



**FILE COPY**

**CERTIFICATE OF INCORPORATION  
OF A  
COMMUNITY INTEREST COMPANY**

Company No. 6753751

The Registrar of Companies for England and Wales hereby certifies that:

**BD4 COMMUNITY INTEREST COMPANY**

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



**\*N06753751L\***

Given at Companies House on **19th November 2008**.



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

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Memorandum & Articles of Association of **BD4 Community Interest Company**

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

MEMORANDUM OF ASSOCIATION OF  
**BD4**  
COMMUNITY INTEREST COMPA

- 1 **COMMUNITY INTEREST COMPANY**  
The Company is to be a community interest company
- 2 **NAME**  
The Company's name is '**BD4 Community Interest Company**'
- 3 **REGISTERED OFFICE**  
The Company's registered office will be in England or Wales.
- 4 **OBJECTS**  
The Company's objects are to carry on activities which benefit the community and in particular (without limitation)  
A To improve the quality of life for the residents of inner city Bradford, West Yorkshire and surrounding areas, and in particular
  - to provide services and resources including community facilities that will support the areas, the community and individuals,
  - to develop community spirit and responsibility by encouraging local people of all ages and cultures to participate in community activities for their benefit and if appropriate the management of any community Centre,
  - to respond to the physical and spiritual needs in the areas,
  - to work in partnership with other groups and agencies across the areas  
B To support the work of the OLIVE BRANCH TRUST, a charitable company registered in England & Wales (Company Number 04297648, Charity Number 1120091),  
C To promote and improve for the public benefit the economic and social wellbeing of people living and working in areas where the company operates
- 5 **POWERS**  
The Company has the power to do anything which is incidental or conducive to the furtherance of its objects
- 6 **LIMITED LIABILITY**  
The liability of the Members is limited

THUR  
FRIDAY



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COMPANIES HOUSE

7 GUARANTEE

Every Member of the Company undertakes to contribute a sum not exceeding £1 to the assets of the Company if it is wound up during his, her or its membership or within one year afterwards, (a) for payment of the debts and liabilities of the Company contracted before he, she or it ceased to be a Member, (b) for the costs, charges and expenses of winding up; and (c) for the adjustment of the rights of the contributories among themselves

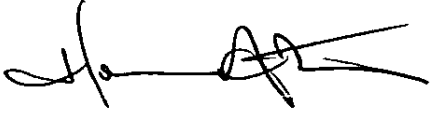
*We wish to be formed into a company under this Memorandum of Association.*

NAME, ADDRESS & SIGNATURE ON BEHALF OF SUBSCRIBER

Name	<b>OLIVE BRANCH TRUST</b>	Registered Office Address  <b>96 Lister Avenue</b>  <b>Bradford BD4 7QS</b>
Company Number	<b>04297648</b>	
Charity Number	<b>1120091</b>	

Signed on behalf of OLIVE BRANCH TRUST:

Name **Howard Astin (a duly authorised officer)**

Signature 

Dated this **31** day of **October** 200**8**

WITNESS TO THE ABOVE SIGNATURE:

Name	<b>IAN MATTHEW SMITH</b>	Address 
Signature		



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

ARTICLES OF ASSOCIATION OF  
BD4  
COMMUNITY INTEREST COMPANY

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## PART ONE: DEFINITIONS AND INTERPRETATION

### 1 DEFINITIONS

In these Articles the following terms shall have the following meanings

"the Companies Acts"	the Companies Act 1985 including any statutory modification or re-enactment thereof for the time being in force and any provisions of the Companies Act 2006(a) for the time being in force
"2004 Act"	the Companies (Audit, Investigations and Community Enterprise) Act 2004
"address"	in relation to electronic communications, includes any number or address used for the purposes of such communications
"Articles"	the Company's Articles of Association
"Asset Locked Body"	a community interest company, Charity or Scottish Charity or a body established outside Great Britain that is equivalent to any of those persons
"Chair"	the meaning given in article 16
"Charity"	(except in the phrase, 'Scottish Charity') the meaning given by Section 96 of the Charities Act 1993
"clear days"	In relation to the period of a notice, that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect
"Company"	BD4 Community Interest Company
"Director"	a Director of the Company, including any person occupying the position of Director, by whatever name called
"Directors' functions"	the meaning given in article 4.1

"electronic communication"	the meaning given in the Electronic Communications Act 2000
"in writing"	written printed or transmitted writing including by electronic communication
"majority decision"	the meaning given in article 11
"Members"	the member or members of the Company as defined in the Companies Acts
"Memorandum"	the Company's Memorandum of Association
"Regulations"	the Community Interest Company Regulations 2005
"Regulator"	the Regulator of Community Interest Companies
"relevant quorum"	the meaning given in article 15(1)
"remuneration"	any reasonable payment or benefit received, or to be received, by a Director or employee of the Company in consideration for that Director's or employee's services to the Company, and any arrangement in connection with the payment of a pension, allowance or gratuity to or in respect of any person who is to be, is, or has been a Director or employee of the Company or any of its predecessors in business
"Scottish Charity"	the meaning given in section 1(7) of the Law Reform (Miscellaneous Provisions) Scotland Act 1990
"Secretary"	the individual appointed as Company Secretary under article 35
"subsidiary"	the meaning given in section 736 of the Companies Act 1985
"unanimous decision"	the meaning given in article 10

## 2 INTERPRETATION

2.1 Unless the context requires otherwise, words or expressions defined in.

- (a) the Companies Acts,
- (b) the 2004 Act, or
- (c) the Regulations,

have the same meaning in the Articles

2.2 Without prejudice to the generality of article 2.1

- (a) "community" is to be construed in accordance with section 35 of the 2004 Act and Part 2 of the Regulations,
- (b) "financial year" has the meaning given in section 223 of the Companies Acts, and
- (c) "transfer" includes every description of disposition, payment, release or distribution and the creation or extinction of an estate or interest in, or right over, any property, or, in Scotland, a right, title or interest in or over any property.

