



**FILE COPY**

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

Company No. 6972130

The Registrar of Companies for England and Wales hereby certifies that

**INTRIM MEDICAL & RESCUE SERVICES LIMITED**

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

Given at Companies House on **24th July 2009**



**\*N06972130F\***



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES

773922/20

THE COMPANIES ACTS 1985-1989 & 2006

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

OF

INTRIM MEDICAL & RESCUE SERVICES LIMITED

WEDNESDAY



A39 \*APL2XBRL\* 22/07/2009 237  
COMPANIES HOUSE

The Company's name is Intrim Medical & Rescue Services Limited

1. The Company's registered office is to be situated in England and Wales.
2. The Company's objects are:-
  - a. To carry on business carrying out ambulance and events work in the pre-hospital sector.
  - b. To carry on any other business which may in the opinion of the directors be conveniently carried on by the company.
  - c. To pay all costs, charges and expenses incurred in connection with the promotion and establishment of the company, including the cost of advertising, commissions for underwriting, brokerage, printing and stationery.
  - d. To employ Brokers, commission agents and underwriters upon any issue of shares, debentures or other securities of the company and to provide for the remuneration for their services in cash, or by the issue of shares, debentures or other securities of the company, or by the grant of options to take the same, or in any other manner allowed by law.
  - e. To purchase or otherwise acquire all or part of the business, property and liabilities of any company, society, partnership or person, and to conduct and to carry on or liquidate any such business.
  - f. To purchase, take lease or otherwise acquire for the purposes of the company any estates, lands, buildings, easements or other interest in real estate, and to sell, let or otherwise dispose of or grant rights over any real property belonging to the company.
  - g. To purchase or otherwise acquire, construct, equip, maintain and adapt any premises and other installations and any plant, machinery and other things which may seem necessary or convenient for the purposes of the company.
  - h. To apply for and take out, purchase or otherwise acquire any designs, trade marks, patents, patent rights or inventions, copyright or secret processes, and to grant licences to use the same.

- i. To manufacture, buy, sell and generally deal in any plant, machinery, tools, goods or things of any description.
- j. To let on lease or on hire the whole or any part of the real and personal property of the company on such terms as the company may determine.
- k. To issue, or guarantee the issue of, or the payment of interest on, the shares, or association, and to pay or provide for brokerage, commission and underwriting in respect of any such issue.
- l. To draw, accept and make, and to indorse, discount and negotiate, bills of exchange and promissory notes and other negotiable instruments.
- m. To receive money on deposit at interest or otherwise.
- n. To lend or procure the advance of money with or without security.
- o. To invest money of the company in such manner as may be determined.
- p. To acquire by subscription, purchase or otherwise, and to hold and sell, shares or stock in any company, society or undertaking.
- q. To establish agencies (and local boards) in Great Britain and elsewhere, and to regulate and discontinue the same.
- r. To provide for the welfare of persons in or formerly in the employment of the company or its predecessors in business, and the dependants of such persons, by grants of money, the establishment or pension schemes and benevolent funds or otherwise; and to subscribe to or otherwise aid charitable, benevolent, scientific, national or other institutions or objects, which shall have any claims to support or aid from the company by reason of the nature or locality of its operations or otherwise.
- s. To enter into and carry in to effect any arrangement for joint working or profit-sharing, or for amalgamation, with any other company, or any partnership or person, carrying on business within or calculated to promote the objects of this company.
- t. To establish, promote and otherwise assist any company or companies for the purpose of acquiring any of the property or furthering any of the objects of this company.
- u. To acquire controlling or other interests in any companies, and to subsidise any company in which this company may be interested.
- v. To sell, dispose of, or transfer the business, property and undertaking of the company, or any part thereof, for any consideration.
- w. To accept stock or shares in, or the debentures or other securities of, any other company in payment or part payment for any services rendered or for any sale made to or debt owing from any such company.
- x. To do all or any of the above things (in any part of the world) either alone or in conjunction with, or as factors, trustees or agents for, any other companies or

persons, or by or through any factors, trustees or agents.

