

No. N.I.



# Certificate of Incorporation

I HEREBY CERTIFY that  
CAMCO, LIMITED, is this day incorporated under the Companies Act  
(Northern Ireland), 1932, and that the Company is LIMITED.

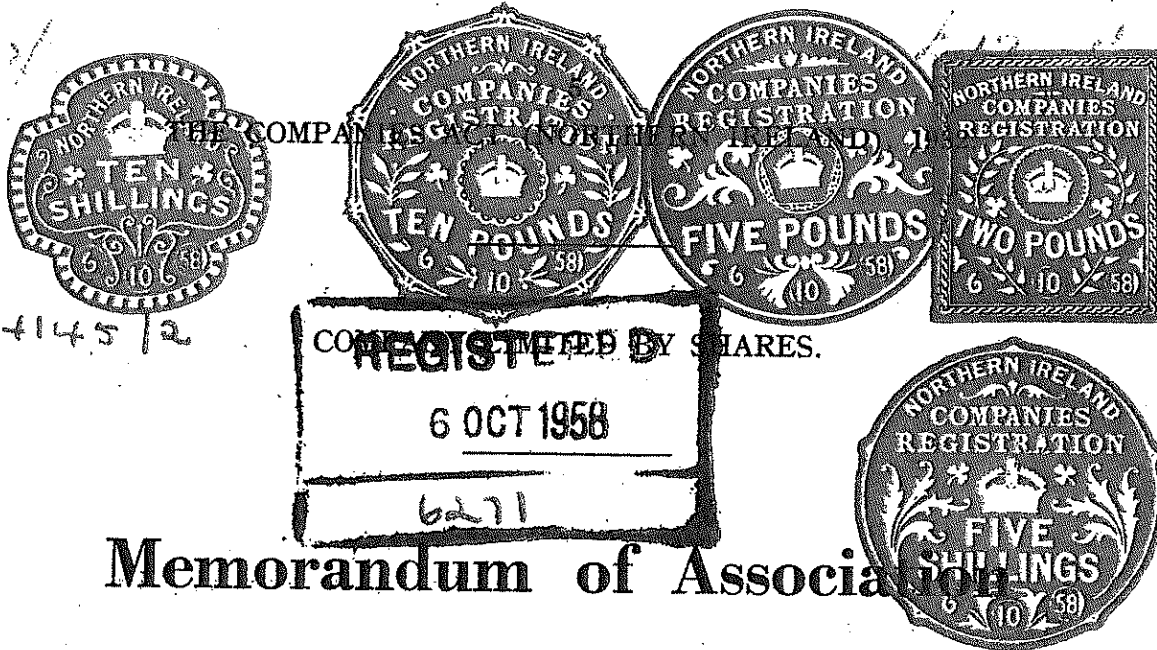
day of

, One thousand nine hundred and fifty-eight.

Asst. Registrar of Companies for Northern Ireland.



100038



## Memorandum of Association

of

## CAMCO, LIMITED

1. The name of the Company is "CAMCO, LIMITED".
2. The Registered Office of the Company will be situate in Northern Ireland.
3. The objects for which the Company is established are:—
  - (a) To carry on in the United Kingdom and elsewhere the trades or businesses of manufacturers and merchants of and dealers in oilwell, refinery, mining, quarrying, water or other materials, supplies, tools, equipment and machinery of every kind, nature, and character used or capable of use in the oil, mining, quarrying, water or any other industries or in any branch or department or unit thereof.
  - (b) To carry on in the United Kingdom and elsewhere the trades or businesses of manufacturers and merchants of gas lift valves, pumps and pumping equipment, and engines of all descriptions, and all or any of the trades or businesses of iron masters, iron workers, iron founders, steel workers, steel refiners, steel converters, brass founders, manufacturers and dealers in any other metals, minerals, or mineral alloys, ordnance, weapons, ammunition, armaments; steam, gas, electrical, electronic, oil, petrol or other engines and equipment, and metal goods and articles of all descriptions, metal polishers, metallurgists, smelters, engineers, tin plate workers and general merchants and factors.

- (c) To carry on business as general, mechanical, civil, constructional, electrical, electronic and petroleum engineers, and contractors, and to design, manufacture, fabricate, service, repair, maintain and deal in plant, machinery, tools, equipment, apparatus, implements and hardware of all descriptions.
- (d) To carry on business as ferrous and non-ferrous metal founders and manufacturers, metal-workers, millwrights, smiths, galvanisers, oxidisers, welders, annealers, japanners, metal finishers, vulcanisers, iron and steel manufacturers, producers, miners, smelters, refiners and manufacturers of organic and inorganic chemicals, gases, minerals, metals and materials of every kind, contractors, builders, exporters and importers.
- (e) To act as engineers, agents and merchants and generally to undertake and execute agencies and commissions of any kind.
- (f) To carry on any other business, whether manufacturing or otherwise, which it may be found convenient to undertake in connection with or in addition to any of those nominated above.
- (g) To purchase, acquire, rent, build, construct, equip, execute, carry out, improve, work, develop, administer, maintain, manage or control works and conveniences of all kinds, whether for the purposes of the Company or for sale or hire to or in return for any consideration from any other company or persons, and to contribute to or assist in the carrying out or establishment, construction, maintenance, improvement, management, working, control or superintendence thereof respectively.
- (h) To purchase, charter, hire, build or otherwise acquire steamships, and other vessels of any class, rolling stock, motor vehicles, lorries, buses, aeroplanes and conveyances of every description and to maintain and work the same, and (so far as it may be lawful for it to do so) to transport and carry and enter into contracts for the transport and carriage of passengers, livestock, and goods and merchandise of all kinds, either by land, sea or air, and either by its own vessels or conveyances or otherwise, and to carry on the business of ship owners, barge owners and lightermen and carriers in all its branches and of warehousemen, wharfingers, forwarding agents and general traders.
- (i) To employ as managing agent of and for any vessel or vessels or aircraft of the Company any person, firm or company whether limited or not, and although he or they may not be entitled to any share or interest in the vessel or vessels or aircraft in question or in the Company.
- (j) To subscribe for, underwrite, purchase, or otherwise acquire, and to hold, dispose of, and deal with the shares, stock, securities and evidences of indebtedness or of the right to

participate in profits or assets or other similar documents issued by any government, authority, corporation or body, or by any company or body of persons, and any options or rights in respect thereof, and to buy and sell foreign exchange.

