DUPLICATE FOR THE PILE.



· Unitiate of Anathritism.

The Redical and Lental Lefence Union of Leolland Legence

is this day Incorporated under the Companies And these two tractions of the Company of Limited.

Given under my hand at Edinburgh, the

day or

One Thousand Nine Hundred and

hunch house

Registrar of Joint Stock Companies.

"THE COMPANIES ACTS, 1862 TO 1900."



DECLARATION of compliance with the requisitions of the Companies

Acts, made pursuant to S. 1 (2) of the Companies Act, 1900 (63 & 64

Vict. Ch. 48) on behalf of a Company proposed to be registered as the

12.30 Carred	a complete
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Presented for Filing

by_____

All Founds applied by John Oswallo & Sox, Registration Agents, H. M. General Register House, Edinburgh.

[Authorised Form.]

€ 3	1 Balleam Fridlay
	of 133- Duniell outs planing
(a) Here a "An eard agent enga the tornat or a direct agent and "Secretary to the Article "Association	ted law- god in from sof from from from from from sof from fro
_	of the Medical and Defence Union
	Limited, and That all the cognisitions of the Companies Acts in respect of matters precedent to the registration of the said Company and incidental thereto have been complied with. And I make this solemn Declaration
	conscientiously believing the same to be true and by virtue of the provisions of the "Statutory Declarations Act, 1835."
?	of the "Statutory Deciarations Act, 1999.
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No. 41.	Michilly y find the

COMPANY LIMITED BY GUARANTEE.

Memorandum of Association

The Medical and Dental Defence Union of Scotland, Limited.

Being a Company Limited by Guarantee, and not having a Capital Divided into Shares.

1st. The name of the Company is The Medical and Dental Defence Union of Scotland, Limited.

and. The Registered Office of the Company will be situate in Scotland.

- 3rd. The objects for which the Company is established are:-
 - (a) To protect, support, and safeguard the character and interests of legally qualified Medical and Dental Practitioners, and for that purpose to raise or defend actions in name either of any Member or of the Company.
 - (b) To advise Members in regard to all questions, whether of a strictly legal nature or otherwise, which may arise in the practice of the Medical or Dental Professions, and to defend Members when attacked.
 - (c) To promote honourable practice, and to suppress or prosecute unauthorised practitioners.
 - (d) To consider, originate, promote, and support (so far as is legal) legislative measures tikely to benefit the Medical and Dental Professions, and to oppose all measures calculated to injure them; and for the purposes aforesaid to petition Parliament, and take such other steps and proceedings as may be decided expedient.
 - (e) To hold, hire, lease, purchase, sub-let, mortgage, and sell land and property of any kind necessary for the purposes of the Company, and invest monies not required for immediate use, in such manner as may be determined by the Council. The income of the Company, whence-soever derived, shall be applied to the promotion of the objects

REGISTEREL

1.00

set forth in this Memorandum, provided that nothing contained in it shall prevent the payment in good faith of remuneration to any officers, members, or servants of the Company, for any services actually rendered to the Company, or any costs incurred by them in transacting the business or promoting the interests of the Company.

- (f) To do all such things as are incidental or conducive to the attainment of the above objects, or any of them.
- (g) To make payment of all charges and expenses incurred in the formation of the Company.

4th. Every Member of the Company undertakes to contribute to the assets of the Company, in the event of the same being wound up during the time that he is a Member, or within one year afterwards, for payment of the debts and liabilities of the Company contracted before the time at which he ceases to be a Member, and the costs, charges, and expenses of winding up the same, and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required, not exceeding £1.

We, the several persons whose names are subscribed, are desirous of being formed into a Company, in pursuance of this Memorandum of Association.

Seo. Bolfow Marshall M.D. FFR. S. 36/3 La Sufond Ra

Model Composed St. D. C. Cardinal St. Selfond Ra

Model: Robertson R. E. S. 2 Cathedral St. as

J. Anderson Jawaham, M. A. M. B., C. No. 6 James James James.

O. le Suchney M. D. 12 Docycles St. 200 Mayor.

Sofing a name of 12 James Composed Roll Mayor.

Mobert Miller J. D. J. Martott St. Marshall Mayor.

Robert Miller Mills Statement St. Marshall St. Mayor

Robert M. Forrest M. D. 114 Sym arence Parjon

Date to James day of May 1902

Withinklay, of 1330 Vincins Start Carjon, with County

THE COMPANIES ACTS, 1862 to 1900.

COMPANY LIMITED BY GUARANTEE.

Articles of Association

The Medical and Dental Defence Union of Scotland, Limited.

Being a Company Limited by Guarantee, and not having a Capital Divided into Shares.

- 1. The Union for the purposes of registration is declared to consist of twenty members; the Council hereafter mentioned may when they think fit register an increase of members.
- 2. Any duly qualified and registered medical or dental practitioner may, if accepted by the Council, become a member of the Union.
- 3. Each candidate for membership shall sign and deliver to the Secretary an application in the following form, or such other form as may be approved by the Council:—

THE MI DICAL AND DENTAL DEFENCE UNION OF SCOTLAND, LIMITED.

It corporated under the Companies Acts, 1862 to 1900, as a Company Limited by Guarantee.

I desire to become a Member of the Medical and Dental Defence Union of Scotland, Limited, upon the terms of the Monorandum and Articles of Association of the Union, and I enclose 10s. as a Year's Subscription.

Name in fu'!,		
Qualification,		
Postal Address,	٠٠٠ ٠٠٠	
Postat Adaress, Date,		···

MSTERE

V0.

On the Council accepting such applicant as a member, his name shall be entered on the register of members, and his membership deemed to have commenced from the date on which his name is so entered.

