

FILE COPY



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

Company No. 4345367

The Registrar of Companies for England and Wales hereby certifies that
BALTIC CONTEMPORARY VISUAL ARTS TRADING 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 24th December 2001



N04345367J



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —



Companies House
for the record

12

Please complete in typescript,
or in bold black capitals.

CHWP000

Declaration on application for registration

Company Name in full

Baltic Contemporary Visual Arts Trading
Limited

I, Michael Alexander Barker
of Civic Centre, Gateshead

† Please 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 of the Companies Act 1985]~~ and that all the requirements of the Companies Act 1985 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 Statutory Declarations Act 1835.

Declarant's signature

M A Barker

Declared at

Gateshead, Tyne and Wear

Day Month Year

On

2 1 1 2 2 0 0 1

• Please print name.

before me •

MARK HARRISON

Signed

[Signature]

Date

21/12/01

† A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Mike Barker, Legal and Corporate Services,
Civic Centre, Regent Street

Gateshead

Tel 0191 433 2130

DX number 60308

DX exchange



A19
COMPANIES HOUSE

0602
22/12/01

Form revised June 1998

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh



Companies House

for the record

Please complete in typescript,
or in bold black capitals.

CHWP000

Notes on completion appear on final page

10

**First directors and secretary and intended situation of
registered office**

Company Name in full

**Baltic Contemporary Visual Arts Trading
Limited**

Proposed Registered Office

(PO Box numbers only, are not acceptable)

Gateshead Civic Centre

Regent Street

Post town

Gateshead

County / Region

Tyne and Wear

Postcode

NE8 1HH

If the memorandum is delivered by an agent
for the subscriber(s) of the memorandum
mark the box opposite and give the agent's
name and address.



Agent's Name

Michael Alexander Barker

Address

Civic Centre

Regent Street

Post town

Gateshead

County / Region

Tyne and Wear

Postcode

NE8 1HH

Number of continuation sheets attached

1

Please give the name, address,
telephone number and, if available,
a DX number and Exchange of
the person Companies House should
contact if there is any query.

**Mike Barker, Legal and Corporate Services,
Civic Centre, Regent St.,**

Gateshead

Tel 0191 433 2130

DX number 60308

DX exchange Gateshead 1



A19
COMPANIES HOUSE
A33
COMPANIES HOUSE

0603
22/12/01
15/12/01

Form revised July 1998

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or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh

Company Secretary (see notes 1-5)Company name **BALTIC CONTEMPORARY VISUAL ARTS TRADING LIMITED**NAME *Style / Title **Mr** *Honours etc

* Voluntary details

Forename(s) **Roger Michael**Surname **Kelly**Previous forename(s) **N/A**Previous surname(s) **N/A**Address **Netherwood****Usual residential address**

For a corporation, give the registered or principal office address.

St Mary's AvenuePost town **Crook**County / Region **Durham**Postcode **DL15 9HY**Country **England**

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

Consent signature

Date **12.12.07.****Directors** (see notes 1-5)

Please list directors in alphabetical order

NAME *Style / Title **Mr** *Honours etcForename(s) **Alan John**Surname **Smith**Previous forename(s) **N/A**Previous surname(s) **N/A**Address **Herwood House, Darlington Road****Usual residential address**

For a corporation, give the registered or principal office address.

Near Burn HallPost town **Durham**County / Region **Co Durham**Postcode **DH1 3SS**Country **England**

Date of birth

Day Month Year

1 8 1 2 1 9 4 9Nationality **British**

Business occupation

Architect

Other directorships

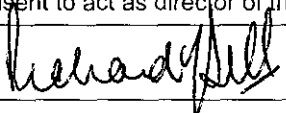
2MX Limited**Securex Limited**

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

Consent signature

Date **28 Nov 01**

Directors (continued) (see notes 1-5)

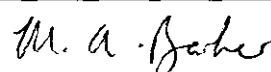
NAME	*Style / Title	Mr	*Honours etc	
* Voluntary details	Forename(s)	Richard George		
	Surname	Bell		
	Previous forename(s)	N/A		
	Previous surname(s)	N/A		
Address	12 Lodore Road			
Usual residential address	High West Jesmond			
For a corporation, give the registered or principal office address.	Post town	Newcastle upon Tyne		
	County / Region	Tyne and Wear	Postcode	NE2 3NN
	Country	England		
	Date of birth	Day	Month	Year
		2	4	0 5
		1	9	3 5
	Nationality	British		
	Business occupation	Retired		
	Other directorships	Middlesborough Town Centre Company		
	I consent to act as director of the company named on page 1			
	Consent signature			Date 28/11/2001

This section must be signed by

Either

an agent on behalf of all subscribers

Signed



Date

12/11/2001

Or the subscribers

Signed

Date

(i.e those who signed as members on the memorandum of association).

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Alan John Smith (18/12/1949)

Details of other directorships (continued)

Rosetti Interiors Limited

Unit Seventy Two Limited

Team AJS Limited

Red Box Developmetnt Company Limited

Red Box Gallery Limited

Hoodco 528 Limited

Northern Arts Limited

Company Name Baltic Contemporary Visual Arts Trading Ltd.

Company No. 4345367

Articles of Association have not been registered for the above company in this case. (Company Limited by Shares – see Sections 7 and 8 of the Companies Act 1985.)

Signed _____
(Officer of New Companies Section)

Date _____

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

of

BALTIC CONTEMPORARY VISUAL ARTS TRADING LIMITED

4345367
ACCEPT UNSTAMPED £20.00

NC/10/11 59760

SIGNED Sarah Morgan

DATE 24.12.01

1. The name of the Company is 'Baltic Contemporary Visual Arts Trading Limited'.
2. The registered office of the Company will be situated in England.
3. The object for which the Company is established is to carry on business as a general commercial company.
4. The liability of the members is limited to the amount (if any) unpaid on the shares held by them.
5. The share capital of the company is £100 divided into 100 shares of £1 each.
6. The regulations of Table A shall constitute the articles of association of the company.

WE the persons whose names and addresses are subscribed, wish to be formed into a company in pursuance of this memorandum of association, and we respectively agree to take the number of shares in the capital of the company set opposite to our respective names.

Names and addresses of
subscribers

Number of shares taken by each
subscriber

Roger Michael Kelly
Civic Centre
Regent Street
Gateshead
NE8 1HH

[Signature] 1
/c

Michael Alexander Barker
Civic Centre
Regent Street
Gateshead
NE8 1HH

[Signature] 1

Total shares taken 2



Dated the 20th day of December 2001

WITNESS to the above signatures: Alison Scott (Alison Scott, 17 Fareham Grove, Hadden Park, Boldon, Tyne and Wear. NE35 9NF)