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www.companieshouse.gov.uk

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Companies House regrets that documents in this company's microfiche record have pages which are illegible.

This has been noted but unfortunately steps taken to rectify this were unsuccessful.

Companies House would like to apologise for any inconvenience this may cause.

COMPANY INFORMATION SUPPLIED BY COMPANIES HOUSE

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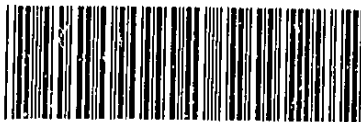
**CERTIFICATE OF INCORPORATION
OF A PRIVATE LIMITED COMPANY**

Company No. 2953747

The Registrar of Companies for England and Wales hereby certifies that
SOUTHLAND VENTURES LIMITED

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 28th July 1994



N029537470

A handwritten signature in black ink, appearing to read 'L. Darry'.

MRS. L. DARRY

For the Registrar of Companies



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

**Statutory Declaration of compliance
with requirements on application
for registration of a company**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* insert full
name of Company† delete as
appropriateTo the Registrar of Companies
(Address overleaf)

For official use

For official use

Name of company

* SOUTHLAND VENTURES LIMITEDI, AMANDA COX, DIRECTOR OF NEWCO LIMITED
of 21 JANESTON COURT, WILBURY CRESCENT,
HOVE, EAST SUSSEX, BN3 6FTNEWCO LIMITED

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 18 Blatting RoadHam Roadthe 21st day of JulyOne thousand nine hundred and ninety fourbefore me [Signature]

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

Amanda CoxPresenter'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

SOUTHLAND VENTURES LIMITED

Registered office of the company on
incorporation.

RO

21 JANESTON COURT,

WILBURY CRESCENT,

Post town HOVE,

County/Region EAST SUSSEX,

Postcode BN3 6FT

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

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?

MISS A COX,

21 JANESTON COURT, WILBURY CRESCENT,

HOVE, EAST SUSSEX, B

Postcode BN3 6FT

Telephone 0273 723601

Extension

Name

*Style/Title

Forenames

Surname

*Honours etc

Previous forenames

Previous surname

Address

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

Consent signature

Directors (See notes 1 - 5)

Please list directors in alphabetical order.

Name

*Style/Title

Forenames

Surname

*Honours etc

Previous forenames

Previous surname

Address

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

Date of birth

Business occupation

Other directorships

* Voluntary details

Page 2

Consent signature

CS

STARTCO LIMITED

AD

21 JANESTON COURT,

WILBURY CRESCENT,

Post town HOVE,

County/Region EAST SUSSEX,

Postcode BN3 6FT Country ENGLAND

I consent to act as secretary of the company named on page 1
FOR AND ON BEHALF OF STARTCO LIMITED

Signed

[Signature]

Date 21/7/94

DIRECTOR

CD

NEWCO LIMITED

AD

21 JANESTON COURT,

WILBURY CRESCENT,

Post town HOVE,

County/Region EAST SUSSEX,

Postcode BN3 6FT Country ENGLAND

DO

Nationality NA

OC

OD

I consent to act as director of the company named on page 1
FOR AND ON BEHALF OF NEWCO LIMITED

Signee

[Signature]

Date 21/7/94

DIRECTOR

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
---	------

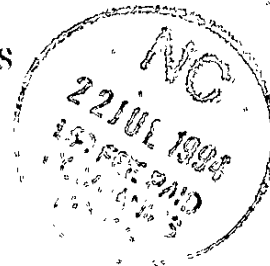
Delete if the form
is signed by an
agent on behalf of
all the subscribers.

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

Signed	Ananda Gx	Date	21/7/94
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	
Signed		Date	

2953747

THE COMPANIES ACTS 1985 to 1989
PRIVATE COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION
OF
SOUTHLAND VENTURES LIMITED



1. The company's name is Southland Ventures Limited

2. The company's registered office is to be situated in England and Wales.

3. (a) The objects of the company are to carry on business as a general commercial company.

