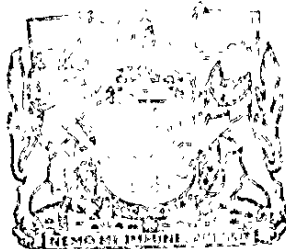


(DUPLICATE FOR THE FILE)

No. 46617.



CERTIFICATE OF INCORPORATION

I *Thereby Certify*

that Olscot Limited

is this day incorporated under the Companies Act, 1948, and that this Company
is LIMITED.

SIGNED by me at Edinburgh, this Twenty-seventh day of

May One Thousand Nine Hundred and Sixty-nine

J. S. L. Smith
Registrar of Companies

Certificate
received by

Date

THE COMPANIES ACTS 1948 to 1967

Declaration of Compliance

with the requirements of THE COMPANIES ACT 1948,
when applying for Registration of a Company.

NAME OF
COMPANY

OLSON

Limited

(Pursuant to Section 15(2) of the Companies Act 1948)

PRESENTED BY

LEWIS, COATES & LUCAS LTD.

Company Registration Agents (Scottish Office)

10 Melville Street, GLASGOW, S.W. 1

Presentor's Reference



LEWIS, COATES & LUCAS LTD

Law and Company Agents

Law Stationers and Printers

AMBERLEY HOUSE, 12 NORFOLK STREET, STRAND, LONDON W.C.2.

also

6-9 SURREY STREET, STRAND, LONDON W.C.2.

Telephone 01-836 6927/8

Telex 262687 WCOA1ES LDN

02105

DECLARATION
OF COMPLIANCE

[Pursuant to Section 15 (2)
of the Companies Act 1948]

I, JAMES MC BRUGALL

of 17, TANER AVE

SIMSKILL

GLASGOW, S. 4

do SOLEMNLY AND SINCERELY DECLARE that I am

(In Scotland delete of the
Supreme Court)

~~(a) a Solicitor of the Supreme Court engaged in the formation~~

(a) Delete the two alternatives
not applicable.

(a) a person named in the Articles of Association as a Director

~~(a) a person named in the Articles of Association as Secretary~~

of

.....

.....

OLSCOT Limited

and that all the requirements of the Companies Act 1948

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.

DECLARED at Glasgow

James McBrugall

the 13th day of May

19 69

Before me,

Neil McBrannin Notary Public

A Commissioner for Oaths

(or Notary Public or Justice of the Peace)

THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES.

Memorandum of Association

OF



OISCOT LIMITED

1. The name of the Company is "OISCOT LIMITED".
2. The Registered Office of the Company will be situate in Scotland.
3. The objects for which the Company is established are :-
 - (a) (1) To carry on business as cleaners and renovators of the interior and exterior walls, floors and structure of shops, offices, hospitals and other premises and buildings of all descriptions and of ships and aircraft.
 - (2) To carry on business as builders, decorators and contractors, builders merchants, sanitary and electrical engineers, wireless installers, plumbers, gas and hot water fitters, heating consultants, surveyors and land and estate agents.
 - (3) To manufacture, buy, sell, treat, import, export and otherwise deal in (both wholesale and retail) all kinds of plant, machinery, apparatus, tools, utensils, commodities and articles necessary or useful for carrying on any of the above businesses or usually dealt in by persons engaged therein.

- (b) To carry on any other business, whether subsidiary or not, which can in the opinion of the Company be carried on conveniently or advantageously in connection with the business of the Company.
- (c) To acquire and undertake upon such terms as the Company shall deem expedient the whole or part of the undertaking, assets or liabilities of any person or body owning any business within the objects of the Company, or whose business, or any part of whose business, may conveniently or advantageously be combined with the business of the Company, or any of whose property is suitable for the purposes of the Company.
- (d) To purchase, take on lease, hire or otherwise acquire and hold any lands, hereditaments, buildings, plant, machinery, goods, chattels, or real or personal property of any kind, or any right or interest therein or thereover (and whether in possession or reversion or remainder) which the Company may think desirable in connection with its business.
- (e) To acquire in such manner and upon such terms as the Company shall think fit, secret processes, inventions, patents, copyrights, designs or trade marks or any interest therein, the acquisition of which shall seem beneficial to the Company.
- (f) To construct, alter, remove or replace any buildings, erections, structures, roads, railways, reservoirs, machinery, plant, or tools, or works of any description, or to contribute to the costs thereof, as may seem desirable in the interests of the Company.
- (g) To enter into partnership or amalgamate with any person or body for the purpose of carrying on any business or transaction within the objects of the Company, and to enter into such arrangements for co-operation, sharing profits, losses, mutual assistance, or other working arrangements as may seem desirable.
- (h) To manage, develop, sell, lease, mortgage, grant licences or rights of, in, or over, or otherwise turn to account, any property or assets of the Company.