- 4. Any member may withdraw from the Union on giving two months' notice in writing to the Secretary, and on paying all subscriptions and calls accrued due from him to the Union
- 5. The Council may by notice to any member whose conduct or membership is in the opinion of the Council detrimental to the Union, determine his membership, and thereupon he shall cease to be a member, but shall nevertheless pay all subscriptions and calls in arreas.
- 6. Every member shall pay to the Union an annual subscription of Ten Shitlings (or such other sum not exceeding £1, as the Council may prescribe), and every such subscription shall be payable in advance on the day of the election of such member, and on the anniversary of that day in each succeeding year. The Council shall have power to impose an entrance fee.
- 7. The Council may, from time to time, call on the members fari fassa to contribute funds for the purposes of the Union, or any of them, and each member shall pay every Call so made to the Treasurer at the times and places appointed by the Council, but no member shall be called on to pay more than Ten Shillings in addition to his subscription in any one year, except in the case of the winding-up of the Union, when he may be called on to pay in addition the amount of his guarantee mentioned in Section 4 of the Memorandum of Association. A Call shall be deemed to have been made at the time when the resolution of the Council making the same was passed. Twenty-one days' notice shall be given of each Call, and no Call shall be made unless under circumstances considered by the Council to be urgent or exceptional.
- S. No member whose subscription, entrance fee, or Call is more than one calendar month in arrear, shall be entitled to any of the privileges of membership, and if the default shall continue for three calendar months, the Council may, by notice, determine the membership of such member, but such determination shall be without prejudice to any chim the Union may have upon him.
- 9. The Annual General Meeting of the Union shall be held on such day, and at such time and place as the Council may determine. The Council shall have power at any time to call Special General Meetings, and a Special General Meeting shall be called by the Council on receipt by them of a requisition to that effect, signed by not less than ten members. Not less than seven days' notice shall be given of all General Meetings of the Union.

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and payments necessary for the conduct of the business to be made, and to do all other acts which they may consider necessary or expedient for the purposes of the Union.

18. Any notice required by these Atticles or etherwise may be served upon any Member either personally or by sending it through the post in a prepaid letter addressed to him at his last known address, and proof of posting shall be deemed to be proof of service as on the day on which such letter would have been delivered in ordinary course of post.

16. The Union shall be wound-up voluntarily, it and upon an extraordinary resolution, as defined by the Companies Act. 1862, requiring the same to be wound up voluntarily, is passed by a General Meeting.

NAMES, ADDRESSES, AND DESCRIPTIONS OF SUBSCRIPTES.

Alexandred by D. M. Sandred Comments of the Standard Comments of the St

White be the above Signatures

W. Friday, 133 or Vincent Street Hay

in the County of the City of Many

"THE COMPANIES ACTS, 1862 to 1890."

(25 & 26 Vict. c. 89; 36 & 31 Vict. c. 131; 40 & 41 Vict. c. 26; 42 & 43 Vict. c. 76: 43 Vict. c. 19; 46 & 47 Vict. cc. 28 & 30: 49 & 50 Viet. c. 23; and 53 & 54 Viet. c. 62.)

Notice of the Situation of the Registered Office

of the Medical and Dental Mequice Union

-Company,

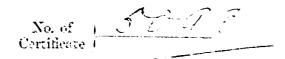
Pursuant to Section 40 of the Companies Act, 1862.

This Notice is to be signed by a Director, Manager, Secretary, or other authorised Officer of the Company (cirls p. 3).

Notice of any Charge in the Situation of the Registered Office must also be Registered (vide : 49 of Companies Act, 1832).

A Penalty of £5 per day is incurred by a Company for not having a Registered Office (vide § 39 of Companies Act, 1862).

B	ZOTICE
	of the Situation of the Registered Office of the Medical
	Swand Limber - Company.
	• Confine Limited — Company.
a b	
₹D	TO THE REGISTRAR OF JOINT-STOCK COMPANIES.
	The Medical and Deutal Before Chiang
	Registered Office of the Company is situated at 65 Januarica Street
	Mayou
((Signature) Millian Tring
4000	Dated the word day of period aty
	21-27- 1902.



Form No. 9.

COMPANIES ACTS, 1862



Copy of Register of Directors or Managers

of the The medical and Dental Defence hmon of Scotland

Company,

Pursuant to Sections 15 and 46 of 25 & 26 Vict. c. 89, and Section 20 of 63 & 64 Vict. c. 48.

This Notice should be signed by the Manager or Secretary of the Company, see page 3.

Presented for Filing by



Copy of the Register of Directors or Managers of the Andrew Company, Company, and of any char

Names.

Addresses.

a h. Limkern William Hepkenson james Linlayson j. a. C. Kyngelv l. C. Afflesk D. Reviv Hant Mut doch Brown I He ball Anderson Januar Emmell 1. Indeay Hower S. Crawford Scritch A. A. damy isin horston Louth Reddill alived westland Land M. Greeg the organization William to Ethachlan William inclu 3 M. Kelencemb John Silehie Thomas Grahain james fairre Juak lein Jereney Jas. Livingeton Loudon Donald The Chail Donald Ill Fridgen A Line lair kennedy. y. ? f. macaliste. a. Le Elie Currer.

Ancen Stat Edinburg Kubislaw Terrangaberi Was dride Phara Glasy University, It andrews 38 Herro ! Row, Edin burgh 29 Charlotte Lquan, Edinburg 9 walker Strat, Edin burg 9 He huwersity Glasgon 17 weederde Place, Glasgon 16 Woodelde Place Glasgor 1 Weaderde Terrace, Glargo 3 Soyal brevert, queen's fark, Glacge I Rubislaw Lettace, Merdeer Y authorlan Terrace, alundeen . 22 Albyn Flace, alreadre v 25 July Spect bunder. 7 Millie Flace, Sundec. Malerien, Sumbanton Ismobile Kendrelmarupo Jair, Bank, Temoon. 3 gardhiland Place Jareley 36 lillergan Shill re nock. Prospect House to the e ay Auchingramont Rd. Ha millon gartante Collage, South jidge Park Wienest She doing 13 Year Rice. Pouth Make Chick . Hoffar Acreton Sugar Serie calda

medical and Gental Defence honon of Scotland

therein.

Occupations.

* Changes.

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(Signature),

Officer,

ure). Millian Horning

the last List was filed should be made in this column, e.g. by placing against a new Director's name the words "dead," "resigned," or as the case may be.

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Contraction from Just !

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John Rale l. Bruce Ronaldson Robert W. Forrest

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George Balfour Mars hall. a. Barr Pollonk

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114 Dixon avenue, Glasgow.