2.3 Unless the context requires otherwise, all references to legislative provisions are to the legislation concerned as amended, repealed, re-enacted or replaced and in force from time to time

2.4 Unless the context requires otherwise, words in the singular include the plural and words in the plural include the singular

- 2.5 All headings and explanatory notes are included for convenience only; they do not form part of the Articles, and shall not be used in the interpretation of the Articles

## PART TWO: ASSET LOCK

### 3 TRANSFER OF ASSETS

- 3.1 The Company shall not transfer any of its assets other than for full consideration
- 3.2 Provided the condition specified in paragraph 3.3 is satisfied, paragraph 3.1 shall not apply to
- (a) the transfer of assets to any Asset Locked Body specified in the Memorandum or Articles for the purposes of this article or (with the consent of the Regulator) to any other Asset Locked Body, and
  - (b) the transfer of assets made for the benefit of the community other than by way of a transfer of assets to an Asset Locked Body
- 3.3 The condition is that the transfer of assets must comply with any restrictions on the transfer of assets for less than full consideration which may be set out elsewhere in the Memorandum or the Articles.
- 3.4 If the Company is wound up under the Insolvency Act 1986, and all its liabilities have been satisfied, then any residual assets shall be given or transferred to the Asset Locked Body specified in the Memorandum and Articles for the purposes of this article
- 3.5 For the purposes of this article, the following Asset Locked Body is specified as a potential recipient of the Company's assets under paragraphs 3.2 and 3.4

<i>Name</i>	OLIVE BRANCH TRUST
<i>Registered Charity Number</i>	1120091
<i>Registered Company Number</i>	04297648
<i>Registered Office</i>	96 LISTER AVENUE BRADFORD BD4 7QS

## PART THREE: DIRECTORS' FUNCTIONS

### 4 DIRECTORS' GENERAL AUTHORITY TO MANAGE THE COMPANY

- 4.1 The Directors' functions are.
- (a) to manage the Company's business, and
  - (b) to exercise all the powers of the Company for any purpose connected with the Company's business
- 4.2 The Directors may delegate their functions in accordance with the Articles

5 LIMITS ON DIRECTORS' FUNCTIONS

5.1 The Members may, by special resolution

- (a) alter the scope of the Directors' functions, or
- (b) require the Directors to act in a specified manner

No special resolution passed under this article shall have retrospective effect

6 DIRECTORS' GENERAL AUTHORITY TO DELEGATE FUNCTIONS

6.1 Subject to the Articles, the Directors may delegate any of their functions to any person they think fit

6.2 The Directors must not delegate to any person who is not a Director any decision connected with

- (a) the taking of decisions by Directors,
- (b) the appointment of a Director or the termination of a Director's appointment

6.3 Any delegation under article 6.1 may authorise further delegation of the Directors' functions by any person to whom they are delegated

7 COMMITTEES OF DIRECTORS

7.1 Two or more Directors are a "committee" if the Directors have

- (a) delegated any of the Directors' functions to them, and
- (b) indicated that they should act together in relation to that function

7.2 The provisions of the Articles about how the Directors take decisions shall apply, as far as possible, to the taking of decisions by committees

PART FOUR: DECISION-MAKING BY DIRECTORS

8 SCOPE OF RULES

8.1 References in the Articles to decisions of Directors are to decisions of Directors which are connected with their functions

8.2 Except where the Articles expressly provide otherwise, provisions of the Articles about how the Directors take decisions do not apply

- (a) when the Company only has one Director, or
- (b) to decisions delegated to a single Director

9 DIRECTORS TO TAKE DECISIONS COLLECTIVELY

Any decision which the Directors take must be either a unanimous decision or a majority decision



10. UNANIMOUS DECISIONS

- 10.1 The Directors take a unanimous decision when they all indicate to each other that they share a common view on a matter
- 10.2 A unanimous decision need not be taken at a meeting of Directors, or involve any discussion between Directors

11. MAJORITY DECISIONS

- 11.1 The Directors take a majority decision if:
  - (a) every Director has been made aware of a matter to be decided by the Directors,
  - (b) all the Directors who indicate that they wish to discuss or vote on the matter have had a reasonable opportunity to communicate their views on it to each other, and
  - (c) a majority of those Directors vote in favour of a particular conclusion on that matter at a meeting of Directors
- 11.2 Article 11.1(a) does not require communication with any Director with whom it is not practicable to communicate, having regard to the urgency and importance of the matter to be decided

12. MEETINGS OF DIRECTORS

- 12.1 Any Director may call a meeting of Directors
- 12.2 Every Director must be given reasonable notice of a meeting of Directors
- 12.3 Article 12.2 does not require notice to be given
  - (a) in writing, or
  - (b) to Directors to whom it is not practicable to give notice, having regard to the urgency and importance of the matters to be decided, or who have waived their entitlement to notice
- 12.4 Directors participating in a meeting of Directors
  - (a) must participate at the same time, but may be in different places; and
  - (b) may communicate with each other by any means
- 12.5 Questions arising at a meeting of directors shall be decided by a majority of votes. In case of an equality of votes, the chair shall have a second or casting vote
- 12.6 A Director who is an alternate director shall be entitled in the absence of his appointer to a separate vote on behalf of his appointer in addition to his own vote
- 12.7 Except as provided by Article 12.5 and 12.6, in all proceedings of Directors each Director must not have more than one vote

13 CONFLICTS OF INTEREST

- 13.1 In this article, a 'relevant interest' is any interest which a Director has in, or any duty which a Director owes to a person other than the Company in respect of an actual or proposed transaction or arrangement with the Company
- 13.2 For the purposes of article 13.1, a Director shall be deemed to have an interest in a transaction or arrangement if
- (a) the Director or any partner or other close relative of the Director has an actual or potential financial interest in that transaction or arrangement,
  - (b) any person specified in article 13.2(a) is a partner in a firm or limited partnership, or a director of or a substantial shareholder in any Company, which has an actual or potential commercial interest in that transaction or arrangement; or
  - (c) any other person who is deemed to be connected with that Director for the purposes of section 317 of the Companies Acts has a personal interest in that transaction or arrangement
- 13.3 Subject to article 13.8(b), a Director who has a relevant interest must disclose the nature and extent of that interest to the other Directors
- 13.4 Subject to articles 13.5 and 13.6, when the Directors take a majority decision on any matter relating to a transaction or arrangement in which a Director has a relevant interest
- (a) no Director who has such a relevant interest may vote on that matter; and
  - (b) for the purposes of determining whether a relevant quorum is present, or whether a majority decision has been taken in relation to that matter, such a Director's participation in the decision-making process shall be ignored
- 13.5 Article 13.4 does not apply
- (a) If the Director's interest cannot otherwise be reasonably regarded as giving rise to any real possibility of a conflict between the interests of the Director and the Company, or
  - (b) if the Director's interest only arises because the Director has given, or has been given, a guarantee, security or indemnity in respect of an obligation incurred by or on behalf of the Company or any of its subsidiaries
- 13.6 The Members may by ordinary resolution decide to dis-apply article 13.4, either in relation to majority decisions generally or in relation to a particular decision
- 13.7 Subject to the Companies Acts, if a Director complies with article 13.3
- (a) that Director.
    - (i) may be a party to, or otherwise interested in, the transaction or arrangement in which that Director has a relevant interest; and
    - (ii) shall not, by reason of being a Director, be accountable to the Company for any benefit derived from that transaction or arrangement, and