- (i) To borrow or raise money in such amounts and manner and upon such terms as the Company shall think fit, and, when thought desirable, to execute and issue security of such kind, subject to such conditions, for such amount, and payable in such place and manner, and to such person, as the Company shall think fit, including in the power aforesaid (and without prejudice to its terms) the power to issue as primary, or collateral, or other security, debentures, debenture stock (perpetual or otherwise), mortgages, charges or securities over the whole or any part of its assets, present or future (including uncalled capital), as the Company shall think fit.
- (j) To receive loans at interest or otherwise, from and to lend money and give credit to, and to guarantee and become or give security for the performance of contracts by, and act as bankers for, any person or company, where the so doing may seem advantageous or desirable in the interests of the Company.
- (k) To invest, lend, or otherwise deal with un-employed moneys, in such manner, and upon such terms, as may be thought fit, and to vary investments.
- (l) To acquire and hold, sell, mortgage, or deal with the shares, stock, bonds, debentures or securities of or in any other company or body (whether such Shares or securities be fully paid or not) where the so doing may seem desirable in the interests of the Company.
- (m) To draw, accept, endorse, issue, or execute promissory notes, bills of exchange, bills of lading, warrants, and other negotiable, transferable, or mercantile instruments.
- (n) To procure any company to acquire the whole or part of the assets or liabilities of the Company, or for any other purpose which may seem desirable in the interests of this Company, and to subscribe, acquire, underwrite, or place, or assist in so doing, the whole or part of the Shares or securities of such Company.

- (o) To pay gratuities or pensions or allowances on retirement to any directors who have held any other salaried office or place of profit with the Company or to their widows or dependants and to make contributions to any fund and to pay premiums for the purchase or provision of any such gratuity, pension or allowance and to promote or assist, financially whether by way of contributions, donations, the payment of premiums or otherwise, any fund or scheme for the benefit, wholly or in part, of directors, ex-directors, or employees, or ex-employees, of the Company, or their dependants or relatives, or for charitable purposes generally.
- (p) To remunerate employees and servants of the Company and others out of or in proportion to the returns or profits of the Company or otherwise as the Company shall think fit; and to promote and give effect to any scheme or arrangement for sharing profits with employees, whether involving the issue of shares or not.
- (q) To pay for any property or assets acquired by the Company by the issue of fully or partly paid Shares of the Company, with or without any preferred or special rights or privileges, or by the issue of debentures or other securities, with or without special rights or privileges.
- (r) To pay the costs and expenses of or incidental to the promotion and establishment of the Company, or to contract for the payment of the same in whole or in part by others.
- (s) To aid, financially or otherwise, any association or body having for an object the promotion of trade or industry.
- (t) To act as or through trustees, agents, secretaries, managers, brokers or sub-contractors, and to perform the duties of any office undertaken by the Company.
- (u) To sell or otherwise dispose of the undertaking and assets of the Company, or any part thereof, for any consideration thought fit, and in particular for Shares, debentures or other securities of other companies.

- (v) To procure the Company to be registered or recognised in any overseas country or place, and to exercise any of the objects or powers aforesaid in any part of the world.
- (w) To distribute among the Members any assets of the Company in specie, but so that no such distribution which would amount to a reduction of capital shall be made without such sanction (if any) as may be required by law.
- (x) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.
- (y) The objects set forth in any sub-clause of this clause shall not, except where the context so requires, be limited or restricted by reference to or inference from any other sub-clause or by the name of the Company, and none of such sub-clauses shall be deemed to be subsidiary merely to the first or any other sub-clause, but the objects specified in each sub-clause shall, except where the context otherwise requires be deemed to be main objects of the Company.

