

FILE COPY



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

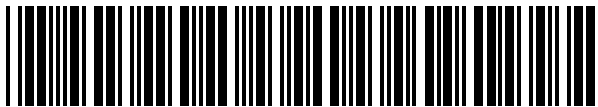
Company Number **15316140**

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

MENTAL PICKS 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 **29th November 2023**



N153161408



Companies House



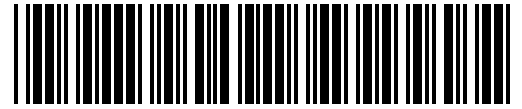
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **28/11/2023**

XCH9MPOH

Company Name in full:

MENTAL PICKS LIMITED

Company Type:

Private company limited by shares

Situation of Registered Office:

England and Wales

Proposed Registered Office Address:

**5C OLDKNOWS FACTORY C/O PASSIVE TAX ST. ANNS HILL ROAD
NOTTINGHAM
NOTTINGHAMSHIRE
ENGLAND NG3 4GN**

Sic Codes:

58190

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Company Director *1*

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>	100
<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>	100
		<i>Total aggregate nominal value:</i>	1
		<i>Total aggregate unpaid:</i>	1

Initial Shareholdings

Name: **TOMAS ANDRIUSKA**

Address **5C OLDKNOWS FACTORY
C/O PASSIVE TAX ST. ANNS
HILL ROAD
NOTTINGHAM
NOTTINGHAMSHIRE
ENGLAND
NG3 4GN**

Class of Shares: **ORDINARY**

Number of shares: **100**

Currency: **GBP**

*Nominal value of each
share:* **0.01**

Amount unpaid: **0.01**

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 TOMAS ANDRIUSKA**

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

Date of Birth: ****/07/1986** *Nationality:* **LITHUANIAN**

Service Address: **5C OLDKNOWS FACTORY C/O PASSIVE TAX ST.
ANNS HILL ROAD
NOTTINGHAM
NOTTINGHAMSHIRE
ENGLAND
NG3 4GN**

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, 75% or more of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the voting rights in the company.
<i>Nature of control</i>	The person 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: **PASSIVE TAX LIMITED**

Agent's Address: **6C OLDKNOWS FACTORY ST. ANNS HILL ROAD
NOTTINGHAM
NOTTINGHAMSHIRE
UNITED KINGDOM
NG3 4GN**

Authorisation

Authoriser Designation: **agent** *Authenticated* **YES**

Agent's Name: **PASSIVE TAX LIMITED**

Agent's Address: **6C OLDKNOWS FACTORY ST. ANNS HILL ROAD
NOTTINGHAM
NOTTINGHAMSHIRE
UNITED KINGDOM
NG3 4GN**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of MENTAL PICKS 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	Authentication
TOMAS ANDRIUSKA	Authenticated Electronically

Dated: 28/11/2023