.

46. A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes the chair shall have a second or casting vote.

47. All acts done by any meeting of the Committee or of a sub-committee, or by any person acting as a Committee member, shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such Committee 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 and was qualified to be a Committee member.

48. A resolution in writing, signed by all the Committee members for the time being entitled to receive notice of a meeting of the Committee shall be as valid and effectual as if it had been passed at a meeting of the Committee duly convened and held.

SECRETARY

49. Subject to the Act, the Secretary shall be elected by the Committee at such remuneration for such term and upon such conditions as the Committee may think fit; and any Secretary so elected may be removed by it. No Committee member may occupy the salaried position of Secretary.

THE SEAL

50. The Committee may authorise and shall provide for the safe custody of the seal, which shall only be used by the authority of the Committee or of a sub-committee authorised by the Committee in that behalf, and every instrument to which the seal shall be affixed shall be signed by a Committee member and shall be countersigned by the Secretary or by a second Committee member or by some other person appointed by the Committee for the purpose.

ACCOUNTS

51. The Committee shall cause accounting records to be kept in accordance with Sections 221 and 222 of the Act.

52. The accounting records shall be kept at the registered office of the Company or, subject to Section 222 of the Act, at such other place or places as the Committee members think and shall always be open to the inspection of the officers of the Company.

53. The Committee shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Company or any of them shall be open to the inspection of members not being Committee members and no member (not being a Committee member) shall have any right to inspect any account or book or document of the Company except as conferred by statute or authorised by the Committee or by the Company in general meeting.

54. The Committee shall from time to time in accordance with Sections 238 to 242 of the Act, cause to be prepared and to be laid before the Company at every Annual General Meeting such profit and loss accounts, balance sheets, group accounts (if any) and reports as are referred to in those Sections.

55. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Company in General Meeting together with a copy of the auditor's report, and Committee report, shall not less than twenty-one days before the date of the meeting be sent to every member of, and every holder of debentures in, the Company. Provided that this article shall not require a copy of those documents to be sent to any person of whose address the Company is not aware or to more than one of the joint holders of any debentures.

AUDIT

56. Auditors shall be appointed and their duties regulated in accordance with Sections 384-392 of the Act.

NOTICES

57. A notice may be given by the Company to any member either personally or by sending it by post to the member or to the member's registered address, or (if the member has no registered address within the United Kingdom) to the address, if any, within the United Kingdom supplied by the member to the Company for the giving of notice. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the

expiration of 48 hours after the letter containing the same is posted, and in any other case at the time at which the letter would be delivered in the ordinary course of post.

58. Notice of every General Meeting shall be given in any manner hereinbefore authorised to:-

(a) every member (including deputy representatives appointed in accordance with Article 5(b)) except those members who (having no registered address within the United Kingdom) have not supplied to the Company an address within the United Kingdom for the giving of notices to them;

(b) the auditor for the time being of the Company.

No other person shall be entitled to receive notices of General Meetings.

RULES OR BYE LAWS

59. The Committee may from time to time make such Rules or Bye Laws as they may deem necessary or expedient or convenient for the proper conduct and management of the Company and for the purpose of prescribing the classes of and conditions of membership, and in particular but without prejudice to the generality of the foregoing, they may by such Rules or Bye Laws regulate:-

(a) the admission and classification of members of the Company, and the rights and privileges of such members, and the conditions of membership and the terms on which members may resign or have their membership terminated and the entrance fees, subscriptions and other fees or payments to be made by members.

(b) the conduct of members of the Company in relation to one another, and to the Company's employees.

(c) the setting aside of the whole or any part or parts of the Company's premises at any particular time or times or for any particular purpose or purposes.

(d) the procedure at General Meetings and meetings of the Committee and of sub-committees in so far as such procedure is not regulated by these articles.

(e) and, generally, all such matters as are commonly the subject matter of Company rules.

The Company in General Meeting shall have power to alter or repeal the Rules or Bye Laws or to make additions to them and the Committee shall adopt such means as they deem sufficient to bring to the notice of members of the Company all such Rules or Bye Laws, which so long as they shall be in force, shall be binding on all members of the Company PROVIDED that no Rule or Bye Law shall

be inconsistent with, or shall effect or repeal anything contained in the Memorandum or Articles of Association of the Company.

DISSOLUTION

60. Clause 9 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

Timothy Bob. 26, Giffel Ave SW2
 Kara Mon 52 Ivy Rd NW2
 JAMES VARLEY S LINDEN CLOSE RUISLIP MANOR HA4 8TN
 Alison Harker 9A Denbigh Road, London W11 2SJ
 Alexander Burlan 9 Westbourne Drive, Ladb SE23
 Parvin Poudar 32 Gade Rd, London N4 1AH
 B. Nalandy 30 Clither Rd, Twickenham TW1 4XX
 TADA-KWADZO OFosu 46 GOLDMARK HOUSE, LEBBURN SQ., LONDON SE3 9NU
 Marlene Winfield 24 Patshull Road London NW5 2JY

 Dated 22nd day of March 1994

Witness to the above signatures, -

Signature: *[Signature]*

Name: GUY BRATHWAITE

Address: 56 MONASTERS GARDENS
 ENFIELD EN2 0AE

Occupation: CONSULTANT