4. The liability of the Members is limited.

5. The Share Capital of the Company is £1,000 divided into One thousand Shares of One pound each. Subject and without prejudice to any special rights or privileges for the time being attached to any special class of issued shares, any of the shares in the original capital of the Company for the time being unissued, and any new Shares from time to time created, may be issued with any preference, whether in respect of dividend or of repayment of capital, or both, or with any other special privilege or advantage over any other Shares previously issued, or then about to be issued, and with any special or restricted rights or without any right of voting or otherwise, and generally on such terms and subject to such conditions and provisions as may from time to time be determined by the Company, and if at any time the capital of the Company shall be divided into Shares of different classes, the rights attached to any class shall not be varied except in accordance with the provisions of Clause 4 of Part I of Table "A" in the First Schedule to the Companies Act 1948.

WE, the several persons whose names, addresses and descriptions 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.
<p>JAMES MC. DOUGALL 17. TAVARA AVENUE. SINSHILL. GLASGOW. S. 4 ACCOUNTANT</p> <p><i>James Mc Dougall</i></p>	<p>One.</p>
<p>FIONA ANN WEBSTER 21 DARROCH WAY. CUMBERNAULD. DUNBARTONSHIRE MARRIED WOMAN.</p> <p><i>F. A. Webster</i></p>	<p>One</p>

DATED the thirteenth day of MAY 1969.
WITNESS to the above Signatures :-

E. Grosbie Witness
22 Annetts Street
Glasgow. S. 2.

Clerkess.

COMPANY LIMITED BY SHARES



Articles of Association

— OF —

OLSCOT LIMITED

PRELIMINARY

1. Subject as hereinafter provided, the regulations in Table "A" (Part 1) in the First Schedule to the Companies Act 1948 shall apply to the Company, and such Table is hereinafter referred to as Table "A".

2. The Company is registered as a Private Company within the meaning of Section 28 of the Companies Act 1948, which is hereinafter referred to as "the Act", and accordingly :-

- (A) The right to transfer Shares is restricted in manner hereinafter provided.
- (B) The number of the Members of the Company (not including persons who are in the employment of the Company and persons who, having been formerly in the employment of the Company, were while in such employment, and have continued after the determination of that employment to be, Members of the Company) is limited to fifty. Provided that where two or more persons hold one or more Shares in the Company jointly, they shall, for the purpose of this Article, be treated as a single person.
- (C) Any invitation to the Public to subscribe for any Shares or debentures of the Company is prohibited.

- (D) The Company shall not have power to issue share warrants to bearer.

SHARES

3. Subject to the provisions of Clause 2 hereof the Shares of the Company shall be allotted by the Directors to such persons at such times and upon such terms and conditions and either at a premium or at par as they think fit, and with full power to give to any person the call of any Shares either at par or at a premium during such time and for such consideration as the Directors think fit.

LIEN

4. The Company shall have a lien on every Share, whether fully paid or not, and whether registered in the name of one or more Members, and accordingly in Clause 11 of Table "A" the words "not being a fully paid Share" and "other than fully paid Shares" shall be omitted; and the words "a single person" shall be deleted and the words "any Member, whether alone or jointly with other Members" shall be substituted therefor.

CALLS ON SHARES

5. In Clause 15 of Table "A" the words "provided that no call shall exceed one-fourth of the nominal value of the Share or be payable at less than one month from the date fixed for the payment of the last preceding call" shall be omitted.

TRANSFER AND TRANSMISSION OF SHARES

6. In Clause 22 of Table "A" the words "except as provided by sub-paragraph (4) of paragraph 2 of the Seventh Schedule to the Act" shall be omitted.

7. The following provision shall have effect and shall be added after Clause 23 of Table "A", viz:-

23.(A) Any Share may be transferred by a Member to his or her wife or husband, descendant, parent, brother or sister, or to a person who is already a Member of the Company. Any share may also be transferred by the person entitled to transfer the same to the Trustees of the Will of a deceased Member or to a new Trustee for the purpose of effectuating the appointment of a new trustee or to the legatee or next-of-kin of a deceased Member or to a beneficiary under a trust created by a deceased Member.