(b) With effect from the date of the adoption of the objects and the powers of the company derived from s.1A of the Act the company has power to do all or any of the following things:

(a) To purchase or by any other means acquire and take options over any property whatever and any rights or privileges of any kind over or in respect of any property

(b) To apply for, register, purchase, or by any other means acquire and protect, prolong and renew, whether in the United Kingdom or elsewhere any patents, patent rights, brevets, d' invention, licences, secret processes, trade marks, designs, processes and concessions and to disclaim, alien, modify, use and turn to account and to manufacture under or grant licences or privileges in respect of the same and to pay and money may be paid in respect of, testing and improving any patents, inventions or items which the company may acquire or propose to acquire

(c) To acquire or undertake the whole or any part of the business, goods, and assets of any person, firm, or company carrying on or proposing to carry on any of the businesses which the company is authorised to carry on and a part of the consideration for such acquisition to undertake and or any of the liabilities of such person, firm or company, or to acquire an interest in such business, goods, and assets, or to enter into any partnership, arrangement for sharing profits, or for co-operation or for mutual assistance with any such person, firm or company, and to give or assign to any person, firm or company any of the acts or things aforesaid or property acquired, any shares, debentures, debenture stock or securities so received

(d) To mortgage, manage, control, maintain, improve, develop, lease, let, sell, otherwise, mortgage, charge, sell, dispose of, turn to account, realise, receive, conditions, rights and privileges in respect of any shares, debentures, debenture stock or securities of the company.

(e) To invest and deal with the monies of the company in such manner as may from time to time be determined by the directors with any investments made

(f) To do all such other things as may be necessary or expedient for the purposes of the foregoing and to do all such other things as may be necessary or expedient for the purposes of the foregoing and to do all such other things as may be necessary or expedient for the purposes of the foregoing

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associated in any way with the company, to enter into guarantees, contracts or indemnity and suretyships of all kinds, to execute or sign any document and to sign any bill, to secure or guarantee in any manner and upon any terms the payment of any sum of money or the performance of any obligation by any person, firm, or company (including without prejudice to the generality of the foregoing any such holding company, subsidiary, fellow subsidiary or associated company as aforesaid).

(v) To borrow and to raise money in any manner and to receive the repayment of any money borrowed, raised, or owing by mortgage, charge, standard security, lien or other security upon any property or interest in any property, possibly to be acquired, whether present or future, including its uncalled capital, and also by a similar mortgage, charge, standard security, lien, or security to secure and guarantee the performance by the company of any obligation or liability it may undertake or which may become binding on it.

(vi) To draw, make, accept, endorse, discount, negotiate, execute and issue cheques, bills of exchange, promissory notes, bills of lading, warrants, debentures, and other negotiable or transmissible instruments.

(vii) To apply for, promote, and obtain any Act of Parliament, order, or licence of the Department of Trade or other authority for enabling the company to carry any of its objects 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 prejudice the company's interests.

(viii) To enter into any arrangements with any government or authority, sovereign, principal, local, or otherwise, that may seem calculated to enable the company to carry out its objects or any of them, and to obtain from any such government or authority any charters, concessions, privileges, franchises, and other rights, powers, or immunities desirable and to carry out, exercise, and comply with any such charters, concessions, franchises, privileges, and immunities.

(ix) To be able for sale, purchase, or otherwise to acquire, hold, dispose of, and dispose of, and underwrite shares, stocks, debentures, debenture stocks, bonds, debenture bonds, or securities issued or guaranteed by any other company carrying on business in any part of the world, and debentures, debenture stocks, bonds, obligations or securities issued or guaranteed by any government or authority, principal, local, or otherwise, in any part of the world.

(x) To act as agent, manager, secretary, or otherwise in relation to any company or companies in which the company has a direct or indirect financial interest, to provide secretarial, administrative, technical, commercial and other services and facilities of all kinds for any such company or companies and to make payments by way of remuneration or otherwise and any other financial services which may seem desirable with respect to any business or operations or of generally with respect to any such company or companies.

(xi) To provide any other services for the purpose of assisting the carrying on of the business or property or undertaking or any of the liabilities of the company, or of assisting any business or operations which may appear likely to advance the interests of the company.

to do all such things as may be deemed incidental or conducive to the attainment of the objects of the company, and to do all such things as may be deemed incidental or conducive to the attainment of the objects of the company, and to do all such things as may be deemed incidental or conducive to the attainment of the objects of the company.