1 A neer's Current Week, Glargow

16 Gusen's Creecent, West, Glasgon

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121 Douglas Street, Glasgon

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19 Sandyford Plan, Glargow 3 Relgnave Jornan, Hillhoad, Glasgow 6 Saint James Terrace, Hillhead, Glasgon 38 monteith how, glasgow. 13 Kilmar work koad Shawlands, Glasgor 3 Woodside Place, Glazgow.

50 A. George's Road, Glas gow. 2 Cathodral Steal, Gine grows

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Milian Horning

The medical and Gental Defence union of Scattand Conneil!

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Mr. B., C. M.

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Millian Homing Lecrotary 5093

anies No. 7.

The Companies Acts 1908 to 1917.

COMPANY LIMITED BY SHARES

Special Resolution

(Pursuant to Companies (Consolidation) Act 1908, s. 69)

You hudient and Newhol Defence

e blanks in iding may be p in writing. Union of Scotland

LIMITED.

Passed 13 June 1928. Confirmed 29 June 1928.

AT an Extraordinary General Meeting of the above-named Company, duly convened, and held at the foligons his blution. Journ, 200, buchanas three Congos

on the 3" day of June , 1925, the subjoined Special Resolution was duly passed; and at a subsequent Entraordinary General Meeting of the said Company, also duly convened, and held at the same place on the 29 day of June 1925, the subjoined Special Resolution was duly confirmed viz:

e Special tion must be loathis space, ot adixed to ten on it.

duly confirmed, viz.:— RESOLUTION.

"That in Article 9 of the Articles of Association there be read in place of the words 'signed by not less than ten members' the words 'signed by not less than one hundred members."

a to frost ad

Signature hiller, housen Durfor

Officer ordanis

To be signed by the Chairman, a Director, or the Secretary of the Company. The Companies Act, 1948.

COMPANY LIMITED BY GUARANTEE.



Special Resolution

(Pursuant to s. 141 (2))

oF

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND LIMITED.

Passed 21st December, 1951.

At an Entraordinary General Meeting of the above-named Company, duly convened, and held at 162 St. Vincent Street, Glasgow, C.2, on the 21st day of December, 1951, the subjoined Special Resolutions were duly passed, viz.:--

RESOLUTIONS.

That the Articles of Association of the Company be altered in manner following:-

- (a) That Article (3) be deleted and the following substituted therefor:—
 - (3) Each candidate for membership shall sign and deliver to the Secretary, an application for membership is such form as may be approved by the Council, and shall transmit with such form the appropriate subscription for the first year and any Entrance Fee which may be payable. On the Council accepting such applicant as a Member, his name shall be entered on the Register of Members and his membership deemed to have commenced from the date on which his name is so entered.
- (b) That Article (6) be deleted and the following substituted therefor :--
 - (6) The Annual Subscription shall be such sum as shall be fixed by the Council, and approved by the Members in General Meeting. Every Member shall pay to the Union the appropriate Annual Subscription and such subscription shall be payable in advance on the day of election of such Member to the Union, and on the anniversary of that day in each succeeding year. The Council shall have power to impose an Entrance Fee.
 - (c) That after Article (14), the following new Article to be numbered 14a be added :-
 - (14a) Any person may be appointed or re-appointed a Member of Council notwithstanding that at the time of his appointment or re-appointment he shall have attained the age of seventy, and no Member of Council of the Union shall vacate his office by reason of his having attained the age of seventy or any other age.

Chairman. 16 JAN 752

THE REAL PROPERTY OF THE PERSON OF THE PERSO

Reg. Sfleci .

The Companies Acts 1948 to 1967

COMPANY LIMITED BY XXHCAXRES

Special Resolution

(Pursuant to s. 141 (2) of the Companies Act 1948)

OF

THE MEDICAL AND DENTAL DEFINE UNION OF SCOTLAND

LIMITED

Passed 20th June

, 19 69

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and neld at

162 St. Vincent Street,

Glasgow, C.2.

on the 20th day of June , 1969, the subjoined Special Resolution was duly passed, viz.:—

RESOLUTION

That Article 2 of the Articles of Association be altered to read as follows:—

 Any duly qualified and registered medical or dental practitioner may, if accepted by the Council, become a member of the Union, and the Council may retain in membership any medical or dental practitioner who has ceased to be registered.

Signature ...

Joint Leaveloy

by the Chairinan, a Director, orgation

rectary of ht Company.

Norm.—To be filed within 15 clays after the passing of the 13 solution(see section 143 (1) and (4) printed overleaf.

The Solicitors' Low Staticitory Society, Limited
Bucklersbury, L.C. L. 49 forflord Row, W. L. P. Vistoria Street, S.W. P. 15 Hanover Street, M. J.
Schain, R. L. 31 Charles Street, Cordal CF1 4EAC, 19 A. 21 North John Street, Everpool, 2

Companies 7

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Section 143 of the Companies Act 1948 as amended by the Companies Act 1967 provides (inter alia) as follows :-

(1) A printed copy of every resolution or agreement to which this section applies shall, within fifteen days after the passing or making thereof, be forwarded to the registrar of companies and recorded by him.

- (4) This section shall apply to-
 - (a) special resolutions;
 - (b) extraordinary resolutions;
 - (c) resolutions which have been agreed to by all the members of a company, but which, if not so agreed to, would not have been effective for their purpose unless, as the case may be, they had been passed as special resolutions or as extraordinary resolutions;
 - (d) resolutions or agreements which have been agreed to by all the members of some class of shareholders but which, if not so agreed to, would not have been effective for their purpose unless they had been passed by some particular majority or otherwise in some particular manner, and all resolutions or agreements which effectively bind all the members of any class of shareholders though not agreed to by all those members;
 - (e) resolutions requiring a company to be wound up voluntarily, passed under paragraph (a) of subsection (1) of section two hundred and seventy-eight of this Act.

Section 51 (2) of the Companies Act 1967 provides as follows:-

Notwithstanding anything in subsection (1) of section 143 of the principal Act, no company need forward to the registrar of compane's a printed copy of a resolution or agreement to which that section applies, if instead it forwards a copy in some other form approved by the registrar.

