

## **FILE COPY**

# CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7930364

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

# **SWEET BABY LTD.**

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in England/Wales

Given at Companies House on 31st January 2012



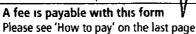
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In accordance with
Section 9 of the
Companies Act 2006

Application to register a company



What this form is for You may use this form to register a private or public company

X What this form is NOT for You cannot use this form to ri a limited liability partnership this, please use form LL IN01





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28/01/2012 COMPANIES HOUSE

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24/01/2012

**COMPANIES HOUSE** 

#386

### **Company details** Part 1

→ Filling in this form Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by \*

A1	Company details				
	Please show the proposed company name below	Ouplicate names  Duplicate names are not permitted A			
Proposed company	SWEET BABY LTD	list of registered names can be found on our website. There are various rules			
name in full 🙃		that may affect your choice of name			
For official use		More information is available at www.companieshouse.gov.uk			
A2	Company name restrictions o				
	Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body	Ocompany name restrictions A list of sensitive or restricted words or expressions that require consent can be found in guidance available			
	I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response	on our website www.companieshouse.gov.uk			
A3	Exemption from name ending with 'Limited' or 'Cyfyngedig' o				
	Please tick the box if you wish to apply for exemption from the requirement to have the name ending with 'Limited', Cyfyngedig' or permitted alternative	Name ending exemption     Only private companies that are limited by guarantee and meet other.			
	I confirm that the above proposed company meets the conditions for exemption from the requirement to have a name ending with 'Limited', 'Cyfyngedig' or permitted alternative	specific requirements are eligible to apply for this. For more details, please go to our website www.companieshouse.gov.uk			
A4	Company type •				
	Please tick the box that describes the proposed company type and members' liability (only one box must be ticked)  Public limited by shares Private limited by shares Private limited by guarantee Private unlimited with share capital Private unlimited without share capital	● Company type If you are unsure of your company's type, please go to our website www companieshouse.gov uk			

A5	Situation of registered office o	
	Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked)    England and Wales   Wales   Scotland   Northern Ireland	Registered office Every company must have a registered office and this is the address to which the Registrar will send correspondence For England and Wales companies, the address must be in England or Wales
		For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively
A6:	Registered office address o	
	Please give the registered office address of your company	Registered office address You must ensure that the address
Building name/number	3	shown in this section is consistent with the situation indicated in
Street	HARDMAN STREET	section A5
	10TH FLOOR	You must provide an address in England or Wales for companies to
Post town	MANCHESTER	be registered in England and Wales.
County/Region Postcode	M 3 3 H R	You must provide an address in Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively
Α7	Articles of association •	
	Please choose one option only and tick one box only	For details of which company type
Option 1	I wish to adopt one of the following model articles in its entirety. Please tick only one box  Private limited by shares. Private limited by guarantee. Public company	can adopt which model articles, please go to our website www.companieshouse gov.uk
Option 2	I wish to adopt the following model articles with additional and/or amended provisions. I attach a copy of the additional and/or amended provision(s). Please tick only one box.  Private limited by shares.  Private limited by guarantee.  Public company.	
Option 3	I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application	
A8	Restricted company articles o	
	Please tick the box below if the company's articles are restricted	O Restricted company articles Restricted company articles are those containing provision for entrenchment For more details, please go to our website www.companieshouse.gov.uk

Application to register a company

# Part 2 Proposed officers

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1; For a corporate secretary, go to Section C1, For a director who is an individual, go to Section D1, For a corporate director, go to Section E1.

### Secretary

B1	Secretary appointments o					
	Please use this section to list all the secretary appointments taken on formation For a corporate secretary, complete Sections C1-C5	Ocorporate appointments  For corporate secretary  appointments, please complete				
Title*		section C1-C5 instead of section B				
Full forename(s)		Additional appointments				
Surname		If you wish to appoint more than one secretary, please use				
Former name(s) •		the 'Secretary appointments' continuation page				
		Pormer name(s) Please provide any previous names which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used for business purposes				
B2	Secretary's service address <sup>®</sup>					
Building name/numbe		Service address This is the address that will appear				
Street		on the public record. This does not have to be your usual residential address.				
Post town		Please state 'The Company's Registered Office' if your service				
County/Region		address will be recorded in the proposed company's register				
Postcode		of secretaries as the company's registered office				
Country		If you provide your residential address here it will appear on the public record				
B3	Signature 🛛					
	I consent to act as secretary of the proposed company named in Section A1	Signature The person named above consents				
Signature	Signature	to act as secretary of the proposed				