AND so that,

(1) None of the provisions set forth in any sub-clause of this clause shall be restrictively construed but the widest interpretation shall be given to each such provision, and none of such provisions shall, except where the context expressly so requires, be in any way limited or restricted by reference to or inference from any other provision set forth in such sub-clause, or by reference to or inference from the terms of any other sub-clause of this clause, or by reference to or inference from the name of the company.

(2) 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 in the UK or elsewhere.

(3) In this clause the expression "the Act" means the Companies Act 1985, but so that any reference in this clause to any provision of the Act shall be deemed to include a reference to any statutory modification or re-enactment of that provision for the time being in force.

(4) The liability of the members is limited.

(5) The company's share capital is £1000 divided into 1000 shares of £1 each.

I, the subscriber to this memorandum of association, wish to be formed into a company pursuant to this memorandum; and I agree to take the number of shares shown opposite my name,

Names and address of subscriber

Number of shares taken by subscriber

Amanda Cox.

21 Janeston Court, Wilbury Crescent.

Hove, East Sussex. BN3 6FF

Amanda Cox
120

Dated *21st July 1994*

Witness to the above signature, Mr D Englehart

18 Blatchington Road, Hove

IN COMPANIES ACTS 1965 to 1989
PRIVATE COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION OF
SOUTHLAND VENTURES LIMITED

Preliminary

11411 The regulations contained in Table A in the Schedule to the Companies (Tables A to F), Regulations 1985 (SI 1985/305) as amended by the Companies (Tables A to F) Amendment Regulations 1985 (SI 1985/1052) (such Table being hereinafter called "Table A") shall apply to the company save insofar as they are excluded or varied hereby and such regulations (save as so excluded or varied) and the articles hereinafter contained shall be the regulations of the company.

(b) in these articles the expression "the Act" means the Companies Act 1985, but so that any reference in these articles to any provision of the Act shall be deemed to include a reference to any statutory modification or re-enactment of that provision for the time being in force.

THE JOURNAL OF THE
SOCIETY OF AMERICAN HISTORIANS

2. (a) Shares which are comprised in the authorised share capital with which the company is incorporated shall be under the control of the directors who may (subject to s.80 of the Act and para (d) below) allot, grant options over or otherwise dispose of the same, to such persons, on such terms and in such manner as they think fit.

(b) All shares which are not comprised in the authorised share capital with which the company is incorporated and which the directors propose to issue shall first be offered to the members in proportion as nearly as may be to the number of the existing shares held by them respectively unless the company in general meeting shall by special resolution otherwise direct. The offer shall be made by notice specifying the number of shares offered, and limiting a period (not being less than 14 days) within which the offer if not accepted, will be deemed to be declined. After the expiration of that period, the shares so deemed to be declined shall be offered in the proportion aforesaid to the persons who have, within the said period, accepted all the shares offered to them, and a further offer shall be made in like terms in the same manner and limited by a like period as the original offer. Any shares not accepted pursuant to such offer or further offer, as aforesaid or not capable of being offered as aforesaid except by way of fractions and any shares released from the provision of this article by any special resolution aforesaid shall be under the control of the directors, who may allot or grant options over or otherwise dispose of the same to such persons, on such terms, and in such manner as they think fit, provided that, in the case of shares not accepted as aforesaid, such shares shall not be disposed of on terms which are more favourable to the subscribers thereof than the terms on which they were offered to the members. The foregoing provisions of this paragraph shall have effect subject to s 80 of the Act.

(c) In accordance with s 9(1) of the Act 2001, and Section 10 of the Act, the provisions of the Act shall not apply to the company.

d. The directors are generally and unconditionally authorized to purchase or

no authority to exercise any power of the company to allot and grant rights to subscribe for shares or to exercise any other power of the company up to the amount of the authorised share capital with which the company is incorporated at any time or times during the period of five years from the date of incorporation and the directors may, after that period, allot any shares or grant any such rights under this authority in pursuance of an agreement so to do made by the company within that period. The authority hereby given may at any time (subject to the said s 80) be renewed, revoked or varied by ordinary resolution of the company in general meeting.

Shares

7 The lien conferred by cl 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 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 monies presently payable by him or his estate to the company. Clause 8 in Table A shall be modified accordingly.