NOTE.—The Registrar of Companies is prepared to accept copy resolutions or agreements if produced by the following processes:--

Letterpress, Gravure, Lithe raphy, Stencil duplicating, Offset Lithography, "Office" Type-Set, Electrostatic Photocopying, "Photostat" or similar processes properly processed and washed; or if produced by spirit duplicator, or if typed.

No document will be accepted however, if, in general appearance, legibility, format or durability, it is unsuitable for publication and use on the Company's public file.

Number of \ Company =

The Companies Acts 1948 to 1967

COMPANY LIMITED BY STANKEY CUARANTEE

Special Resolution

(Pursuant to 3, 141 (2) 2/ 6 . Companies Act 1948)

OF

THE MEDICAL AND I T	VTAL DEFENCE	UNION OF		
SCOTLAND			_LIMITED	(By Guarantee)
Passed	16 Jure	 , 1972 .		

AT an Extraordinary General Melting of the above-named Company, duly convened, and held at .162 St Vincent Street,

Glasgow

G2 5NJ

day of June

. 1972, the subjoined

on the H th SPECIAL RESOLUTION WAS

duly passed, viz.:-

RESOLUTION

That the Articles of Association of the Union be amended as follows:-

In Article 3, after the word "form" in line 3, msert;-

" (or, in the case of a newly qualified Practitioner, within three calendar months thereafter)'.

In Milicle 6.

- (a) Delete the words "in advance" in the fourth
- (b) Insert after the word "Uplon" in the fourth line:-

" (or, in the case of a newly qualified Practitioner, within three calendar months thereafter)".

by the Chairman, a Direc-tor, or the JOINT SECRETARY

Note, "To be all I within 13 days after the passing of the Resolution(s). See section 143 (1) and (4) printed overleaf.

COMPANY LIMITED BY GUARANTEE

Memorandum of Association

The Medical and Dental Defence Union of Scotland, Limited

Being a Company Limited by Guarantee, and not having a Capital Divided

1st. The name of the Company is THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND, LIMITED.

- 2nd. The registered Office of the Company will be situate in Scotland.
- 3rd. The objects for which the Company is established are:--
 - (a) To protect, support, and safeguard the character and interest of legally qualified Medical and Dental Practitioners, and for that purpose to raise or defend actions in name either of any Member or of the Company.
 - (b) To advise Members in regard to all questions, whether of a strictly legal nature or otherwise, which may arise in the practice of the Medical and Cental Professions, and to defend Members
 - (c) To promote honourable practice, and to suppress or prosecute
 - (d) To consider, originate, promote and support (so far as is legal) legislative measures likely to benefit the Megleal and Dental Professions, and to oppose all measures calculated to injure them: and for the purposes afor said to petition Parliament, and take such other steps and proceedings as may be deemed expedient.



THE COMPANIES ACTS, 1862 to 1990.

COMPANY LIMITED BY GUARANTEE

Articles of Association

The Medical and Dental Defence Vinion of Scotland, Limited

Being a Company Limited by Guarantee, and not having a Capital Pisided into Shares.

(As amended by Special Resolution passed on 21st December, 1951)

- $_{\rm L}$. The Unica for the purposes of registration is declared to consist of twenty members: the Council hereafter mentioned may when they think fit register an increase of raembers.
- 2. Any duly qualified and registered medical or dental practitioner may, if accepted by the Council, become a member of the Union, and the Council may retain in membership any medical or dental practitioner who has ceased to be registered.

liabilities of the Company contracted before the time at which he ceases to be a Member, and the costs, charges, and expenses of winding up the same, and for the adjustment of the rights of the contributories among themselves such amount as

may be required, not exceeding £1.

of the Company, in the event of the same being wound up during the time that he is a Member, or within one year afterwards, for payment of the debts and

1th. Every Member of the Company undertakes to contribute to the assets

fermation of the Company.

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To make payment of all charges and expenses incurred in the

To do all such things as are incidental or conducive to the

attainment of the above objects, or any of them.

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the Company, or any costs incurred by them in transacting the servants of the Company, for any services actually rendered to

business or promoting the interests of the Company.

in good faith of remuneration to any oificers, members, or provided that nothing contained in it shall prevent the payment

In such manner as may be determined by the Council. The income of the Company, whensoever derived, shall be applied to the promotion of the objects set forth in this Memorandum,

Company, and invest monies not required for immediate use, and property of any kind necessary for the purposes of the To hold, hire, leave, nurchase, sub-let, mortgage, and sell land

3

- as a Member, his name shall be entered on the Register of Members and his any Entrance Fee which may be payable. On the Council accepting such applicant membership deemed to have commenced from the date on which his name is so shall transmit with such form the appropriate subscription for the first year and 3. Each candidate for membership shall sign and deliver to the Secretary, an application for membership in such form as may be approved by the Council, and entered.
- in writing to the Secretary, and on paying all subscriptions and calls accrned due $4. \ \,$ Any member may with draw from the Union on giving two months' notice from him to the Union.
- ship, and thereupon he shall cease to be a member, but shall nevertheless pay all The Council may by notice to any member whose conduct or membership is in the opinion of the Council detrimental to the Union, deterratine his membersubscriptions and calls in arrear.

o. The Annual Subscription shall be such sum as shall be fixed by the Council, and approved by the Members in General Meeting. Every Member shall pay to the Union the appropriate Annual Subscription and such subscription shall be payable in advance on the day of election of such Member to the Union, and on the anniversory of that day in each succeeding year. The Council shall have power to impose an Entrance Fee.

7. The Council may, from time to time call on the members part passu to shall be somether funds for the purposes of the Union, or any of them, and each member shall pay every Call so made to the Treasurer at the times and places appointed by the Council, but no member shall be called on to pay more than Ten Shillings by the Council, but no member shall be called on to pay in addition the windingular addition to his subscription in any one year, except in the case of the windingular by of the Union, when he may be called on to pay in addition the amount of his up of the Union, when he may be called on to pay in addition the amount of his be deemed to have been made at the time when the resclution of the Council making the same was passed. Twenty-one days notice shall be given of each Call, and no Call shall be made unless under circumstances considered by the Council to be urgent or exceptional.

s. No member whose subscription, entrance fee, or Call is more than one calcular month in arrear, shall be entitled to any of the privileges of membership, and if the default shall continue for three calcular months, the Council may, by notice, determine the membership of such member, but such determination shall be without prejudice to any claim the Union may have upon him.