8. The Directors may in their absolute discretion and without assigning any reason therefor decline to register any transfer of Shares, whether fully paid or not, not being a transfer to a person who is already a Member of the Company or to a transferee under Clause 7 hereof. Clause 24 of Table "A" shall not apply.

CONVERSION OF SHARES INTO STOCK

9. Clauses 40 to 43 inclusive of Table "A" shall not apply.

GENERAL MEETINGS

10. In Clause 49 of Table "A" the words "one Member" shall be substituted for the words "two Members".

PROCEEDINGS AT GENERAL MEETINGS

11. Two Members present in person or by proxy shall form a quorum and Clause 53 of Table "A" shall be modified accordingly.

12. One Member present in person or by proxy may demand a poll and Clause 58 of Table "A" shall be deemed to be altered and modified accordingly.

13. Subject to the provisions of the Act a Resolution in writing signed by all the members for the time being entitled to receive notice of and to attend and vote at general meetings (or being corporations by their duly authorised representatives) shall be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

DIRECTORS

14. Clause 75 of Table "A" shall not apply, and the following Clause shall be substituted therefor, viz :-

75. The number of Directors shall not be less than two nor more than five, but the Company in General Meeting may reduce or increase these limits. The first Directors shall be JAMES McDOUGALL and FIONA ANN WEBSTER.

POWERS AND DUTIES OF DIRECTORS

15. Clause 79 of Table "A" shall not apply, and the following Clause shall be substituted therefor :-

79. The Directors may at their own discretion and upon such terms in all respects as they think fit raise or borrow money for the purposes of the Company's business and may mortgage or charge the whole or any part of the assets and property of the Company (present or future) including its uncalled or unissued capital, and may issue debentures, debenture stock, mortgages or other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

DISQUALIFICATIONS OF DIRECTORS

16. Clause 88 of Table "A" shall not apply, and the following Clause shall be substituted therefor :-

88. The office of Director shall be vacated if the Director :-

- (A) Fails to obtain his qualification (if any) within one month from the date of his appointment or thereafter ceases at any time to hold his qualification.
- (B) Becomes bankrupt or suspends payment or compounds with his creditors.
- (C) Becomes prohibited from being a Director by reason of any Order made under Section 188 of the Companies Act 1948.
- (D) Is found lunatic or becomes of unsound mind.
- (E) Is absent from Directors' meetings for six calendar months without reasonable excuse and without the consent of the other Directors and they resolve that he vacate office.
- (F) Resigns his office by notice in writing to the Company.

ROTATION OF DIRECTORS

17. In Clause 89 of Table "A" the words "all the Directors shall retire from office" shall be deleted.

PROCEEDINGS OF DIRECTORS

18. Clause 106 of Table "A" shall not apply, and the following Clause shall be substituted therefor:-

106. A resolution determined on without any meeting of Directors and evidenced by writing signed by all the Directors for the time being entitled to receive notice of a meeting of Directors, or all the members of a Committee shall be as valid and effectual as a resolution duly passed at a meeting of the Directors or of such Committee, as the case may be.

INDEMNITY

19. Every Director, Managing Director, Agent, Auditor, Secretary and other Officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities (including any such liability as is referred to in Section 205 of the Companies Act, 1948) which he may sanction or incur in or about the execution of his duties of office or otherwise in relation thereto, and no Director or other Officer shall be liable for any loss, damage or misfortune which may happen to or be incurred by the Company in the execution of the duties of his office or in relation thereto. This Article shall only have effect so far as its provisions are not avoided by the said Section.

ACCOUNTS

20. In Clause 126 of Table "A" after the words "157 of the Act" shall be added the words "and sections 16 to 22 inclusive of the Companies Act 1967".

AUDIT

21. In Clause 130 of Table "A" the words "162 of the Act" shall be deleted and the words "161 of the Act and Sections 13 and 14 of the Companies Act 1967" shall be substituted therefor.