- (b) the transaction or arrangement in which that Director has a relevant interest shall not be liable to be treated as void as a result of that interest

13.8 For the purposes of article 13.3

- (a) a general notice given to the Directors that a Director is to be regarded as having a specified interest in any transaction or arrangement shall be deemed to be a disclosure that the Director has an interest in any such transaction or arrangement of the nature and extent so specified, and
- (b) any interest of which a Director has no knowledge, and could not reasonably be expected to have knowledge, shall be disregarded

14 RECORDS TO BE KEPT

14.1 The Directors are responsible for ensuring that the Company keeps a record, in writing, of

- (a) every unanimous or majority decision taken by the Directors, and
- (b) every declaration by a Director of an interest in an actual or proposed transaction with the Company

14.2 Any record kept under article 14.1 must be kept

- (a) for at least ten years from the date of the decision or declaration recorded in it,
- (b) together with other such records, and
- (c) in such a way that it is easy to distinguish such records from the Company's other records

15 SPECIFIED NUMBER OF DIRECTORS FOR MAJORITY DECISIONS

15.1 Subject to article 15.2, no majority decision shall be taken by the Directors unless three Directors participate in the process by which the decision is taken and are entitled to vote on the matter on which the decision is to be taken.

15.2 If the Company has one or more Directors, but the total number of Directors is less than three, the Directors may take a majority decision

- (a) to appoint further Directors, or
- (b) that will enable the Members to appoint further Directors.

16 CHAIRING OF MAJORITY DECISION MAKING PROCESSES

16.1 The Directors shall appoint a Director to chair the taking of all majority decisions by them

16.2 If the person appointed under article 16.1 is for any reason unable or unwilling to chair a particular majority decision making process, the Directors shall appoint another Director to chair that process

16.3 The Directors may terminate an appointment made under article 16.1 or article 16.2 at any time

16 4 A Director appointed under this article shall be known as the Chair for as long as such appointment lasts

17 DIRECTORS' DISCRETION TO MAKE FURTHER RULES

17 1 Subject to the Articles, the Directors may make any rule which they think fit about how they take decisions

17 2 The Directors must ensure that any rule which they make about how they take decisions is communicated to all persons who are Directors while that rule remains in force

18 DEFECT IN APPOINTMENT

18 1 This article applies if

- (a) a decision is taken by the Directors, or a committee of the Directors, or a person acting as a Director, and
- (b) it is subsequently discovered that a person who, acting as a Director, took, or participated in taking, that decision
  - (i) was not validly appointed as a Director,
  - (ii) had ceased to hold office as a Director at the time of the decision,
  - (iii) was not entitled to take that decision, or
  - (iv) should, in consequence of a conflict of interests, not have voted in the process by which that decision was taken

18 2 Where this article applies:

- (a) the discovery of any defect of the kinds specified in article 18 1(b) shall not invalidate any decision which has been taken by, or with the participation of, the person in relation to whom that defect existed, and
- (b) any such decision shall be as valid as if no such defect existed in relation to any person who took it or participated in taking it.

PART FIVE. DIRECTORS' APPOINTMENT AND TERMS OF SERVICE

19 MINIMUM NUMBER OF DIRECTORS

The number of Directors shall not be less than three

20 ELIGIBILITY TO BE A DIRECTOR

20 1 A person shall not be a Director unless that person

- (a) is elected or appointed as a Director in accordance with the Articles, and
- (b) if that person is an individual, is willing to serve as a Director and has attained the age of 18 years

- 20.2 No person shall be elected or appointed as a Director in circumstances which, if that person had already been a Director, would have resulted in that person ceasing to be a Director under the Articles

21 METHODS OF APPOINTING DIRECTORS

- 21.1 The first Directors shall be the persons named in Form 10 on incorporation

- 21.2 Thereafter, Directors may be appointed

- (a) by decision of the Directors, or
- (b) by ordinary resolution of the Members,

provided that the appointment does not cause the number of Directors to exceed any number fixed by or in accordance with the Articles as the maximum number of Directors

- 21.3 No powers to appoint Directors may be given to persons who are not Members which immediately after their exercise could result in the majority of the Directors having been appointed by persons who are not Members

22 RETIREMENT OF DIRECTORS AND ELECTION AT ANNUAL GENERAL MEETING

- 22.1 At the first annual general meeting all the Directors shall retire from office, and at every subsequent annual general meeting one-third of the Directors or, if their number is not three or a multiple of three, the number nearest to one-third shall retire from office. If only one Director is subject to retirement by rotation, that Director shall retire.

- 22.2 Subject to the Companies Acts, the Directors to retire by rotation shall be those who have been longest in office since their last appointment or reappointment, but as between persons who became or were last reappointed Director on the same day those to retire shall (unless they otherwise agree among themselves) be decided by lot

- 22.3 If the Members at the meeting at which a Director retires by rotation do not fill the vacancy, the retiring Director shall, if willing to act, be deemed to have been reappointed unless

- (a) at the meeting it is resolved not to fill the vacancy, or
- (b) a resolution for the reappointment of the Director is put to the meeting and lost

- 22.4 A retiring Director who wishes to be considered for re-election shall give notice to the Secretary at least fourteen but not more than thirty-five clear days before the date appointed for the annual general meeting

- 22.5 A Member other than a retiring Director who wishes to be considered for election as a Director shall give notice to the Secretary at least fourteen but not more than thirty-five clear days before the date appointed for the annual general meeting.