9. The Armual General Meeting of the Union shall be held on such day, and at such time and place as the Council may determine. The Council shall have power at any time to call Special General Meetings, and a Special General Meeting shall be called by the Council on receipt by them of a requisition to that effect, signed by not less than one hundred members. Not less than seven days' notice shall be given of all General Meetings of the Union.

10. The President or a member of the Council shall preside at every General Meeting; if none be present a Chairman can be elected by the Meeting. Ten members shall be a quorum at General Meetings, and every member shall have one vote.

a declaration by the Chairman that a resolution has been carried or lost shall be sufficient evidence of the fact. If a poll is demanded as above-mentioned, it shall be taken in such manner as the Chairman directs, and either at once, or after adoptrument, and the result of the poll shall be deemed the resolution of the adjournment, and the result of the poll shall be deemed the resolution of the

12. The Management of the Union shall be rested in a Council, who may exercise all the powers of the Company, and may form Committees to assist them in dealing with matters which may arise.

:3. The number of the members of Council, and the names of the first members of Council, shall be determined by the subscribers of the Memorandum of Association. Until members of Council are appointed, the subscribers of the Memorandum of Association shall be deemed to be members of Council.

14. The first Council appointed by the subscribers of the Memorandum of Association shall remain in office till the Annual Meeting in 1903. Thereafter, three of the Members of the Council shall retire at every Annual General Meeting, and an election of three members of the Council shall be held at every Annual annual and the persons who are so to retire shall be elected by the Council in such manner as the Council shall determine, and the names of such retiring members shall be stated in the Notice convening each Annual Meeting. The retiring members shall be eligible for re-electic in. The quorum for a Council Meeting shall be three.

ida. Any person may be appointed or re-appointed a Member of Council gravithstanding that at the time of his appointment or re-appointment he shall have attained the age of seventy, and no Member of Council of the Union stall vacate his office by reason of his having attained the age of seventy or any other

defence of, or assist in conducting or defending any proceedings, whether of a strictly logal nature or otherwise concerned or affecting any member who may strictly logal nature or otherwise concerned or affecting any member who may abide absolutely by the decision of the Council as to the conduct or defence of the case. The Souncil may also appoint one or more arbitrators, either from their the case. The Souncil may also appoint one or more arbitrators, either from their own body, or from among the members of the Union or otherwise, for the settlement of professional difficulties and disputes in which any member desiring assistance may be concerned.

16. The Council shall have full discretion either to defend, or to refuse or cease to assist or defend, a member in any case whatever.

17. The Council shall have power to fill casual vacancles among the officers or in their own bady, to cause proper books and accounts to be kept and audited and payments necessary for the conduct of the husiness to be made, and to do all other acts which they may consider necessary of expedient for the purposes of the

any Member effulted by these Articles or otherwise may be served upon any Member either personally or by sending it through the post in a prepaid letter addressed to him at his last known address, and proof of posting shall be deemed to be preof of service as on the day on which such letter would have been delivered in ordinary course of post.

resolution, as defined by the Companies Act, 1862, requiring the same to be wound-up voluntarily, is passed by a General Meeting.

Alemorandum

AND

Articles of Association

OF

THE MEDICAL AND DENTAL
DEFENCE UNION OF SCOTLAND
LIMITED

Registered Office— 195 St. Vincent Street, Glasgow, C.2.



Number of Company Company 1

The Companies Acts 1948 to 1967

COMPANY LIMITED BY SHARES

Special Resolution

Specia	l Kesolulun
(Pursuant to s. 14.	1 (2) of the companies Act 1948)
	O.L.
	<u> kal Delanga Union el Suculand</u>
	LIMITED
Passed	2000 June , 19 75.
AT an EXTRAORDINARY Company, duly convened	GENERAL MEETING of the above-named, and held at
on the 200h day of Special Resolution	June , 1975, the subjoined duly passed, viz.:—
	RESOLUTION
as follows:	altered to read:— or, from time to time, call on the Members to the purposes of the Union, or any of them, the purposes of the Union, or the Treasurer at the purposes of the Union the Treasurer at

7. The Council may, from time to time, call on the Members to contribute funds for the purposes of the Union, or any of them, and each Member wiell pay every call so made to the Treasurer at the times and places appointed by the Council, but a Member shall the times and places appointed by the Council, but a Member shall not be called on to pay, in any financial year, more than an amount not be called on to pay, in any financial year, more than an amount class of Membership. This call will be in addition to the Annual class of Membership. This call will be in addition, he may be subscription. In the case of the winding up of the Union, he may be called on to pay in addition, the amount of his guarantee mentioned in paragraph 4 of the Memorandum of Association. A call shall be in paragraph 4 of the Memorandum of Association. A call shall be deemed to have been made at the time when the resolution of the deemed to have been made at the time when the resolution of the Council making the same was passed. Twenty-one days notice shall be given of each call, and a call shall not be made under the council to be urgent or exceptional.

To be signed by the Chair-man, a Direc-tor, or the Secretary of Signature the Company.

Norg.-To be ided within 15 days after the passing of the Resolution(s).



Oyez Publishing Unuted, Oyez House, 237 Long Lane, London SEI 419 a subsidiary of The Solicitors' Law Stationery Society, Louded, Companies ?

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Number of \ 5093 Company

The Companies Acts 1948 to 1976

COMPANY LIMITED BY SHARES

Special Resolution

(Pursuant to s. 141 (2) of the Companies Act 1948)

OF

The Medical and Dental Defence Union of Scotland LIMITED

> Passed 16th October. , 1981.

AT an Extraordinary General Meeting of the above-gamed Company, duly convened, and held at 190 Bath Street, Glasgow G2 4JE.

, 1981, the subjoined on the 16th day of October duly passed, viz.:-SPECIAL RESOLUTION

RESOLUTION

That the first sentence of Article 6 of The Articles of Association be deleted and the following sentence substituted:-

"The Annual Subscription shall be such sum as shall be fixed by the Council."