- y. Generally to do all such other things as may appear to the company to be incidental or conducive to the attainment of the above objects or any of them.
- 3. The liability of the members is limited.
- 4. The Company's share capital is £100 divided into 100 shares of £1 each.

WE the subscribers to this Memorandum of Association, wish to be formed into a Company pursuant to this Memorandum, and we agree to take the number of shares shown opposite our respective names.


**Name and address of Subscriber**  
**Subscriber**

**Number of shares taken by**

**Mark Aron Burton**

**1 (ONE)**


16 Shilling Way  
Long Eaton  
Nottingham  
NG10 3QN

.....

**MARK ARON BURTON**

**DATED** this                      21<sup>st</sup>                      day of                      July                      2009

Witness to the above signature:-

.....

**JENNIFER GEARY**

Legal Executive  
35 Derby Road  
Long Eaton  
Nottingham  
NG10 1LU

**THE COMPANIES ACTS 1985-1989 & 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**ARTICLES OF ASSOCIATION**  
**OF**  
**INTRIM MEDICAL & RESCUE SERVICES LIMITED**

**PRELIMINARY**

- 1 The Regulations contained or incorporated in Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 as amended by the Companies (Tables A to F) (Amendment) Regulations 1985 (hereinafter called 'Table A') shall apply to the company, save in so far as they are varied or excluded by or are inconsistent with the following Articles. Such regulations (save as mentioned) and the following Articles shall be the regulations of the Company.
- 1.1 In Regulation 1 of Table A the words "and in Articles of Association adopting the same" same be inserted after the word "Regulations" in the last paragraph of that Regulation and a sentence "Any reference to any statutory provision shall be deemed to include a reference to each and every statutory modification, re-enactment and extension of it for the time being in force" shall be inserted at the end of that Regulation.
- 1.2 The Company is a private company and accordingly no offer shall be made to the public (whether for cash or otherwise) of any shares in or Debentures of the Company and no allotment or agreement to allot (whether for cash or otherwise) shall be made of any Shares in or Debentures of the Company with a view to all or any of those Shares or Debentures being offered for sale to the public.

**LIEN**

- 2 The Company shall have a first and paramount lien on every share (whether or not fully paid) for all and any indebtedness of any holder thereof or his estate (whether a sole holder or one of two or more joint holders) to the Company whether or not such indebtedness is presently payable. Regulation 8 of Table A shall not apply to the Company.

**PROCEEDINGS AT GENERAL MEETINGS**

- 3 In accordance with Section 372(3) of the Companies Act 1985 in every notice calling a General Meeting of the Company there shall appear with reasonable prominence that a member entitled to attend and vote is entitled to appoint a

proxy to attend and vote instead of him and as a proxy need not be a member of the Company. Regulation 38 of Table A shall be modified accordingly and the second sentence of Regulation 59 of Table shall not apply to the Company.

- 4 In its application to the Company Regulation 50 of Table A shall be modified by the insertion of the word "not" after the word "shall".

### **VOTES OF MEMBERS**

- 5 The instrument appointing a proxy and any authority under which it is executed or a copy of such authority certified notarially or in some other way approved by the Directors may:
- 5.1 be deposited at the office or at such other place within the United Kingdom as is specified in the notice convening the meeting or in any instrument of proxy sent out by the Company in relation to the meeting not less than 24 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote; or
- 5.2 delivered to the Chairman or Secretary or to any Director at the meeting or adjourned meeting at which the person named in the instrument proposes to vote; or
- 5.3 in the case of a poll, be delivered to the Chairman or to the Secretary or to any Director or scrutineer at the meeting at which the poll was demanded or at the time and place at which the poll was held

and an instrument of proxy which is not presented or delivered in a manner so permitted shall be invalid Regulation 62 of Table A shall not apply to the Company.