- 22.6 At least seven but not more than twenty-eight clear days before the date appointed for holding an annual general meeting notice shall be given to all

who are entitled to receive notice of the meeting of any person who is eligible for election or re-election as Director and has given notice under article 22 4 or article 22 5 (each such person being, for the purposes of this article, a 'candidate')

- 22 7 Every notice given under articles 22.4, 22 5 or 22 6 shall state those particulars which would be required to be included in the Company's register of Directors if the person to which the notice relates were to be elected a Director
- 22 8 Subject to article 22.9, the question whether each such person is to be elected as a Director shall be decided by a separate ordinary resolution of the Members at the annual general meeting
- 22 9 If a number has been fixed by or in accordance with the Articles as the maximum number of Directors (the 'relevant maximum'), and the number of candidates exceeds the relevant maximum less the number of those directors who are not retiring, then the election of Directors shall follow the procedure set out in article 22 10 rather than that set out in article 22 8
- 22 10 Where the conditions specified in article 22 9 are fulfilled
- (a) each Member shall be invited to vote on the candidates by ranking them in order of preference on ballot papers which they must sign and return to the Company at or before the annual general meeting in order to cast their votes on the candidates (and any ballot papers returned at the annual general meeting must be returned before the time appointed for the return of ballot papers by the chair of the meeting),
  - (b) the annual general meeting may be adjourned for the counting of votes under article 22 10(a) (and, if it is so adjourned, the existing Directors shall continue in office until the outcome of the vote has been determined); and
  - (c) the candidates elected as Directors shall be those who have been ranked highest in order of preference, taking account of the average of all Members' votes, and shall be equal in number to the relevant maximum less the number of those directors who are not retiring
- 22 11 If fewer than the minimum number of Directors are elected at an annual general meeting, the Directors shall appoint further Directors to fill any vacancy

## 23 TERMINATION OF DIRECTORS' APPOINTMENT

- 23 1 A person ceases to be a Director as soon as
- (a) that person ceases to be a Director by virtue of any provision of the Companies Acts, or is prohibited by law from being a Director,
  - (b) any notification to the Company that that person is resigning or retiring from office as Director takes effect (except that where such resignation or retirement would otherwise lead to the Company having fewer than two Directors, it shall not take effect until sufficient replacement Directors have been appointed),
  - (c) the Members pass an ordinary resolution removing that person from office.

- (d) a contract under which that person is appointed as a Director of, or personally performs services for, the Company or any of its subsidiaries terminates, and the Directors decide that that person should cease to be a Director,
  - (e) the Directors decide, at a meeting of Directors, that that person should be removed from office, but such a decision shall not be taken unless the person in question has been given
    - (i) at least fourteen clear days' notice in writing of the proposal to remove that person from office, specifying the circumstances alleged to justify removal from office; and
    - (ii) a reasonable opportunity of being heard by, or of making representations in writing to, the Directors
- 23.2 No powers to remove Directors may be given to persons who are not Members which immediately after their exercise could result in either.
- (a) the majority of the remaining Directors having been appointed by persons who are not Members, or
  - (b) the number of Directors removed during the financial year of the Company by persons who are not Members exceeding the number of the remaining Directors, but this shall not prevent a Director from appointing, or subsequently removing, an alternate director, if permitted to do so by the Articles

## 24 DIRECTORS' REMUNERATION AND OTHER TERMS OF SERVICE

- 24.1 Subject to the Companies Acts, the Articles, the Company satisfying the community interest test, and any resolution passed under article 24.2, the Directors may decide the terms (including as to remuneration) on which a Director is to perform Directors' functions, or otherwise perform any service for the Company or any of its subsidiaries
- 24.2 The Members may by ordinary resolution limit or otherwise specify the remuneration to which any Director may be entitled, either generally or in particular cases

## 25 DIRECTORS' EXPENSES

- 25.1 The Company may meet all reasonable expenses which the Directors properly incur in connection with
- (a) the exercise of their functions, or
  - (b) the performance of any other duty which they owe to, or service which they perform for, the Company or any of its subsidiaries

## PART SIX. MEMBERS

### 26. APPOINTMENT OF MEMBERS

- 26 1 The subscribers to the Memorandum are the first Members of the Company
- 26 2 Such other persons as agree to become Members of the Company, whose names are entered in the register of Members, and who are admitted to membership in accordance with the Articles, shall be Members of the Company.
- 26 3 No person shall be admitted as a Member of the Company unless he, she or it is approved by the Directors
- 26 4 Every person who wishes to become a Member shall execute and deliver to the Company an application for membership in such form (and containing such information) as the Directors require

### 27. TRANSFER AND TERMINATION OF MEMBERSHIP

- 27 1 Membership is not transferable to anyone else.
- 27 2 Membership is terminated if:
  - (a) the Member dies, ceases to exist or ceases to be a Director, or
  - (b) otherwise in accordance with the Articles.

## PART SEVEN: GENERAL MEETINGS (MEETINGS OF MEMBERS)

### 28. ANNUAL GENERAL MEETING

- 28 1 The Company shall hold an annual general meeting
  - (a) within 18 months of the Company's date of incorporation and afterwards once in each calendar year (provided that not more than 15 months shall elapse between the date of one annual general meeting of the Company and that of the next), and
  - (b) at such date, time and place as the Directors shall determine

### 29. OTHER GENERAL MEETINGS

- 29 1 The Directors may decide to call a general meeting at any time
- 29 2 The Directors shall call a general meeting on receiving a requisition to that effect in accordance with the Companies Acts

### 30. NOTICE

- 30 1 Notice of general meetings shall be given to every Member, the Directors and the Company's auditors (if any).