- (k) To purchase or otherwise acquire for any estate or interest any property or assets or any concessions, licences, grants, patents, trade marks or other exclusive or non-exclusive rights of any kind which may appear to be necessary or convenient for any business of the Company, and to develop and turn to account and deal with the same in such manner as may be thought expedient, and to make experiments and tests and to carry on all kinds of research work.
- (l) To borrow and raise money and to secure or discharge any debt or obligation of or binding on the Company in such manner as may be thought fit and in particular by mortgages and charges upon the undertaking and all or any of the property and assets (present and future) and the uncalled capital of the Company, or by the creation and issue on such terms and conditions as may be thought expedient of debentures, debenture stock or other securities of any description.
- (m) To draw, make, accept, endorse, discount, negotiate, execute, and issue, and to buy, sell and deal in bills of exchange, promissory notes, and other negotiable or transferable instruments.
- (n) To amalgamate or enter into partnership or any joint purse or profit-sharing arrangement with and to co-operate in any way with or assist or subsidise any company, firm, or person, and to purchase or otherwise acquire and undertake all or any part of the business, property and liabilities of any person, body or company carrying on any business which this Company is authorised to carry on or possessed of any property suitable for the purposes of the Company.
- (o) To promote or concur in the promotion of any company, the promotion of which shall be considered desirable.
- (p) To seek and accept loans and grants, either in money or in specie, from any Government Department, public body, local authority, corporation or individual, and to pay or apply or use the same, subject to such conditions and restrictions as may be imposed as a condition of obtaining such loans or grants respectively.
- (q) To adopt such means of making known the business of the Company as may seem expedient, and in particular by advertising in the Press, by circulars, by the creation, purchase and exhibition of works of art or interest, by publication of books and periodicals, and by granting prizes, rewards

and donations, and to carry on and conduct prize and competition schemes or any scheme or arrangement of any kind, either alone or in conjunction with any other person, firm or company.

- (r) To lend money to and guarantee the performance of the contracts or obligations of any company, firm or person, and the payment and repayment of the capital and principal of, the dividends, interest or premiums payable on, any stock, shares and securities of any company, whether having objects similar to those of this Company or not, and to give all kinds of indemnities.
- (s) To sell, grant in fee farm, lease, grant licences, easements and other rights over, and in any other manner deal with or dispose of, the undertaking, property, assets, rights and effects of the Company or any part thereof for such consideration as may be thought fit, and in particular for stocks, shares or securities of any other company whether fully or partly paid up.
- (t) To procure the registration or incorporation of the Company in or under the laws of any place outside Northern Ireland.
- (u) To subscribe or guarantee money for any national, charitable, benevolent, public, general or useful object or for any exhibition, or for any purpose which may be considered likely directly or indirectly to further the objects of the Company or the interests of its members.
- (v) To grant pensions or gratuities to any employees or ex-employees and to officers and ex-officers (including Directors and ex-Directors) of the Company or its predecessors in business, or the relations, connections or dependants of any such persons, and to establish or support associations, institutions, clubs, funds and trusts which may be considered calculated to benefit any such persons or otherwise advance the interests of the Company or of its members, and to establish and contribute to any scheme for the purchase by trustees of shares in the Company to be held for the benefit of the Company's employees, and to lend money to the Company's employees to enable them to purchase shares of the Company and to formulate and carry into effect any scheme for sharing the profits of the Company with its employees or any of them.
- (w) To do all or any of the things and matters aforesaid in any part of the world, and either as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and either alone or in conjunction with others.
- (x) To do all such other things as may be considered to be incidental or conducive to the above objects or any of them.

And it is hereby declared that the word "Company" in this clause shall be deemed to include any partnership or other body of persons, whether incorporated or not incorporated, and whether domiciled in the United Kingdom of Great Britain and Northern Ireland, or elsewhere, and the intention is that the objects specified in each paragraph of this clause shall, except where otherwise expressed in such paragraph, be independent main objects, and shall be in nowise limited or restricted by reference to or inference from the terms of any other paragraph or the name of the Company: Provided that nothing herein contained shall empower the Company to carry on the business of assurance or to grant annuities within the meaning of the Assurance Companies Acts 1909-1947, as extended by the Industrial Assurance Acts (Northern Ireland) 1924-1948, and the Motor Vehicles and Road Traffic Acts (Northern Ireland) 1930-1934, or to re-insure any risks under any class of assurance business to which those Acts apply.

4. The liability of the members is limited.
5. The Share Capital of the Company is £53,500, divided into 53,500 shares of £1 each.

WE, the several persons whose names and addresses are subscribed, are desirous of being formed into a company, in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

Names, Addresses and Descriptions of Subscribers	Number of Shares taken by each Subscriber.
John Lawrence Smith 9 Chichester Street, Belfast	One
<del>East-Draper</del> James Norwood, 9, Chichester Street, Belfast, Solicitors' Assistant	One
Total shares taken	Two

Dated the 3<sup>rd</sup> day of October, 1958.

WITNESS to the above Signatures:—

Robert Meek,  
9 Clarendon Street, Belfast.  
Solicitor's Assistant.