Norm .- To be filed within 15 days after the p

Companies 7

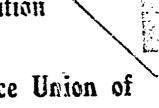
REGISTRAR 5093/142

THE COMPANIES ACTS, 1862 to 1900.

COMPANY LIMITED BY JUARANTEE

Memorandum of Association

OP.



The Medical and Dental Defence Union of Scotland, Limited

Being a Company Limited by Guarantee, and not having a Capital Divided into Shares.

1st. The name of the Company is THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND, LIMITED.

- 2nd. The registered Office of the Company will be situate in Scotland.
- 3rd. The objects for which the Company is established are:-
 - (a) To protect, support, and safeguard the character and interest villegally qualified Medical and Dental Practitioners, and for that purpose to raise or defend actions in name either of any Member or of the Company.
 - (b) To advise Members in regard to all questions, whether of a strictly legal nature or otherwise, which may arise in the practice of the Medical and Dental Professions, and to defend Members when attacked.
 - (c) To promote honourable practice, and to suppress or prosecute unauthorised practitioners.
 - (d) To consider, originate, promote and support 'so far as is legal's legislative measures likely to benefit the Midical and Dentai Professions, and to oppose all measures calculated to injure them, and for the purposes aforesaid to position Parliament, and take such other steps and proceedings at may be deemed expedient.

- (c) To hold, hire, lease, purchase, sub-let, mortgage, and sell land and property of any kind necessary for the purposes of the Company, and invest monies not required for immediate use, in such manner as may be determined by the Council. The income of the Company, whensever derived, shall be applied to the promotion of the objects set forth in this Memorandum, provided that nothing contained in it shall prevent the payment in good faith of remuneration to any officers, members, or servants of the Company, for any services actually rendered to the Company, or any costs incurred by them in transacting the business or promoting the interests of the Company.
- (f) To do all such things as are incidental or conducive to the attainment of the above objects, or any of them.
- (g) To make payment of all charges and expenses incurred in the formation of the Company.

4th. Every Member of the Company undertakes to contribute to the assets of the Company, in the event of the same being wound up during the time that he is a Member, or within one year afterwards, for payment of the debts and liabilities of the Company contracted before the time at which he ceases to be a Member, and the costs, charges, and expenses of winding up the same, and for the adjustment of the rights of the contributories among themselves such amount as may be required, not exceeding £1.

COMPANY LIMITED BY GUARANTEE

Articles of Association

JP

The Medical and Dental Defence Union of Scotland, Limited

Beirg a Company Limited by Guarantee, and not having a Capital Divided into Shares.

- 1. The Union for the purposes of registration is declared to consist of twenty members: the Council hereafter mentioned may when they think fit register an increase of members.
- 2. Any duly qualified and registered medical or dental practitioner may, if accepted by the Council, become a member of the Union, and the Council may retain in membership any medical or dental practitioner who has ceased to be registered.
- 3. Each candidate for membership shall sign and deliver to the Secretary, an application for membership in such form as may be approved by the Council, and shall transmit with such form for, in the case of a newly qualified Practitioner, within three calendar months thereafter) the appropriate subscription for the first year and any Entrance Fee which may be payable. On the Council accepting such applicant as a Member, his name shall be entired on the Register of Members and his membership deemed to have commenced from the date on which his name is so entered.
- 4. Any member may withdraw from the Union on giving two months' notice in writing to the Secretary, and on paying all subscriptions and calls accrued due from him to the Union.
- 5. The Council may by notice to any member whose conduct or membership is in the opinion of the Council detrimental to the Union, determine his membership, and thereupon he shall cease to be a member, but shall nevertheless pay all subscriptions and calls in arrear.

- 6. The Annual Subscription shall be such sum as stall be fixed by the Council, and appropriate Members in General Meeting. Every Member shall pay to the Union the appropriate Annual Subscription and such subscription shall be payable on the day of election of such Member to the Union (or, in the case of a newly qualified Practitioner, within three calendar months thereafter) and on the anniversary of that day in each succeeding year. The Council shall have power to impose an Entrance Fee.
- 1. The Council may, from time to time, call on the Members to contribute funds for the purposes of the Union, or any of them, and each Member shall pay every call so made to the Treasurer at the times and places appointed by the Council, but a Member shall not be called on to pay, in any financial year, more than an amount equal to the Annual Subscription applicable in that year to his class of Membership. This call will be in addition to the Annual Subscription. In the ease of the winding up of the Union, he may be called on to pay in addition, the amount of his guarantee mentioned in paragraph 4 of the Memorandum of Association. A call shall be deemed to have been made at the time when the resolution of the Council making the same was passed. Twenty-size days notice shall be given of each call, and a call shall not be made upless under circumstances considered by the Council to be urgent or exceptional.
- 8. Ho member whose subscription, entrance fee, or Call is more than one calendar month in arrear, shall be entitled to any of the privileges of membership, and if the default shall continue for three calendar months, the Council may, by notice, determine the membership of such member, but such determination shall be without projudice to any claim the Union may have upon him.
- 9. The Annual General Meeting of the Union shall be held on such day, and at such time and place as the Council may determine. The Council shall have power at any time to call Special General Meetings, and a Special General Meeting shall be called by the Council on receipt by them of a requisition to that effect, signed by not loss than one hundred members. It is less than seven days' notice shall be given of all General Meetings of the Union.
- 10. The President or a member of the Council shall preside at every General Meeting; if none be present a Chairman can be elected by the Meeting. Ten members shall be a quorum at General Meeting, and every member shall have one vote.
- 11. At a General Meeting, unless a poll is demanded by at least five members, a declaration by the Chairman that a resolution has been carried or lost shall be sufficient evidence of the fact. If a poll is demanded as above-mentioned, it shall be taken in such manner as the Chairman directs, and either at once, or after adjournment, and the result of the poll shall be deemed the resolution of the Meeting.