- 30.2 All general meetings shall be called by at least 21 clear days' notice in writing
- 30.3 Every notice calling a general meeting shall specify
  - (a) the place, date and time of the meeting, and
  - (b) the general nature of the business to be transacted
- 30.4 In the case of an annual general meeting, the notice shall specify that the meeting is an annual general meeting
- 30.5 If a special resolution is to be proposed, the notice shall contain a statement to that effect and set out the text of the special resolution

### 31 QUORUM

- 31.1 No business shall be transacted at any meeting unless a quorum is present
- 31.2 The quorum for a general meeting shall be one Member or fifty per cent of the Members entitled to vote upon the business to be transacted, whichever is the greater number, each being a Member or a proxy for a Member or a duly authorised representative of a corporate Member
- 31.3 If a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall stand adjourned for a minimum of seven days until such time as the Directors determine

### 32 CONDUCT OF BUSINESS – GENERAL

- 32.1 The Chair shall preside as the chair of the general meeting. In the Chair's absence, the Members shall appoint some other Director, or (if no Director willing to preside is present) Member to preside
- 32.2 The chair:
  - (a) may adjourn the meeting from time to time and from place to place, with the consent of a meeting at which a quorum is present, and
  - (b) shall do so if so directed by the meeting or in accordance with the Articles
- 32.3 No business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place
- 32.4 When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice
- 32.5 Except as required by law, all decisions of the Members at a general meeting shall be made by ordinary resolution

33. VOTING PROCEDURES

- 33 1 Subject to the Articles, a resolution put to the vote of a meeting shall be decided on a show of hands unless a poll is duly demanded before, or on the declaration of, the show of hands
- 33 2 A poll may be demanded by:
  - (a) the chair,
  - (b) at least two Members, or
  - (c) a Member or Members representing not less than one tenth of total voting rights of all the Members having the right to vote at the meeting
- 33 3 Every Member present in person or by proxy (or, in the case of a corporate Member, by its duly authorised representative) shall have one vote.
- 33 4 A person who is not a Member shall not have any right to vote at a general meeting of the Company (except as the proxy or (in the case of a corporate Member) duly authorised representative of a Member)
- 33 5 Articles 33 3 and 33 4 are without prejudice to any right to vote on a resolution affecting the rights attached to a class of the Company's debentures
- 33 6 Unless a poll is held, a declaration by the chair that a resolution has been carried, carried unanimously, or by a particular majority, lost, or not carried by a particular majority, and an entry to that effect in the minutes of the meeting, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution
- 33 7 A poll shall be taken at the general meeting as the chair directs and the chair may appoint scrutineers (who need not be Members) and fix a time and place for declaring the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded
- 33 8 In the case of an equality of votes, whether on a show of hands or on a poll, the chair shall have a second or casting vote
- 33 9 The proceedings at any general meeting or on the taking of any poll shall not be invalidated by reason of any accidental informality or irregularity (including with regard to the giving of notice) or any want of qualification in any of the persons present or voting
- 33 10 No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chair whose decision shall be final and binding

34 MINUTES

- 34 1 The Directors shall cause minutes to be made and kept, in writing, of all proceedings at general meetings of the Company
- 34 2 Any such minute, if purported to be signed by the chair of the meeting, or by the chair of the next succeeding general meeting, shall be sufficient evidence of the proceedings

## PART EIGHT. MISCELLANEOUS

### 35 COMPANY SECRETARY

- 35.1 Subject to the provisions of the Companies Acts, the Directors may appoint an individual to act as Company Secretary for such term and at such remuneration and upon such other conditions as they may think fit
- 35.2 The Directors may decide to remove a person from the office of Secretary at any time

### 36 COMPANY SEAL

- 36.1 This article applies if the Company has a seal (the "common seal").
- 36.2 The common seal shall only be applied to a document if its use on that document has been authorised by a decision of the Directors
- 36.3 If the common seal is applied to a document, the document shall be
  - (a) signed by an authorised person, and
  - (b) countersigned by another authorised person
- 36.4 For the purposes of this article, an authorised person is
  - (a) any Director,
  - (b) the Secretary, or
  - (c) any person authorised by the Directors for the purpose of signing and countersigning documents to which the common seal is applied.

### 37 ACCOUNTS AND REPORTS

- 37.1 The Directors shall comply with the requirements of the Companies Acts and any other applicable law as to keeping financial records, the audit or examination of accounts and the preparation and transmission to the Registrar of Companies of annual reports and accounts
- 37.2 Subject to article 37.3, the Company's statutory books and accounting records shall be open to inspection by the Members during usual business hours
- 37.3 The Company may in general meeting impose reasonable restrictions as to the time at which and the manner in which the statutory books and accounting records of the Company may be inspected by Members

### 38 SOCIAL AUDIT

- 38.1 A Social Audit of the Company's activities may be undertaken annually in addition to the financial audit required by law. The role of the Social Audit shall be to identify the social costs and benefits of the Company's work, and to enable an assessment to be made of the Company's overall performance in relation to its objects more easily than may be made from financial accounts alone

39 EQUAL OPPORTUNITIES

- 39.1 Applications for membership of the Company shall be considered from any persons or organisations, regardless of any issues concerned with wealth, social class, age, politics, race, creed, religion, culture, ethnic origin, sex or sexual orientation, marital status, any kind of disability or chronic illness, and the Company shall not be entitled to withhold or reject membership on the grounds of any such issue
- 39.2 Individuals incapacitated and who require the services of an advocate may be admitted to membership, at the discretion of the Directors. In such circumstances, the advocate shall be deemed responsible for exercising any rights and powers required by the individual, as agreed with the Directors. Those acts of the advocate, on behalf of the individual, shall be deemed the same as that of the individual
- 39.3 The Directors, in managing the business of the Company, shall have regard to the equal opportunities implications of the issues under their deliberation and in particular the extent to which equal opportunities might be furthered by their decisions but, for the avoidance of doubt, shall not be bound to treat equal opportunities as the overriding consideration
- 39.4 To assist Directors to participate fully in the business of board meetings, the company shall use its best endeavours to offer training on the duties and responsibilities of company directors, if such training is requested by any Director
- 39.5 Whenever possible, all papers to be discussed at Directors' meetings will be circulated at least five clear days prior to such meetings to enable Directors to consider the papers and to receive assistance in understanding the content and implications of the papers if necessary

40. NOTICES

- 40.1 Except where the Articles provide otherwise, any notice to be given to or by any person under the Articles shall be in writing to an address for the time being notified for that purpose to the person giving the notice
- 40.2 The Company may give any notice to any person under the Articles
- (a) in person,
  - (b) by sending it by post in a prepaid envelope addressed to that person at that person's registered address, or by leaving it at that address,
  - (c) by fax or by electronic communication to an address provided for that purpose, or
  - (d) by posting it on a website, where the recipient has been notified of such posting in a manner agreed by that person
- 40.3 A person present at any meeting shall be deemed to have received notice of the meeting and, where requisite, of the purpose for which it was called
- 40.4 Proof that.
- (a) an envelope containing a notice was properly addressed, prepaid and posted, or

- (b) that an electronic communication or fax has been transmitted to the correct address or number,

shall be conclusive evidence that the notice was given .

