

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **12588915**

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

THE COCOA LIBRE CHOCOLATE FACTORY LIMITED

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 **6th May 2020**



* N12588915Q *



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: **05/05/2020**

X94E09K8

Company Name in full: **THE COCOA LIBRE CHOCOLATE FACTORY LIMITED**

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

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

Proposed Registered Office Address: **PARTNERSHIP HOUSE 15 CROWN GLASS PLACE
NAILSEA
BRISTOL
ENGLAND BS48 1RE**

Sic Codes: **10821**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Proposed Officers

Company Secretary 1

Type: Corporate
Name: CHARLES EDIS LIMITED
Principal / Business Address: PARTNERSHIP HOUSE 15 CROWN GLASS PLACE
NAILSEA
BRISTOL
ENGLAND BS48 1RE

Non European Economic Area (EEA) Company

Legal Form: PRIVATE LIMITED COMPANY
Law Governed: UK
Register Location: ENGLAND
Registration Number: 7785956

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

Company Director ***1***

Type:	Person
Full Forename(s):	MR KENNETH JOHN
Surname:	EDIS
Service Address:	PARTNERSHIP HOUSE 15 CROWN GLASS PLACE NAILSEA BRISTOL ENGLAND BS48 1RE
Country/State Usually Resident:	UNITED KINGDOM
Date of Birth:	**/09/1944
Nationality:	BRITISH
Occupation:	CHAIRMAN

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

Company Director **2**

Type:	Person		
Full Forename(s):	MRS KAREN FRANCES		
Surname:	EDIS		
Service Address:	PARTNERSHIP HOUSE 15 CROWN GLASS PLACE NAILSEA BRISTOL ENGLAND BS48 1RE		
Country/State Usually Resident:	UNITED KINGDOM		
Date of Birth:	**/04/1957	Nationality:	BRITISH
Occupation:	ADMINISTRATOR		

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>	1
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE IS ENTITLED TO SHARE EQUALLY IN DIVIDEND PAYMENTS OR ANY OTHER DISTRIBUTION, INCLUDING A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY.

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: **BELLWIND PARTNERSHIPS
LIMITED**

Class of Shares: **ORDINARY**

Address **PARTNERSHIP HOUSE 15
CROWN GLASS PLACE
NAILSEA
BRISTOL
ENGLAND
BS48 1RE**

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

Relevant Legal Entity (RLE) details

Company Name: BELLWIND PARTNERSHIPS LIMITED

Service Address: PARTNERSHIP HOUSE 15 CROWN GLASS PLACE
NAILSEA
BRISTOL
ENGLAND
BS48 1RE

Legal Form: COMPANY LIMITED BY SHARES

Governing Law: UK

Register Location: REGISTER OF COMPANIES

Country/State: ENGLAND

Registration Number: 02937360

<i>Nature of control</i>	The relevant legal entity holds, directly or indirectly, 75% or more of the shares in 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 has the right, directly or indirectly, to appoint or remove a majority of the board of directors of 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: **CHARLES EDIS LIMITED**

Agent's Address: **THE WEST WING GREENHAM HALL
GREENHAM
WELLINGTON
SOMERSET
UNITED KINGDOM
TA21 0JJ**

Authorisation

Authoriser Designation: **agent**

Authenticated **YES**

Agent's Name: **CHARLES EDIS LIMITED**

Agent's Address: **THE WEST WING GREENHAM HALL
GREENHAM
WELLINGTON
SOMERSET
UNITED KINGDOM
TA21 0JJ**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of THE COCOA LIBRE CHOCOLATE FACTORY LIMITED

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

Bellwind Partnerships Limited
Date: 05/05/2020

Digitally Signed