- 12. The Management of the Union shall be vested in a Council, who may exercise all the powers of the Company, and may form Committees to assist them in dealing with matters which may arise.
- 13. The number of the members of Council, and the names of the first members of Council, shall be determined by the subscribers of the Memorandum of Association. Until members of Council are appointed, the subscribers of the Memorandum of Association shall be deemed () be members of Council.
- Association shall remain in office till the Annual Meeting in 1903. Therefore, three of the Members of the Council shall retire at every Annual General and an election of three members of the Council shall be held at every Meeting. The persons who are so to retire shall be elected by the Council an such manner as the Council shall determine, and the names of such retiring members shall be stated in the Notice convening each Annual Meeting. The retiring members shall be eligible for re-election. The quorum for a Council Meeting shall be three.
- 14a. Any person may be appointed or re-apparated a Member of Council notwithstanding that at the time of his appointment or re-appointment of shall have attained the age of seventy, and no Member of Council of the Union shall vacate his office by reason of his having attained the age of seventy or any other age.
- 15. The Council may, after due investigation, undertake the conduct or defence of, or assist in conducting or defending any proceedings, whether of a strictly legal nature or otherwise concerned or affecting any member who may desire their assistance, provided that such member gives a written undertaking to abide absolutely by the decision of the Council as to the conduct or defence of the case. The Council may also appoint one or more arbitrators, either from their own body, or from among the members of the Union or otherwise, for the settlement of professional difficulties and disputes in which any member desiring assistance may be concerned.
- 16. The Council shall have full discretion either to defend, or to refuse or cease to assist or defend, a member in any case whatever.
- 17. The Council shall have power to fill cascal vacancies among the officers or in their own body, to cause proper books and accounts to be kept and audited and payments necessary for the conquer of the business to be made, and to do all other acts which they may consider necessary or expedient for the purposes of the Union.

- Any notice required by these Articles or otherwise may be served upon any Member either personally or by sending it through the post in a prepaid letter addressed to him at his last known address, and proof of posting shall be deemed to be proof of service as on the day on which such letter would have been delivered in ordinary course of post.
- 19. The Union shall be wound-up voluntarily, if, and upon an extraordinary resolution, as defined by the Companies Act, 1862, requiring the same to be wound-up voluntarily, is passed by a General Meeting

The Companies Act 1985

COMPANY LIMITED BY SHARES

Special Resolution

(Fursuant to s. 378 (2) of the Companies Act 1985)

OF

THE MEDICAL AND DENTAL DEFENCE UNLOW OF SCOTLAND

Passed 15th November , 1985

At an Extraordinary General Merring of the above-named Company, duly convened, and hold at 105 St. Vincent Street, Glasgow, G2 5EQ

on the 15th day of November , 1985, the cubjoined Special Resolution was duly passed, viz.:—

RESOLUTION

That Article 3 be deleted and a new article substituted as follows:-

5. "Each candidate for membership shall sign and deliver to the Secretary, an application for membership in such form as may be approved by the Council, and shall transmit with such form as may be approved by the Council, (or in the case of a newly qualified practitioner, within three calendar months thereafter) the appropriate payment in accordance with Article 6 and any entrance fee which may be payable. On the Council accepting such Applicant as a member, his name shall be entered on the register of members and his membership deemed to commence from the date on which his name is so entered."

Signature.

Menetay

To be signed by the Chairman, a Director, or the Secretary of the Company.

Note.—To be filed within 15 days after the passing of the Resolution(s).

[P.T.O.

Number of \ Company \ The Companies Act 1985

COMPANY LIMITED BY SHARES

Special Resolution

(Pursuant to s. 378 (2) of the Companies Act 1985)

OF

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND

15th November Passed

At an Extraordinary General Meeting of the above-named Company, duly convened, and held at 105 St. Vincent Street. Glasgow, G2 5EQ

on the 15th day of SPECIAL DESOLUTION

November

, 19 85 the subjoined

duly passed, viz.:-

RESOLUTION

That Article 6 be deleted and a new article substituted as follows:-

6. "Every Member shall, as from the date that his name is entered on the Register and every anniversary of that date, pay the Union an Annual Subscription of such sum as the Council may prescribe and every Subscription shall be payable in advance or in such manner as the Council may agree. Council shall have power from time to time to impose an entrance fee and thereafter to abolish the same."

the Chairman. Director, or the Secretary

Note.—To be filed within 15 days after the passing of the Resolution(s).

[P.T.O.

OYEZ The Solicitors' Law Stationery Society plc, Oyez House, 237 Long Lane, London SEI 4PU

1985 Edition F5034 5-85

The Companies Act 1985

COMPANY LIMITED BY SHARES

Special Resolution

(Pursuant to s. 378 (2) of the Companies Act 1985)

OF

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND

Passed 15th November , 19 85

AT an ENTWACEDINARY GENERAL MEETING of the above-named Company, duly convened, and held at 105 St. Vincent Street, Glasgow, G2 5EQ

, 1985, the subjoined on the 15th day of November duly passed, viz.:-SPECIAL RESOLUTION

RESOLUTION

That Article 8 be altered and the word "payments" beinserted after the word "subscription" in the first line."

To be signed by the Chairman, a Director, or the Secretary of the Company.

Note.—To be filed within 15 days after the passing of the Resolution(s).

iP.T.O.



COMPANIES FORM No. 30(5)(c)

Declaration on change of name omitting "limited" or its Welan equivalent



Please do not write in this margin	Pursuant to section 30(5)(c) of the Companies Act 1985			
Please complete legibly, preferably in black type, or bold block lettering	Name of company	For official use	Company number	
*Insert full name of company	. THE MEDICAL AND DENTAL DEFEN	ICE UNION OF SCOTLAND LI	IMITED	
Or company		كالتصارية والمراجعة والمراجعة والمراجعة		
	, IAN GRAHAME SIMPSON,			
	of			
1Delete as appropriate	[a:director][the secretary]fof_The_Medi			
	do salemnly and sincerely declare that the above Act.			
	And I make this solemn Declaration con Statutory Declarations Act 1835.	scientiously believing the sam	e to be true and by virtue of the	
	Declared atGlasgow		Declarant to sign below	
			lon (. Jam.)	
	the Twenty third day of			
	One thousand nine hundred and eigh			
	before me Colin William McCull)	
	A Commissioner for Uaths or No		1: 1	
	the Peage or Solicitor having the	powers conferred on a	(in in Chalet	
	Commissioner for Oaths.		Tolog Phile, Chayon	
			William Commence	
	Presentor's name, address and reference (if any): Brown Mair Mackintosh &Co., 190 Bath Street, Glasgow, G2 4JE	For official use General Section	Post room	
	The Solicitors' Law Stationery Society plc. On	27 Crimscott Street, London S	E1 518 F5463 5 80	
	The Solicitors' Law Stationery Society pict. Of	to a security of the second of	5017995	