40 5 A notice shall, unless the contrary is proved, be deemed to be given:

- (a) at the expiration of 48 hours after the envelope containing it was posted, or
- (b) in the case of a notice contained in an electronic communication or fax, at the expiration of 48 hours after the time it was transmitted

#### 41 INDEMNITY

41 1 Subject to the Companies Acts, a Director shall be indemnified out of the Company's assets against any expenses which that Director incurs

- (a) in defending civil proceedings in relation to the affairs of the Company (unless judgement is given against the Director and the judgement is final),
- (b) in defending criminal proceedings in relation to the affairs of the Company (unless the Director is convicted and the conviction is final),
- (c) in connection with any application for relief from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Company (unless the Court refused to grant the Director relief, and the refusal is final)

41 2 Judgement, conviction or refusal of relief becomes final if the period for bringing an appeal or any further appeal has ended and any appeal brought is determined, abandoned or otherwise ceases to have effect


41 3 This article is without prejudice to any other indemnity to which a Director may be entitled

NAME, ADDRESS & SIGNATURE ON BEHALF OF SUBSCRIBER:

Name <b>OLIVE BRANCH TRUST</b>	Registered Office Address
Company Number <b>04297648</b>	<b>96 Lister Avenue</b>
Charity Number <b>1120091</b>	<b>Bradford BD4 7QS</b>



Signed on behalf of OLIVE BRANCH TRUST

Name **Howard Astin (a duly authorised officer)**

Signature 

Dated this **31<sup>st</sup>** day of **October** 200**8**

WITNESS TO THE ABOVE SIGNATURE.

Name <b>IAN MATTHEW SMITH</b>	Address
Signature 	

00

000376/15

# CIC 36

## Declarations on Formation of a Community Interest Company

For official use  
(Please leave blank)

Please  
complete in  
typescript, or  
in bold black  
capitals.

Company Name in  
full

BD4 COMMUNITY INTEREST COMPANY

### SECTION A: DECLARATIONS ON FORMATION OF A COMMUNITY INTEREST COMPANY

- 1 We/I, the undersigned, declare that the company whose proposed name appears above will not be

- (a) a political party,
  - (b) a political campaigning organisation, or
  - (c) a subsidiary of a political party or of a political campaigning organisation
- (as defined in regulation 2 of the Community Interest Company Regulations 2005 ("the Regulations")) (See note 1)

- 2 We/I further declare that the company will carry on its activities for the benefit of the community, or a section of the community, (as defined in section 35 of the Companies (Audit, Investigations and Community Enterprise) Act 2004 ("the Act") and the Regulations Please insert a short description of the community, or section of the community, which it is intended that the company will benefit, in the space provided below (See note 2)

The Company will directly benefit people of all ages ranging from pre-school children through the families to the elderly, initially in the inner city area of Bradford and then the surrounding areas. However the Company will benefit the public generally as effective support and activity for the children, parents and carers, and the elderly will lead to less social problems and also a reduction in crime and other social costs

FRIDAY



\*AGTW14TD\*

A25

14/11/2008

101

COMPANIES HOUSE

**Declarations on Formation of a  
Community Interest Company**

**COMPANY NAME**

BD4 COMMUNITY INTEREST COMPANY

**SECTION B: COMPANY ACTIVITIES**

Please indicate how it is proposed that the company's activities will benefit the community (or a section of the community) Please provide as much detail as possible to enable the Regulator to make a properly informed decision about whether your company is eligible to be a community interest company (See note 3) Please indicate whether you expect the company to make a profit or surplus, and, if so, how that profit or surplus will be used to benefit the community

Activity	How will the activity benefit the community?
<p>BD4 FAMILY supports young children and their families through a number of weekly sessions Parents &amp; Toddlers, Tots, a playgroup aiming to equip children for nursery or school, Eco Babes, a "See &amp; Know" session focusing on the world around us</p>	<p>Bradford BD4 is categorised in the "Governments Index of Maternal Deprivation" as a High level deprived area</p> <p>The work of BD4 Family focuses on parents and carers of pre- school children in order to equip them in the transition into nursery or school and helps develop their social and emotional skills</p> <p>This not only directly benefits these children and their families, but also the wider community by helping children become aware of the environment in which they live, help with integration to school, to give and gain respect in the community as a whole</p>
<p>GEM'S provide weekly services and activities to elderly people which include, a Luncheon Club, Wellbeing Therapy treatments, Keep Fit Chairobics, Indoor Bowls, Bring &amp; Buy Exchange, IT skills sessions, Walking Group outing, Shopping Trip</p>	<p>The services and activities of Gems is aimed at elevating the isolation and loneliness faced by may elderly people living alone in our community Gems is committed to improving the wellbeing and quality of life, including spintual life, for those who are suffering from lack of social contact This not only benefits the individual by making them feel part of the community in which the live, but also the wider community by encouraging others to get involved through volunteering and support, working with other agencies and statutory bodies in areas such as hospital and home visiting, bereavement counseling and debt advice</p>
<p>RAISE seeks to raise children's confidence and self- esteem through the church, the schools and the local community Activities are weekly assemblies, clubs, small group activities, church services, and Kidz Klub</p>	<p>Children living in areas of deprivation are more susceptible to low self esteem and lacking in confidence at some point in their lives of varying degrees Raise aims to help raise their confidence and self esteem both explicitly through teaching in church children's work and faith assemblies, and more discretely within other school contexts such as small group work and transition projects</p>
<p>Application of surpluses</p>	<p>All surpluses will be used to extend and improve the core work of BD4 CIC, either directly or by donation to BD4 CIC's parent charity, Olive Branch Trust Limited</p>



**Declarations on Formation of a  
Community Interest Company**

(Please continue on separate continuation sheet if necessary )

**COMPANY NAME**

BD4 COMMUNITY INTEREST COMPANY

**SECTION C: SIGNATORIES**

**Each person  
who will be a  
first director  
of the  
company  
must sign the  
declarations.**


Signed



Date

31/10/08

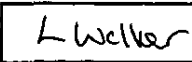
Signed



Date

31/10/08

Signed



Date

31/10/08


Signed



Date

31/10/08

Signed



Date

31/10/08

(Please continue on separate continuation sheet if necessary )

**CHECKLIST**

***These declarations must be accompanied by the following documents under section 10 of the Companies Act 1985 – have you included them with your application?***

- (a) Memorandum and articles of association, which comply with requirements imposed by section 32 of the Act and Part 3 of the Regulations or which are otherwise appropriate in connection with becoming a community interest company
- (b) Form 10 - First directors and secretary and intended situation of registered office
- (c) Form 12 - Declaration on application for registration
- (d) Any completed continuation sheets

**Declarations on Formation of a  
Community Interest Company**

(Please continue on separate continuation sheet if necessary.)