### **APPOINTMENT AND RETIREMENT OF DIRECTORS**

- 6.1 Regulation 73 to 77 inclusive and Regulation 80 of Table A shall not apply to the Company.
- 6.2 In its application to the Company, Regulation 78 of Table A shall be modified by the deletion of the words "subject as aforesaid" and the words "and may also determine the rotation in which any additional Directors are to retire".
- 6.3 The second and third sentences of Regulation 79 of Table A shall not apply to the Company.
- 6.4 The final sentence of Regulation 84 of Table A shall not apply to the Company.
- 6.5 Unless and until the Company in general meeting shall otherwise determine, there shall be no maximum number of Directors and the minimum number of Directors shall be one. If and so long as there is a sole Director he may exercise all the powers and authorities vested in the Directors by these Articles and by Table A and regulation 89 of table A shall be modified accordingly. The

first Directors of the Company shall be as named in the statement delivered to the Registrar of Companies pursuant to section 10 of the Companies Act 1985.

### **DIRECTORS APPOINTMENTS AND INTERESTS**

- 7 The third sentence of Regulation 84 of Table A shall not apply to the Company.

### **PROCEEDINGS OF DIRECTORS**

- 8 In its application to the Company, Regulation 88 of Table A shall be modified by insertion of the word "not" after the words "the chairman shall" in the fifth sentence.

### **THE SEAL**

- 9 Regulation 101 of Table A shall be modified by the addition of the following sentence: "any instrument signed by a Director and the Secretary, or by two Directors, and expressed to be executed by the Company shall have the same effect as if executed under the seal".

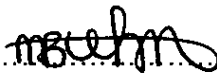
### **SINGLE MEMBER COMPANY PROVISIONS**

- 10.1 A resolution in writing signed by the Sole Member and of which a copy is provided to the Company shall be valid to effect any business which may be transacted by the Company in General Meeting and shall be sufficient to comply with any requirement as to majority voting or length of notice which would otherwise apply to such resolution.
- 10.2 All other provisions of these Articles shall (in the absence of any express provisions to the contrary) apply with such modification as may be necessary in relation to a Company which has only one member.
- 10.3 On the death of the Sole Member the Personal Representatives of the Sole Member shall be entitled to have themselves (or any one or more of them or any person to whom the beneficial ownership of the shares devolves by law) registered as members of the Company by giving written notice to the Company and forthwith upon receipt of such notice by the Company the person or persons nominated by the Personal Representatives of the deceased Sole Member shall be entitled to exercise all voting and other powers conferred by the shares including (without prejudice to the foregoing) the power 'if the deceased Sole Member was at the time of his death also the Sole Director of the Company' to appoint with immediate effect one or more new Directors of the Company by giving written notice to the Company.

**Name and address of Subscriber**

**Mark Aron Burton**

16 Shilling Way  
Long Eaton  
Nottingham  
NG10 3QN



**MARK ARON BURTON**

**DATED** this                      21<sup>st</sup>                      day of                      July                      2009

Witness to the above signature:-



**JENNIFER GEARY**

Legal Executive  
35 Derby Road  
Long Eaton  
Nottingham  
NG10 1LU





CHFP025

**Company Name in full**

**INTRIM MEDICAL & RESCUE SERVICES LIMITED**

I, **DAVID PETER NEGUS**

of **ELLIS-FERMOR & NEGUS SOLICITORS, 35 DERBY ROAD, LONG  
EATON, NOTTINGHAM, NG10 1LU**

† Please delete as appropriate.

do solemnly and sincerely declare that I am a † [Solicitor engaged in the formation of the company] ~~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**

David P. Negus

Declared at

Long Eaton in the County of Derby

Day      Month      Year

On

2	1	0	7	2	0	0	9
---	---	---	---	---	---	---	---

**① Please print name.**

before me ①

RICHARD VIN CLIFF

**Signed**

Date \_\_\_\_\_

21/7/09

† 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.