The Companies Act 1985

CCHPANY LIMITED BY GUARANTEE

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND LIMITED

Special Resolution passed on Friday 17th November, 1989

AT the Annual General Heeting of the Union held on Friday, 17th November, 1989, the following resolution was duly passed as a Special Resolution:

THAT the Memorandum be altered as follows

- (a) by renumbering Clause 4 as Clause 5.
- (b) by the addition of new Clauses 4 and 6 as set out in Clauses 4 and 6 of the Circular Letter dated 16th October, 1989 accompanying the Notice convening the Annual General Heeting at which this Resolution is proposed.
- (c) subject to any directions by the Secretary of State to the contrary by changing the name of the Union to "The Medical and Dental Defence Union of Scotland".

Signed	Anches Allen	(Chairman)
	lan C. Simple	(Secretary)

The Companies Act	19	185
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COMPANY LIMITED BY GUARANTEE

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND LIMITED

Special Resolution passed on Friday 17th November, 1989

AT the Annual General Meeting of the Union held on Friday, 17th Movember, 1989, the following resolution was duly passed as a Special Resolution:

THAT the Memorandum with respect to the objects of the Union be altered by the deletion of sub-paragraphs (A) to (G) inclusive of Clause 3 and substitute instead sub-paragraphs (A) to (E) (inclusive) as set out in Clause (3) of the draft Memorandum set out on Page 4 of the Circular Letter dated 16th October, 1989 accompanying the Motice convening the Annual General Meeting at which this Resolution is proposed.

Signed (Chairman)

The Companies Act 1985

COMPANY LIMITED BY GUARANTEE

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND LIMITED

Special Resolution passed on Friday 17th November, 1989

AT the Annual General Meeting of the Union held on Friday, 17th November, 1989, the following resolution was duly passed as a Special Resolution:

THAT the draft Articles of Association set out on Pages 6 to 13 (inclusive) of the Circular Letter dated 16th October, 1989 accompanying the Notice convening the Annual General Meeting at which this Resolution is proposed be adopted as the Articles of Association of the Union to the exclusion of the existing Articles.

Signed Chairman (Chairman)

(Chairman)

(Secretary)



MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND

Registered Office 144 West Cearge Street Glasgow G2 2HW Telephone 041-332 6646 Fax 041-332 6771 24 hour Ansaphone

The Registrar of Companies, Companies House, 100-102 George Street, EDINBURGH EH2 3DJ.

28th November 1989.

Our Ref: 2/50 ILS.SB Your Ref:

Dear Sir,

Company Number 5093

With reference to our Annual General Meeting which was held on Friday 17th November I have to advise you that the Annual Return will be made up to 1st December and lodged with you shortly thereafter.

Three special resolutions were passed at the meeting and I enclose the relative special resolution forms signed by our Chairman and the Secretary. I also enclose the circular letter from the Chairman to all members of the Union and you will note that the proposed new Memorandum of Association is detailed on pages 4 and 5 and the proposed new Assicles of Association are detailed on pages 6-13 (inclusive). I also enclose the Annual Report and you will note that on page 3 the various resolutions to be put to the meeting are detailed therein.

With regard to the deletion of the word "limited" I enclose form no. 30(5)(c) duly completed and signed by our Secretary before a Notary Public. You will note that in the special resolution no. 2 it was stated that the change of name was subject to any directions by the Secretary of State to the contrary and it would be appreciated if you could confirm that there were no directions to the contrary as soon as possible so that we can proceed with the printing of the new Articles of Association. If you require a copy of the new Articles in addition to what I have enclosed please let me know and I shall arrange to let you have a copy as scon as possible.

Yours faithfully,

Ian L. Stevenson

Controller of Finance

STORY TO A LONG STORY OF STANDARD STAND TREPORTS SMILL CARRIES I AND RESIDENCE SOMEON DESIGNATION OF THE PROPERTY OF T Access ANY MILIBERT, SPERRITARIES - WRI Mathe von DIECKE MILIBERT ACCESSION - Alexandra Schang belt MR Child Chila DENTAL SECRETARIES THROUGH MINIBALDS IM WERREN LDS RIPS



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company Number

5093

I hereby certify that

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND LTD.

having by special resolution changed its name, is now incorporated under the name of

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND

Signed at Edinburgh

11 DECEMBER 1989

Registrar of Companies



NOTICE OF ILLEGIBLE DOCUMENT ON THE MICROFICHE RECORD

Companies House regrets that the microfiche record for this company contains some data which is illegible.

The poor quality has been noted but unfortunately the steps taken to improve the quality have been unsuccessful.

Companies House would like to apologise for any inconvenience this may cause.

The Companies Act 1985

COMPANY LIMITED BY GUARANTEE

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND LIMITED

Special Resolution passed on Friday 17th November, 1989

AT the Annual General Meeting of the Union held on Friday, 17th November, 1989, the following resolution was duly passed as a Special Resolution:

THAT the draft Articles of Association set out on Pages 6 to 13 (inclusive) of the Circular Letter dated 16th October, 1989 accompanying the Notice convening the Annual General Meeting at which this Resolution is proposed be adopted as the Articles of Association of the Union to the exclusion of the existing Articles.

Signed Chairman (Chairman)

(Chairman)

(Secretary)



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Company Number

5093

I hereby certify that

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND LTD.

having by special resolution changed its name, is now incorporated under the name of

THE MEDICAL AND DENTAL DEFENCE UNION OF SCOTLAND

Signed at Edinburgh

11 DECEMBER 1989

Registrar of Companies