# **Corporate secretary**

C1:	Corporate secretary appointments •	
	Please use this section to list all the corporate secretary appointments taken on formation	Additional appointments     If you wish to appoint more than one corporate secretary, please use the
Name of corporate body/firm		'Corporate secretary appointments' continuation page  Registered or principal address
Building name/number		This is the address that will appear on the public record This address
Street		must be a physical location for the delivery of documents It cannot be a PO box number (unless contained within a full address). DX number or
Post town		LP (Legal Post in Scotland) number
County/Region		
Postcode		
Country		
C2	Location of the registry of the corporate body or firm	1
	Is the corporate secretary registered within the European Economic Area (EEA)?	
	→ Yes Complete Section C3 only	
	→ No Complete Section C4 only	}
<b>B</b>	EEA companies <sup>⊕</sup>	
A-1	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA  A full list of countries of the EEA can be found in our guidance
Where the company/ firm is registered		www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law
Registration number		Directive (68/151/EEC)
C4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed if applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register
Governing law		
if applicable, where the company/firm is registered •		
Registration number		
C5	Signature 9	
	I consent to act as secretary of the proposed company named in Section A1	<b>⊙</b> Signature
Signature	Signature X	The person named above consents to act as corporate secretary of the proposed company

## Director

D1	Director appointments <b>o</b>	-
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments     Private companies must appoint     at least one director who is an
Title*	MRS	individual Public companies must appoint at least two directors, one of
Full forename(s)	ANNAOL	which must be an individual
Surname	MANDYNA	Please provide any previous names
Former name(s) ❷	Λ.	which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used
Country/State of residence	ENGLAND	for business purposes  O Country/State of residence
Nationality	POLISH	This is in respect of your usual residential address as stated in
Date of birth	$\begin{bmatrix} d_2 & d_0 & \begin{bmatrix} m_0 & m_5 & \end{bmatrix} & \begin{bmatrix} y_1 & y_9 & y_8 & y_3 \end{bmatrix}$	section D4
Business occupation (if any) •	DIRECTOR	Business occupation  If you have a business occupation, please enter here If you do not, please leave blank
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page
D2	Director's service address   Please complete the service address below You must also fill in the director's	Service address
D. U	usual residential address in Section D4	This is the address that will appear on the public record. This does not
Building name/number		have to be your usual residential address
Street	HARDMAN STREET	Please state 'The Company's
0	10TH FLOOR	Registered Office' if your service address will be recorded in the
Post town	MANCHESTER	proposed company's register of directors as the company's registered
County/Region		office
Poctcodo		
Postcode	M 3 3 H R	If you provide your residential address here it will appear on the
Country	M 3 3 H R ENGLAND	If you provide your residential
	<u> </u>	If you provide your residential address here it will appear on the
Country	ENGLAND	If you provide your residential address here it will appear on the

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-			
	ıre		

D1	Director appointments •	
_	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments     Private companies must appoint at least one director who is an
Title*		individual Public companies must appoint at least two directors, one of
Full forename(s)		which must be an individual
Surname		Please provide any previous names
Former name(s) 2		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used
Country/State of residence •		for business purposes.
Nationality		This is in respect of your usual
Date of birth	d	residential address as stated in Section D4
Business occupation (if any) <b>o</b>		O Business occupation  If you have a business occupation, please enter here If you do not, please leave blank
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page
D2	Director's service address  Please complete the service address below You must also fill in the director's	
Building name/number	usual residential address in Section D4	Service address  This is the address that will appear on the public record This does not have to be your usual residential
Street		address
		Please state 'The Company's Registered Office' if your service
Post town		address will be recorded in the proposed company's register of
County/Region		directors as the company's registered office
<u> </u>		office If you provide your residential
County/Region Postcode Country		office
Postcode		office  If you provide your residential address here it will appear on the
Postcode	Signature <sup>6</sup>	office  If you provide your residential address here it will appear on the
Postcode Country	Signature <sup>©</sup> I consent to act as director of the proposed company named in Section A1	office  If you provide your residential address here it will appear on the