**COMPANY NAME**

BD4 COMMUNITY INTEREST COMPANY

**SECTION C: SIGNATORIES**

**Each person  
who will be a  
first director  
of the  
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declarations.**

Signed



Date

31/10/08

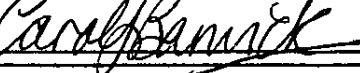
Signed



Date

31/10/08

Signed



Date

31/10/08

Signed

Date

Signed

Date

(Please continue on separate continuation sheet if necessary )

**CHECKLIST**

***These declarations must be accompanied by the following documents under section 10 of the Companies Act 1985 – have you included them with your application?***

- (a) Memorandum and articles of association, which comply with requirements imposed by section 32 of the Act and Part 3 of the Regulations or which are otherwise appropriate in connection with becoming a community interest company
- (b) Form 10 - First directors and secretary and intended situation of registered office
- (c) Form 12 - Declaration on application for registration
- (d) Any completed continuation sheets

***Declarations on Formation of a  
Community Interest Company***

**NOTES**

- 1 A company is not eligible to be formed as a community interest company if it will be an "excluded company" If you are not sure whether the company which you wish to form falls into any of these categories, you should refer to the definitions of the terms "political party", "political campaigning organisation" and "subsidiary" (and of the related terms "election", "governmental authority", "public authority" and "referendum") in Regulation 2 of the Regulations before completing this form
- 2 Insert a short description of the community or section of the community which it is intended that the company will benefit (e g "the residents of Oldtown" or "those suffering from XYZ disease")
- 3 This form will be placed on the public records at Companies House **Any information relevant to the application that you do not wish to appear on the public record, should be described in a separate letter addressed to the CIC Regulator and delivered to Companies House with the other formation documents.**



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

BD4 COMMUNITY INTEREST COMPANY

I, Howard Keith Astin

of 96 Lister Avenue Bradford BD4 7QS

† 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

Declared at Gordons Solicitors, 14, Piccadilly, Bradford, BD1 3LX

Day Month Year

On

12 / 11 / 2008

● Please print name

before me ●

MR MARK CHRISTIE

Signed

Date

12.11.08

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

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record

Howard Astin

96 Lister Avenue Bradford BD4 7QS

Tel 01274 727355

DX number

DX exchange

Companies House receipt date barcode

**This form has been provided free of charge  
by Companies House.**

Form revised 10/03

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  
or LP - 4 Edinburgh 2



**Companies House**

— for the record

# 10

**Please complete in typescript,  
or in bold black capitals.**

**CHWP000**

Notes on completion appear on final page

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

### Company Name in full

BD4 COMMUNITY INTEREST COMPANY

### Proposed Registered Office

327 New Hey Road

(PO Box numbers only, are not acceptable)

Post town

Bradford

County / Region

West Yorkshire

Postcode

BD4 7LE

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

Address

Post town

County / Region

Postcode

Number of continuation sheets attached

6

You do not have to give any contact  
information in the box opposite but if  
you do, it will help Companies House  
to contact you if there is a query on  
the form. The contact information  
that you give will be visible to  
searchers of the public record

HOWARD ASTIN

96 LISTER AVENUE BRADFORD

BD4 7QS Tel 01274 727355

DX number

DX exchange

Companies House receipt date barcode

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by Companies House**

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Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff  
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Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB  
for companies registered in Scotland

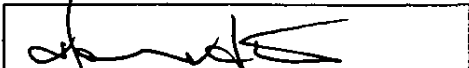
DX 235 Edinburgh  
or LP - 4 Edinburgh 2

## Company Secretary (see notes 1-5)

Company name		BD4 COMMUNITY INTEREST COMPANY	
NAME	*Style / Title	Mr	*Honours etc
Forename(s)		Howard Keith	
Surname		Astin	
Previous forename(s)			
Previous surname(s)			
<b>††</b> Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.	Address <b>††</b>	96 Lister Avenue	
	Post town	Bradford	
	County / Region	West Yorkshire	Postcode
	Country	UK	
		BD4 7QS	
		UK	
I consent to act as secretary of the company named on page 1			
Consent signature			Date 31/10/08


## Directors (see notes 1-5)

Please list directors in alphabetical order

<b>††</b> Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.	NAME	*Style / Title	Mr	*Honours etc		
	Forename(s)		Howard Keith			
	Surname		Astin			
	Previous forename(s)					
	Previous surname(s)					
<b>††</b> Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.	Address <b>††</b>	96 Lister Avenue				
	Post town	Bradford				
	County / Region	West Yorkshire	Postcode	BD4 7QS		
	Country	UK				
Date of birth		Day 2 3	Month 1 0	Year 1 9 5 1	Nationality	British
Business occupation		Vicar				
Other directorships		Olive Branch Trust Limited , e merge(Laisterdyke) Limited , Caleb CIC ;				
		Cell UK Ministries Limited				
I consent to act as director of the company named on page 1						
Consent signature			Date 31/10/08			

## Directors (see notes 1-5)

Please list directors in alphabetical order

<b>NAME</b>	<b>*Style / Title</b>	MRS		<b>*Honours etc</b>			
<b>* Voluntary details</b>	<b>Forename(s)</b>	MELANIE					
	<b>Surname</b>	ASTIN					
	<b>Previous forename(s)</b>						
	<b>Previous surname(s)</b>	LLOYD					
<b>†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address</b>	<b>Address ††</b>	47 BOWLING HALL ROAD					
		EAST BOWLING					
	<b>Post town</b>	BRADFORD					
	<b>County / Region</b>	WEST YORKSHIRE	<b>Postcode</b>	BD4 7LE			
	<b>Country</b>	ENGLAND UK					
	<b>Date of birth</b>	Day	Month	Year	<b>Nationality</b>		
		1	8	12	19	78	BRITISH
	<b>Business occupation</b>	HOUSEWIFE					
	<b>Other directorships</b>	NONE					
	I consent to act as director of the company named on page 1						
	<b>Consent signature</b>			<b>Date</b>	31/10/08		

This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e those who signed as members on the memorandum of association).