Names, Addresses and Descriptions of Subscribers.

JAMES Mc. DOUGALL. 17, TANERD AVENUE. SIMSHILL. GLASGOW. S.4

(ACCOUNTANT)

James Mc Dougall

FIONA ANN WEBSTER. 21 BARROCH WAY. COMMERNAULD.

DUNBARTONSHIRE.

(MARRIED WOMAN)

F.A. Webster

DATED the *thirteenth* day of MAY. 1969.

WITNESS to the above Signatures :-

E. B. Crosbie witness
22 Annette Street
Glasgow. S2

W. Clarke

THE COMPANIES ACTS 1948 to 1967

Statement of the Nominal Capital

NAME OF
COMPANY

..... OLSCOT
.....
..... Limited

PRESENTED BY

..... LEWIS, COATES & LUCAS LTD.
..... Company Registration Agents (Scottish Office)
..... 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100
.....

..... *Presentor's Reference***LEWIS, COATES & LUCAS LTD**Law and Company Agents
Law Stationers and Printers

AMBERLEY HOUSE, 12 NORFOLK STREET, STRAND, LONDON W.C.2.

also

6-9 SURREY STREET, STRAND, LONDON W.C.2.

Telephone 01 836 6927/8

Telex 262687 (LEWCOATES LDN)

021000

STATEMENT
OF THE
NOMINAL CAPITAL



.....
.....
..... OLSCOT Limited

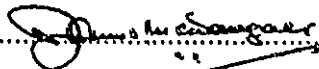
THE NOMINAL CAPITAL of the above named Company

is £ 1000

divided into 1000 shares

of ONE POUND each

Signed



State whether Director or Secretary

DIRECTOR

Dated the thirteenth day of MAY 19 69 .

.....
(The Stamp Duty on the Nominal Capital is Ten Shillings for every
£100 or fraction of £100.)

THIS MARGIN IS RESERVED FOR BINDING

14

THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

of

OLSCOT LIMITED

WE, the undersigned, being all the members for the time being of Olscot Limited entitled to receive notice of and to attend and vote at meetings of that Company, hereby resolve as follows, viz:-

That the capital of the Company be increased to £10,000 by the creation of 9,000 Shares of £1 each to rank pari passu in all respects with the existing Shares in the capital of the Company.

Alan Brown

Sam J Gilchrist

Glasgow 28th APRIL 1972

THE COMPANIES ACTS 1948 to 1967

COMPANIES
REGISTRATION

* DELETE and
Statement in
cases where
SEPARATE
note as is
necessary; see
overleaf for notes.

Notice and Statement* of Increase in Nominal Capital

To the REGISTRAR OF COMPANIES

Insert name
of Company.

OLSCOT

Limited, hereby gives you notice, pursuant to Section 63 of the Companies
Act 1948, that by an† Ordinary Resolution of the Company
dated the day of 1972 the nominal capital
of the Company has been increased by the addition thereto of the sum of
£ 9,000 beyond the registered capital of £ 1,000

† State whether
Ordinary or
Extraordinary
or Special
Resolution.

The additional capital is divided as follows :—

Number of Shares

Class of Share

Nominal amount
of each share

9,000

Ordinary

£1

The conditions (e.g., voting rights, dividend rights, winding-up rights,
etc.) subject to which the new shares have been, or are to be, issued are as
follows :—

*. * If any of the new shares are Preference Shares state whether they are redeemable or not. If the space below is insufficient
the conditions should be set out separately by way of annexure.

To rank pari passu in all respects with the
existing Shares in the capital of the Company

Signature..... *Henry Brown*

State whether Director) Director
or Secretary)

Dated the 20th day of APRIL 1972

Presented by

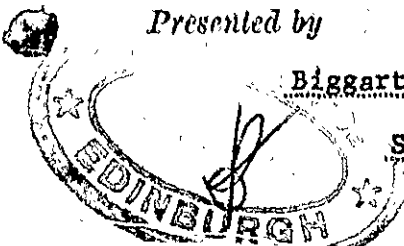
Presentor's Reference. RIDA/665

Biggart, Lumsden & Co.,

Solicitors,

105 West George Street

Form No. 10/10A



Margin reserved for binding

NO. OF COMPANY - 46617/21

"THE COMPANIES ACTS 1948 TO 1967"