# **Corporate director**

E1	Corporate director appointments •	
	Please use this section to list all the corporate directors taken on formation	Additional appointments
Name of corporate body or firm		If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page
Building name/number		Registered or principal address
Street		This is the address that will appear on the public record This address must be a physical location for the delivery of documents it cannot be
Post town		a PO box number (unless contained within a full address), DX number or
County/Region		LP (Legal Post in Scotland) number
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)?  → Yes Complete Section E3 only  → No Complete Section E4 only	
E3	EEA companies <sup>©</sup>	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	EEA  A full list of countries of the EEA can be found in our guidance
Where the company/		www.companieshouse.gov.uk
firm is registered S		This is the register mentioned in Article 3 of the First Company Law Directive (58/151/EEC)
Registration number		Billetine (see 13 liese)
E4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	O Non-EEA  Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register
Governing law		
If applicable, where the company/firm is registered •		
If applicable, the registration number		
E5	Signature <sup>©</sup>	
	I consent to act as director of the proposed company named in Section A1	Signature The assess paged above concents
Signature	Signature X	The person named above consents to act as corporate director of the proposed company

	NO1 Application to reg	jister a company				
Part 3	Statement	of capital		-		
	→ Yes Com	have share capital? plete the sections belo		· · · · · · · · · · · · · · · · · · ·		
F1	*****	Part 4 (Statement pound sterling (	<del> </del>		1	
Please complete the ta	ble below to show e	ach class of shares he				
Class of shares (E.g. Ordinary/Preference etc.	)	Amount paid up on each share <b>0</b>	Amount (if any) unpaid on each share <b>①</b>	Number of shar	es <b>0</b>	Aggregate nominal value 🗨
ORDINARY		£1 00		1000		£ 1000 00
	,					£
						£
						£
			Totals	1000		£ 1000 00
F2	Share capital in	other currencies				
Please complete the ta Please complete a sepa Currency Class of shares (E.g. Ordinary/Preference etc	arate table for each (		Amount (if any) unpaid on each share	Number of sha	res Ø	Aggregate nominal value •
Le g Ordinary/Presence etc		euch state o	on cuch share =		<del></del> .	
			Totals			
Ситепсу	<del></del>					
Class of shares (E.g. Ordinary/Preference etc	.)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of sha	res 🥹	Aggregate nominal value   O
			Totals	;		
F3	Totals					
<del></del>	Please give the total number of shares and total aggregate nominal value of issued share capital				Please	ggregate nominal value list total aggregate values in
Total number of shares	1000					nt currencies separately For e £100 + €100 + \$10 etc
Total aggregate nominal value 🍑	£1000 00					
• Including both the nomi share premium	nal value and any	Number of shares issurnominal value of each	share Ple	ntinuation Pag ase use a States ge if necessary		ital continuation

Total number of issued shares in this class



Class of share OF Prescribed particulars	lease give the prescribed particulars of rights attached to shares for each class f share shown in the statement of capital share tables in Sections F1 and F2	• Prescribed particulars of rights attached to shares
Prescribed particulars		
•	RDINARY	a particulars of any voting rights,
E/ DI	RDINARY  ACH SHARE IS ENTITLED TO ONE VOTE IN ANY PRODUCTION OF THE PRODUCT OF TH	The particulars are

Class of share	● Prescribed particulars of rights
Class of share  Prescribed particulars	attached to shares  The particulars are a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares  A separate table must be used for each class of share  Continuation pages
	Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary
	CHEBOOD

Application to register a company

## F5

## Initial shareholdings

This section should only be completed by companies incorporating with share capital Please complete the details below for each subscriber

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address.

Initial shareholdings
Please list the company's subscribers
in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

Jupa incia u.	nzagi tezidebilgi goditezz				continuation page it necessary	
Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
JOANNA MANDYNA	ORDINARY	1000	GBP	£1 00		£1000 00
Address	<u> </u>			_		
96 FIRST AVENUE GWERSYLLT						
WREXHAM LL11 4ER						
					1	
Name						
Address						
						[
Name						
Address						
Name						
Address						
Name				-		
Address						1
Audico						
	Ĭ					
					HFP000	

	INO1 Application to register a company	
Part 4	Statement of guarantee	
	Is your company limited by guarantee?	-
	→ Yes Complete the sections below	
	→ No Go to Part 5 (Statement of compliance)	
G1	Subscribers	
	Please complete this section if you are a subscriber of a company limited by guarantee The following statement is being made by each and every person named below	Name     Please use capital letters     Address
	I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for	The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.
	- payment of debts and liabilities of the company contracted before 1	Amount guaranteed     Any valid currency is permitted
	cease to be a member; - payment of costs, charges and expenses of winding up, and,	Continuation pages
	- adjustment of the rights of the contributors among ourselves,	Please use a 'Subscribers' continuation page if necessary
	not exceeding the specified amount below	continuation page is necessary
	Subscriber's details	-
Forename(s) •		-
Surname •		_
Address 🛛		-
		_
Postcode		
Amount guaranteed 9		-
	Subscriber's details	-
Forename(s) •		-
Surname •		_
Address @		-
		_
Postcode		
Amount guaranteed		-
	Subscriber's details	-
Forename(s) •		-
Surname 0		
Address 0		-
		<b>-</b>
Postcode	<del>'</del>	
Amount guaranteed		-