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

## Directors (see notes 1-5)

Please list directors in alphabetical order

NAME	*Style / Title	MR		*Honours etc						
* Voluntary details	Forename(s)	CHRISTOPHER								
	Surname	BARNES								
	Previous forename(s)									
	Previous surname(s)									
†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address	Address ††	257 BOWLING HALL RD								
	Post town	BRADFORD								
	County / Region	WEST YORKSHIRE	Postcode	BD4 7TJ.						
	Country	UK								
	Date of birth	Day	Month	Year	Nationality					
		2	7	0	7	1	9	5	3	BRITISH
	Business occupation	MINISTER OF RELIGION.								
	Other directorships	NONE								
	I consent to act as director of the company named on page 1									
	Consent signature	CBarnes			Date	31/10/08				

This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e those who signed as members on the memorandum of association).

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date



**Directors** (see notes 1-5)

Please list directors in alphabetical order

<b>NAME</b>	<b>*Style / Title</b>	<b>MRS</b>		<b>*Honours etc</b>			
<b>* Voluntary details</b>	<b>Forename(s)</b>	<b>CAROL</b>					
	<b>Surname</b>	<b>BARWICK</b>					
	<b>Previous forename(s)</b>						
	<b>Previous surname(s)</b>	<b>RAVEN</b>					
†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.	<b>Address ††</b>	<b>10 SANDERLING GARTH</b>					
		<b>MIDDLETON</b>					
	<b>Post town</b>	<b>LEEDS</b>					
	<b>County / Region</b>	<b>W. YORKS</b>	<b>Postcode</b>	<b>LS10 3UJ</b>			
	<b>Country</b>	<b>UK</b>					
	<b>Date of birth</b>	<b>Day</b>	<b>Month</b>	<b>Year</b>	<b>Nationality</b>		
		<b>31</b>	<b>06</b>	<b>11</b>	<b>97</b>	<b>6</b>	<b>BRITISH</b>
	<b>Business occupation</b>	<b>CHURCH CHILDRENS CO-ORDINATOR.</b>					
	<b>Other directorships</b>	<b>NONE</b>					
	I consent to act as director of the company named on page 1						
	<b>Consent signature</b>	<b>Carol Barwick</b>		<b>Date</b>	<b>31/10/08</b>		

This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e those who signed as members on the memorandum of association).

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

**Directors** (see notes 1-5)

Please list directors in alphabetical order

<b>NAME</b>	<b>*Style / Title</b>	MR		<b>*Honours etc</b>	
<b>* Voluntary details</b>	<b>Forename(s)</b>	DAVID PETER			
	<b>Surname</b>	CHADWICK			
	<b>Previous forename(s)</b>	-			
	<b>Previous surname(s)</b>	-			
†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.	<b>Address ††</b>	42 LISTER AVENUE			
		EAST BOWLING			
	<b>Post town</b>	BRADFORD			
	<b>County / Region</b>	WEST YORKSHIRE	<b>Postcode</b>	BD4 7QP	
	<b>Country</b>	ENGLAND UK			
	<b>Date of birth</b>	Day	Month	Year	<b>Nationality</b>
		16	01	1973	BRITISH
	<b>Business occupation</b>	TEACHER			
	<b>Other directorships</b>	NONE			
	I consent to act as director of the company named on page 1				
	<b>Consent signature</b>	[Signature]		<b>Date</b>	31/10/06

This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e. those who signed as members on the memorandum of association).

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

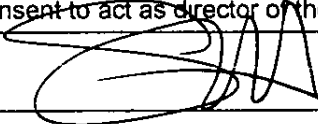
Date

Signed

Date

## Directors (see notes 1-5)

Please list directors in alphabetical order

<b>NAME</b>	<b>*Style / Title</b>	<b>*Honours etc</b>		
		MRS		
<b>* Voluntary details</b>	<b>Forename(s)</b>	SANDRA DAWN		
	<b>Surname</b>	FOX CROFT		
	<b>Previous forename(s)</b>	—		
	<b>Previous surname(s)</b>	HARRISON		
†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address	<b>Address ††</b>	71 BOWLING HALL RD		
		EAST BOWLING		
	<b>Post town</b>	BRADFORD		
	<b>County / Region</b>	W. YORKS	<b>Postcode</b>	BD4 7LN
	<b>Country</b>	UK		
	<b>Date of birth</b>	Day Month Year	Nationality	
		22 09 1966	BRITISH	
	<b>Business occupation</b>	COMPANY SECRETARY		
	<b>Other directorships</b>	FOX CROFT ROOFING SERVICES LTD		
		OLIVE BRANCH TRUST LIMITED		
	I consent to act as director of the company named on page 1			
	<b>Consent signature</b>		<b>Date</b>	
			31/10/08	

This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e those who signed as members on the memorandum of association).

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date


Signed

Date



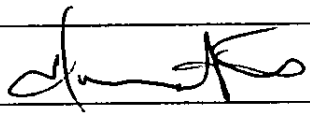
## Directors (see notes 1-5)

Please list directors in alphabetical order

NAME	*Style / Title	MRS		*Honours etc	
* Voluntary details	Forename(s)	GILLIAN ANN			
	Surname	ALCOCK			
	Previous forename(s)				
	Previous surname(s)	TYSON - MANTON.			
†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address	Address ††	4 MIDDLE LANE			
		CHAYTON			
	Post town	BRADFORD.			
	County / Region	WEST YORKSHIRE	Postcode	BD14 6JE	
	Country	UK			
	Date of birth	Day	Month	Year	Nationality
		25	03	1952	BRITISH.
	Business occupation	LOCAL AUTHORITY OFFICER + ADMINISTRATOR.			
	Other directorships	NONE			
	I consent to act as director of the company named on page 1				
	Consent signature			Date	31/10/08

This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e those who signed as members on the memorandum of association).

Signed



Date

12/11/08

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date