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

Pursuant to the Companies Act 1948, Section 141

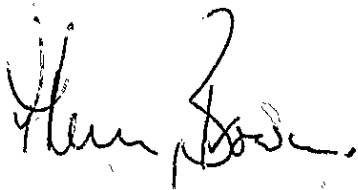
of

OLSCOT LIMITED

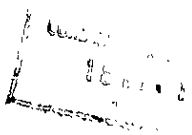
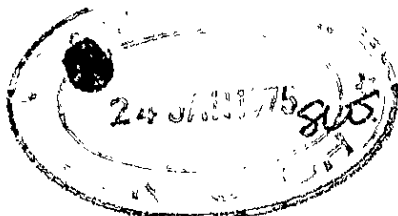
passed 1st November, 1974.

At an EXTRAORDINARY GENERAL MEETING of the Members of the above named Company, duly convened and held at 46 North Hanover Street, Glasgow in the County of The City of Glasgow, on the 1st day of November, 1974, the following ORDINARY RESOLUTION was passed:-

That the capital of the Company be increased by the creation of ten thousand ORDINARY (10,000) shares of one pound each, such new shares to rank pari passu with the existing shares in all respects.



DIRECTOR



Number of
Company

46617

29

39

The Companies Acts 1948 to 1967

COMPANY LIMITED BY SHARES

Special Resolution

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

OF

OLSCOT

LIMITED

Passed 11 December , 1975.

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at
112 West George Street, Glasgow

on the 11th day of December , 1975, the subjoined
~~XXXXXX~~ RESOLUTION was duly passed, viz.:—
ORDINARY RESOLUTION

"The authorised capital of the company be increased from £20,000 to £40,000. The new shares thus created to rank *pari passu* in all respects with the existing authorised shares and the sum of £20,000 presently standing to the credit of revenue reserve be utilised in paying up in full 20,000 shares in the company and the said shares be issued to existing shareholders on the basis of one share for each share presently held."

Signature

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

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

No. of Company 46617 / 30
29

THE COMPANIES ACTS 1948 TO 1967

Notice of increase in nominal capital

Pursuant to Section 63 of the Companies Act 1948

To the Registrar of Companies

Name of Company Olscot Limited*

hereby gives you notice that by ordinary ~~extraordinary~~ ~~special~~ ** resolution of the company dated the
11th December, 1975, the nominal capital of the company has been increased by the
addition thereto of a sum of £ 20,000 beyond the registered capital of £ 20,000

The additional capital is divided as follows:-

Number of shares	Class of share	Nominal amount of each share
<u>20,000</u>		<u>£1</u>

The conditions (e.g. voting rights, dividend rights, winding up rights, etc.) subject to which the new shares have been or are to be issued are as follows:-

(If any of the shares are preference shares state whether they are redeemable or not)

The above shares are to rank pari passu with the existing ordinary share capital of £20,000

Signed [Signature]

State whether
Director or Secretary Secretary

Date 17th January 1976

* Delete "Limited" if not applicable

** Delete as necessary

(see notes overleaf)

Presented by:

Presenter's reference:

Form No. 10

Number of
Company } 46617 / 39

The Companies Acts 1948 to 1967

COMPANY LIMITED BY SHARES
ORDINARY

XXXXXXXXXX
~~Special~~ Resolution
XXXXXXXXXX

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

OF

Olscot

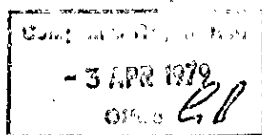
LIMITED

Passed 31st January, 1979.

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at, 112 West George Street, Glasgow, G2 1QF.

on the 31st day of January, 1979, the subjoined
~~XXXXXX~~ RESOLUTION was duly passed, viz. :—
Ordinary RESOLUTION

"The sum of £60,000 presently standing to the credit of revenue reserve be utilised in paying up in full 60,000 shares in the company and the said shares be issued to existing shareholders on the basis of three shares for two shares presently held".