8 The liability of any member in default in respect of a call shall be increased by the addition at the end of the first sentence of cl 18 in Table A of the words "and all expenses that may have been incurred by the company by reason of such non-payment".

General Meetings and Resolutions

5 (a) Every notice convening a general meeting shall comply with the provisions of s 372 (3) of the Act as to giving information to members in regard to their right to appoint proxies and notices of and other communications relating to any general meeting which any member is entitled to receive shall be sent to the directors and to the auditor at the time being of the company.

(b) No business shall be transacted at any general meeting unless a quorum is present. Subject to para (e) below 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.

(c) If and for so long as the company has only one member, that member present in person or by proxy or if that member is a corporation by a duly authorised representative shall be a quorum.

(d) If a quorum is not present within half an hour from the time appointed for a general meeting the general meeting shall stand adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the directors may determine, and if at the adjourned general meeting a quorum is not present within half an hour from the time appointed therefor such adjourned general meeting shall be dissolved.

(e) Clauses 40 and 41 in Table A shall not apply to the company.

6 (a) If and for so long as the company has only one member and that member takes any decision which is required to be taken in general meeting or by means of a written resolution, that decision shall be as valid and effectual as if agreed by the company in general meeting save that this paragraph shall not apply to resolutions passed pursuant to ss 394 and 391 of the Act.

(b) Any decision taken by a sole member pursuant to para (a) above shall be recorded in writing and delivered by that member to the company for entry in the company's minute book.

Appointment of Directors

(a) Clause 64 in Table A shall not apply to the company.

(b) The maximum number and minimum number respectively of the directors may be determined from time to time by ordinary resolution in general meeting of the company. Subject to and in default of any such determination there shall be no maximum number of directors and the minimum number of directors shall be one. Whenever the minimum number of the directors shall be one, a sole director shall have authority to exercise all the powers and discretions by Table A and by these articles expressed to be vested in the directors generally, and clause 64 in Table A shall be modified accordingly.

(c) The directors shall not be required to retire by rotation and clause 73 to 80 (inclusive) in Table A shall not apply to the company.

(d) No person shall be appointed a director at any general meeting unless either:

(i) he is recommended by the directors; or

(ii) not less than 14 nor more than 35 clear days before the date appointed for the general meeting, notice signed by a member qualified to vote at the general meeting has been given to the company of the intention to propose that person for appointment, together with notice signed by that person of his willingness to be appointed.

(e) Subject to para (d) above, the company may by ordinary resolution in general meeting appoint any person who is willing to act to be a director, either to fill a vacancy or as an additional director.

(f) The directors may appoint a person who is willing to act to be a director, either to fill a vacancy or as an additional director, provided that the appointment does not cause the number of directors to exceed any number determined in accordance with clause (b) above as the maximum number of directors and for the time being in force.

(g) In any case where as the result of the death of a sole member of the company the company has no members and no directors the personal representatives of such deceased member shall have the right by notice in writing to appoint a person to be a director of the company and such appointment shall be effective as if made by the company in general meeting pursuant to paragraph (e) of this article.

Borrowing Powers

(a) 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 so far as may be necessary 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 of any third party.

Alternate Directors

9 (a) An alternate director shall not be entitled as such to receive any remuneration from the company, save that he may be paid by the company such part (if any) of the remuneration otherwise payable to his appointor as such appointor may by notice in writing to the company from time to time direct, and the first sentence of cl 66 in Table A shall be modified accordingly.

(b) A director, or any such other person as is mentioned in cl 65 in Table A, may act as an alternate director to represent more than one director, and an alternate director shall be entitled at any meeting of the directors or of any committee of the directors to one vote for every director whom he represents in addition to his own vote (if any) as a director, but he shall count as only one for the purpose of determining whether a quorum is present.

Gratuities and Pensions

10 (a) The directors may exercise the powers of the company conferred by cl 36 (c) of the memorandum of association of the company and shall be entitled to retain any benefits received by them or any of them by reason of the exercise of any such powers.

(b) Clause 87 in Table A shall not apply to the company.

Proceedings of Directors

11 (a) A director may vote, at any meeting of the directors or of any committee of the directors, on any resolution, notwithstanding that it in any way concerns or relates to a matter in which he has, directly or indirectly, any kind of interest whatsoever, and if he shall vote on any resolution as aforesaid his vote shall be counted, and in relation to any such resolution as aforesaid he shall (whether or not he shall vote on the same) be taken into account in calculating the quorum present at the meeting.

