

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11705453**

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

FREE SPIRIT SOFTWARE 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 and Wales

Given at Companies House, Cardiff, on **30th November 2018**



* N11705453D *



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **29/11/2018**

X7JRRXTD

Company Name in full: **FREE SPIRIT SOFTWARE LTD**

Company Type: **Private company limited by shares**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **46 MEADOW LANE
NEWPORT
E YORKS
UNITED KINGDOM HU15 2QN**

Sic Codes: **62012**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director 1

Type: **Person**

Full Forename(s): **JOEY**

Surname: **COLEY**

Service Address: **recorded as Company's registered office**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/10/1969** **Nationality:** **BRITISH**

Occupation: **SOFTWARE ENGINEER**

The subscribers confirm that the person named has consented to act as a director.

Company Director 2

Type: **Person**

Full Forename(s): **FIONA**

Surname: **COLEY**

Service Address: **recorded as Company's registered office**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/08/1967** **Nationality:** **BRITISH**

Occupation: **MANAGER**

The subscribers confirm that the person named has consented to act as a director.

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	200
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	200
<i>Prescribed particulars</i>			

EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS. EACH SHARE IS ENTITLED TO ONE VOTE IN EVERY CIRCUMSTANCE. EACH SHARE IS ENTITLED TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	200
		<i>Total aggregate nominal value:</i>	200
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **F COLEY**

Address **46 MEADOW LANE
NEWPORT
E YORKS
UNITED KINGDOM
HU15 2QN**

Class of Shares: **ORDINARY**

Number of shares: **100**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **JOEY COLEY**

Address **46 MEADOW LANE
NEWPORT
E YORKS
UNITED KINGDOM
HU15 2QN**

Class of Shares: **ORDINARY**

Number of shares: **100**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control details

Names: **MR JOEY COLEY**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/10/1969** ***Nationality:*** **BRITISH**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50 % of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50 % of the voting rights in the company.

Individual Person with Significant Control details

Names: **MRS FIONA ENID COLEY**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/08/1967** ***Nationality:*** **BRITISH**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50 % of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50 % of the voting rights in the company.

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **GRIER & CO LIMITED**

Agent's Address: **182 FRONT STREET
CHESTER LE STREET
CO DURHAM
UNITED KINGDOM
DH3 3AZ**

Authorisation

Authoriser Designation: **agent**

Authenticated **YES**

Agent's Name: **GRIER & CO LIMITED**

Agent's Address: **182 FRONT STREET
CHESTER LE STREET
CO DURHAM
UNITED KINGDOM
DH3 3AZ**

THE COMPANIES ACT 2006
COMPANY HAVING A SHARE CAPITAL
MEMORANDUM OF ASSOCIATION
OF
FREE SPIRIT SOFTWARE 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
Mrs F Coley	Authenticated electronically
Mr Joey Coley	Authenticated electronically

Dated 29 November 2018