

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11785344**

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

BTCPAY 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 **24th January 2019**



* N11785344K *



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: **23/01/2019**

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<i>Company Name in full:</i>	BTCPAY LTD
<i>Company Type:</i>	Private company limited by shares
<i>Situation of Registered Office:</i>	England and Wales
<i>Proposed Registered Office Address:</i>	DEPT 3, 43 OWSTON ROAD CARCROFT DONCASTER UNITED KINGDOM DN6 8DA
<i>Sic Codes:</i>	99999

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Secretary 1

Type: Corporate
Name: CFS SECRETARIES LIMITED
Principal / Business Address: DEPT 2, 43 OWSTON ROAD CARCROFT
DONCASTER
SOUTH YORKSHIRE
UNITED KINGDOM DN6 8DA

Non European Economic Area (EEA) Company

Legal Form: LIMITED
Law Governed: COMPANIES ACT
Register Location: ENGLAND
Registration Number: 04542138

The subscribers confirm that the corporate body named has consented to act as a secretary.

Company Director 1

Type: Person

Full Forename(s): MR BRYAN

Surname: THORNTON

Service Address: 43 OWSTON ROAD, CARCROFT
DONCASTER
SOUTH YORKSHIRE
UNITED KINGDOM DN6 8DA

Country/State Usually Resident: ENGLAND

Date of Birth: **/07/1955 **Nationality:** BRITISH

Occupation: DIRECTOR

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

Company Director 2

Type: Corporate

Name: CFS SECRETARIES LIMITED

Principal / Business Address: DEPT 2, 43 OWSTON ROAD CARCROFT
DONCASTER
SOUTH YORKSHIRE
UNITED KINGDOM DN6 8DA

Non European Economic Area (EEA) Company

Legal Form: LIMITED

Law Governed: COMPANIES ACT

Register Location: ENGLAND

Registration Number: 04542138

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

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

ORDINARY SHARES HAVE FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	1
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	1

Initial Shareholdings

Name: **CFS SECRETARIES
LIMITED**

Class of Shares: **ORDINARY**

Address **DEPT 2, 43 OWSTON ROAD
CARCROFT
DONCASTER
SOUTH YORKSHIRE
UNITED KINGDOM
DN6 8DA**

Number of shares: **1**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **1**

Amount paid: **0**

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 BRYAN THORNTON

Country/State Usually Resident: ENGLAND

Date of Birth: **/07/1955 ***Nationality:*** BRITISH

Service Address: 43 OWSTON ROAD, CARCROFT
DONCASTER
SOUTH YORKSHIRE
UNITED KINGDOM
DN6 8DA

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.

Nature of control

The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.

Relevant Legal Entity (RLE) details

Company Name: CFS SECRETARIES LIMITED

Service Address: DEPT 2, 43 OWSTON ROAD CARCROFT
DONCASTER
SOUTH YORKSHIRE
UNITED KINGDOM
DN6 8DA

Legal Form: LIMITED

Governing Law: COMPANIES ACT

Register Location: ENGLAND COMPANY REGISTRY

Country/State: ENGLAND

Registration Number: 04542138

<i>Nature of control</i>	The relevant legal entity has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the voting rights in the company.
<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the shares in the company.

Statement of Compliance

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

Name: **CFS SECRETARIES LIMITED**
Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber** *Authenticated* **YES**

THE COMPANIES ACT 2006

COMPANY HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION

Of

BTCPAY 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(s) of Subscriber(s)

Date: 23 January 2019

CFS SECRETARIES LIMITED - Authorised Electronically