(b) Clauses 94 to 97 (inclusive) in Table A shall not apply to the company.

The Seal

12 (a) If the company has a seal it shall only be used with the authority of the directors or of a committee of directors. The directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a director and by the secretary or second director. The obligation under cl 6 of Table A relating to the sealing of share certificates shall apply only if the company has a seal. Clause 101 of Table A shall not apply to the company.

(b) The company may exercise the powers conferred by s 30 of the Act with regard to having an official seal for use abroad, and such powers shall be exercisable in the directors' indemnity.

13 (a) Every director or other officer or auditor of the company shall be indemnified out of the assets of the company against all losses or liabilities 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, or in connection with any application under s 144 or s 127 of the Act 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 insofar as its provisions are not avoided by s 310 of the Act.

(b) The directors shall have power to purchase and maintain for any director, officer or auditor of the company insurance against any such liability as is referred to in s 310 (1) of the Act.

(c) Clause 118 in Table A shall not apply to the company.

TRANSFER OF SHARES

14 The directors may, in their absolute discretion and without assigning any reason therefor, decline to register the transfer of a share, whether or not it is a fully paid share, and the first sentence of cl 24 in Table A shall not apply to the company.

Name and address of subscriber

Miss Amanda Cox

Amanda Cox

21 Janeston Court, Wilbury Crescent,

Hove, East Sussex, BN3 6LT

Dated *21st July 1994*

[Signature]

Witness to the above signature.

David Englehart

SOLICITOR

18 BLATCHINGTON ROAD

HOVE, SUSSEX

Telephone: 204411

FILE COPY



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

Company No. 3031779

The Registrar of Companies for England and Wales hereby certifies that
THE INSTITUTE OF COMMERCIAL MANAGEMENT

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 10th March 1995



N03031779H

P. A. Morgan

P.A.MORGAN (MRS)

For the Registrar of Companies



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

HC007B



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 2953747

The Registrar of Companies for England and Wales hereby certifies that
SOUTHLAND VENTURES LIMITED

having by special resolution changed its name, is now incorporated
under the name of
CRAWFORD DAVIS INSURANCE CONSULTANTS LIMITED

Given at Companies House, Cardiff, the 29th November 1994

[Handwritten signature]
MRS. L. J. [illegible]



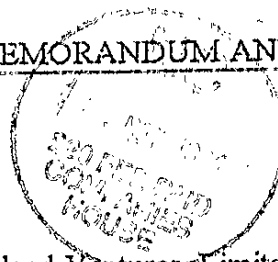
C02953747D

For the Registrar of Companies



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

HC006B

SOUTHLAND VENTURES LIMITEDRESOLUTION IN WRITING OF THE SUBSCRIBER TO THE MEMORANDUM AND
ARTICLES OF ASSOCIATION OF THE COMPANY.

I, Amanda Cox, being the Sole Member of the abovenamed Southland Ventures Limited (hereinafter called "the Company") for the time being entitled to receive notice of and to attend and vote at general meetings of the Company, hereby resolve that the following Resolution be passed and takes effect:-

As a Special Resolution

"That the name of the company be changed to Crawford Davis Insurance Consultants Limited"

Signed by the Sole Member:-

Amanda Cox

Amanda Cox

Dated: 21st November 1994

G

COMPANIES FORM No. 224

224

Notice of accounting reference date (to be delivered within 9 months of incorporation)

Please do not
write in
this margin

Pursuant to section 224 of the Companies Act 1985
as inserted by section 3 of the Companies Act 1989

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

To the Registrar of Companies
(Address overleaf)

Company number

2953747

Name of company

* SOUTHLAND VENTURES LTD

* insert full name
of company

gives notice that the date on which the company's accounting reference period is to be treated as
coming to an end in each successive year is as shown below:

Important
The accounting
reference date to
be entered along-
side should be
completed as in the
following examples:

Day Month

3 0 0 4

5 April
Day Month

0 5 0 4

30 June
Day Month

3 0 0 6

31 December
Day Month

3 1 1 2

† Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation† Director

Date 25.11.94

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

For official use
D.E.B.

Post room