**ELLIS-FERMOR & NEGUS SOLICITORS**

35 DERBY ROAD  
LONG EATON  
NOTTINGHAM

NG10 1LU

**DX number 11607**

**Tel 0115 9725222**

**DX exchange LONG EATON**

Companies House receipt date barcode

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, 139 Fountainbridge, Edinburgh, EH3 9FF**

for companies registered in Scotland

**DX 235 Edinburgh**  
**or LP - 4 Edinburgh 2**



# 10

Please complete in typescript,  
or in bold black capitals.

CHFP025

Notes on completion appear on final page

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

### Company Name in full

INTRIM MEDICAL & RESCUE SERVICES LIMITED

### Proposed Registered Office

(PO Box numbers only, are not acceptable)

16 SHILLING WAY

LONG EATON

Post town

NOTTINGHAM

County / Region

NOTTINGHAMSHIRE

Postcode

NG10 3QN

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

You do not have to give any contact  
information in the box opposite but if you  
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ELLIS-FERMOR & NEGUS SOLICITORS

35 DERBY ROAD

LONG EATON

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Laserform International 5/09

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**DX 235 Edinburgh**  
or **LP - 4 Edinburgh 2**

**Company Secretary** (see notes 1-5)

Company name

INTRIM MEDICAL &amp; RESCUE SERVICES LIMITED

NAME \*Style / Title

\*Honours etc

\* Voluntary details

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Address ††

†† 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.

Post town

County / Region

Postcode

Country

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

Consent signature

Date

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

Please list directors in alphabetical order

NAME \*Style / Title

MR

\*Honours etc

Forename(s)

MARK ARON

Surname

BURTON

Previous forename(s)

Previous surname(s)

Address ††

†† 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.

Post town

County / Region

Postcode

Country

16 SHILLING WAY

LONG EATON

NOTTINGHAM

NOTTINGHAMSHIRE

NG10 3QN

ENGLAND

Day Month Year

Date of birth

1

7

1

1

1

9

8

9

Nationality

BRITISH

Business occupation

PRE-HOSPITAL EMERGENCY CARE TECHNICIAN

Other directorships

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

Consent signature

Date

21/07/2009

# Directors

(see notes 1-5)

Please list directors in alphabetical order

NAME \*Style / Title

\*Honours etc

\* Voluntary details

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Address ††

†† 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.

☐

Post town

County / Region

Postcode

Country

Day Month Year

Date of birth

Nationality

Business occupation

Other directorships

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

Consent signature

Date

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

21/07/2009

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

Signed

Date

## Notes

1. Show for an individual the full forename(s) NOT INITIALS and surname together with any previous forename(s) or surname(s).

If the director or secretary is a corporation or Scottish firm - show the corporate or firm name on the surname line.

Give previous forename(s) or surname(s) except that:

- for a married woman, the name by which she was known before marriage need not be given,
- names not used since the age of 18 or for at least 20 years need not be given.

A peer, or an individual known by a title, may state the title instead of or in addition to the forename(s) and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

Address:

Give the usual residential address.

In the case of a corporation or Scottish firm give the registered or principal office.

Subscribers:

The form must be signed personally either by the subscriber(s) or by a person or persons authorised to sign on behalf of the subscriber(s).

2. Directors known by another description:

- A director includes any person who occupies that position even if called by a different name, for example, governor, member of council.

3. Directors details:

- Show for each individual director the director's date of birth, business occupation and nationality.  
**The date of birth must be given for every individual director.**

4. Other directorships:

- Give the name of every company of which the person concerned is a director or has been a director at any time in the past 5 years. You may exclude a company which either **is or at all times during the past 5 years**, when the person was a director, **was** :
  - dormant,
  - a parent company which wholly owned the company making the return,
  - a wholly owned subsidiary of the company making the return, or
  - another wholly owned subsidiary of the same parent company.

If there is insufficient space on the form for other directorships you may use a separate sheet of paper, which should include the company's number and the full name of the director.

5. Use Form 10 continuation sheets or photocopies of page 2 to provide details of joint secretaries or additional directors.