	Subscriber's details	<b>O</b> Name
Forename(s) •		Please use capital letters
Surname •		O Address The addresses in this section will
Address •		appear on the public record They do not have to be the subscribers' usual residential address
Postcode		Amount guaranteed     Any valid currency is permitted
Amount guaranteed    Output  Description:		Continuation pages Please use a 'Subscribers'
	Subscriber's details	continuation page if necessary
Forename(s) •		
Surname •		
Address •		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname •		
Address •		
Postcode		
Amount guaranteed •		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 2		
Postcode		:
Amount guaranteed		
	Subscriber's details	
Forename(s) •		
Surname •		
Address <b>9</b>		
Postcode		
Amount guaranteed		
	1	

# Part 5 Statement of compliance This section must be completed by all companies Is the application by an agent on behalf of all the subscribers? → No Go to Section H1 (Statement of compliance delivered by the subscribers) → Yes Go to Section H2 (Statement of compliance delivered by an agent) HT Statement of compliance delivered by the subscribers • • Statement of compliance Please complete this section if the application is not delivered by an agent delivered by the subscribers for the subscribers of the memorandum of association Every subscriber to the memorandum of association must sign the statement of compliance I confirm that the requirements of the Companies Act 2006 as to registration have been complied with Subscriber's signature zoonna Mandyna X Subscriber's signature X X Subscriber's signature X X Subscriber's signature X Subscriber's signature X X Subscriber's signature X Subscriber's signature X Subscriber's signature X

Subscriber's signature	_Signature	X	Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature	X	more subscribers need to sign
Subscriber's signature	Signature	X	
Subscriber's signature	Signature X	X	
H2 S	Statement of compliance delivered by an agent		
	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association		
Agent's name			
uilding name/number			
Street			
Post town			
County/Region			
Postcode			
Country			
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with	n	
agent's signature	Signature X	X	

Application to register a company

### **Presenter information** Important information You do not have to give any contact information, but if Please note that all information on this form you do it will help Companies House if there is a query will appear on the public record, apart from on the form. The contact information you give will be information relating to usual residential visible to searchers of the public record addresses Contact name LUKASZ GANCARZ How to pay Company pame A fee of £20 is payable to Companies House to PLG ACCOUNTANTS LTD register a company **3 HARDMAN STREET** Make cheques or postal orders payable to 'Companies House' 10TH FLOOR Where to send SPINNINGFIELDS POST TOWN MANCHESTER You may return this form to any Companies House address, however for expediency we advise you to County/Region return it to the appropriate address below: M For companies registered in England and Wales Country ENGLAND The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff 0784 6689 982 For companies registered in Scotland<sup>1</sup> Certificate The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, We will send your certificate to the presenters address 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF (shown above) or if indicated to another address DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post) ☐ At the registered office address (Given in Section A6) ☐ At the agents address (Given in Section H2) For companies registered in Northern Ireland The Registrar of Companies, Companies House, Checklist Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG We may return forms completed incorrectly or DX 481 N R Belfast 1 with information missing Section 243 exemption Please make sure you have remembered the If you are applying for, or have been granted a section following 243 exemption, please post this whole form to the ☐ You have checked that the proposed company name is different postal address below available as well as the various rules that may affect The Registrar of Companies, PO Box 4082, your choice of name. More information can be found Cardiff, CF14 3WE in guidance on our website ☐ If the name of the company is the same as one Further information already on the register as permitted by The Company and Business Names (Miscellaneous Provisions) For further information, please see the guidance notes Regulations 2008, please attach consent. on the website at www.companieshouse.gov.uk You have used the correct appointment sections or email enquiries@companieshouse gov uk ☐ Any addresses given must be a physical location They cannot be a PO Box number (unless part of a This form is available in an full service address), DX or LP (Legal Post in Scotland) alternative format. Please visit the ☐ The document has been signed, where indicated

forms page on the website at

www.companieshouse.gov.uk

You have enclosed the correct fee

All relevant attachments have been included You have enclosed the Memorandum of Association

### COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of SWEET BABY LTD

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share

Name of each subscriber

Authentication by each subscriber

**JOANNA MANDYNA** 

\* Jounna Mandyna

Dated 19/01/2012