Signature

Director

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

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

Oyez Publishing Limited, Norwich House, 11/13 Norwich Street,
London EC4A 1AB, a subsidiary of The Solicitors' Law Stationery Society,
Limited

Companies 7

F23482 1/77
★★★★

Number of }
Company } 46517 / 41

The Companies Acts 1948 to 1967

COMPANY LIMITED BY SHARES

ORDINARY

~~XXXXXX~~ Resolution

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

OF

Olscot

LIMITED

Passed 31st January, 1979

AT AN EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at, 112 West George Street, Glasgow, G2 1QF.

on the 31st day of January, 1979, the subjoined
~~SPECIAL~~ RESOLUTION duly passed, viz.:--
Ordinary

RESOLUTION

"The authorised capital of the company be increased from £40,000 to £100,000. The new shares thus created to rank pari passu in all respects with the existing authorised shares".

Signature

Director

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

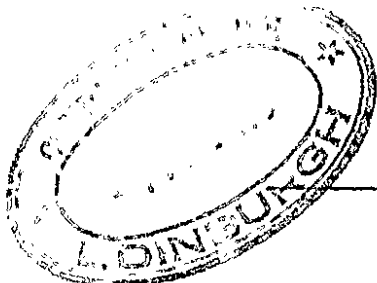
Note.—To be filed within 15 days after the passing of the Resolution(s).

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Limited

Companies 7

FD3482. 1/77

COMPANIES REGISTRATION
23 APR 1979
OFFICE



No of Company 46617 / 72

THE COMPANIES ACTS 1948 TO 1967

Notice of increase in nominal capital

Pursuant to Section 63 of the Companies Act 1948

To the Registrar of Companies

Name of Company OLSCOT Limited*

hereby gives you notice that by ordinary/extraordinary/special** resolution of the company dated the
31 JANUARY 1979, the nominal capital of the company has been increased by the
addition thereto of a sum of £ 60,000 beyond the registered capital of £ 40,000

The additional capital is divided as follows:-

Number of shares

Class of share

Nominal amount of each share

60000

ORDINARY

ONE POUND

The conditions (eg voting rights, dividend rights, winding up rights, etc.) subject to which the new shares have been
or are to be issued are as follows:-

(If any of the shares are preference shares state whether they are redeemable or not)

Signed..... [Signature]

State whether
Director or Secretary..... DIRECTOR

Date 31 JANUARY 1979

*Delete "Limited" if not applicable
**Delete as necessary

(see notes overleaf)

Presented by:

THORNTON BAKER
112 WEST GEORGE ST
GLASGOW

Presenter's reference:

W2 1023 / J M C D



Form No. 10

Number of } 46617 / 52
Company }

The Companies Acts 1948 to 1976

COMPANY LIMITED BY SHARES

ORDINARY

Special Resolution

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

OF

OLSCOT

LIMITED

Passed 12 May, 1982.

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at 180 Riverford Road, Glasgow, G43 2DE

on the 12th day of May, 1982, the subjoined
~~XXXXXX~~ RESOLUTION was duly passed, viz.:—
Ordinary

RESOLUTION

"The authorised capital of the company be increased from £100,000 to £1,000,000 by the creation of 900,000 ordinary shares of £1 to rank pari passu in all respects with the existing authorised shares."

Signature

Director

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

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

THE COMPANIES ACTS 1948 TO 1976

Notice of increase in nominal capital

Pursuant to section 63 of the Companies Act 1948

10

Please do not
write in this
blinding marginPlease complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use Company number

53

46617

Name of Company

OLSCOT

Limited

hereby gives you notice in accordance with section 63 of the Companies Act 1948 that by [ordinary]
[~~extraordinary~~ (special)] resolution of the company dated 12 May 1982

the nominal capital of the company has been increased by the addition thereto of the sum of
£ 900,000 beyond the registered capital of £ 100,000

A printed copy of the resolution authorising the increase is forwarded herewith
The additional capital is divided as follows:

Number of shares	Class of share	Nominal amount of each share
900,000	Ordinary	£1

(If any of the new shares are preference shares state whether they are redeemable or not)
The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new
shares have been or are to be issued are as follows:

Please tick here if
continued overleaf



Signed

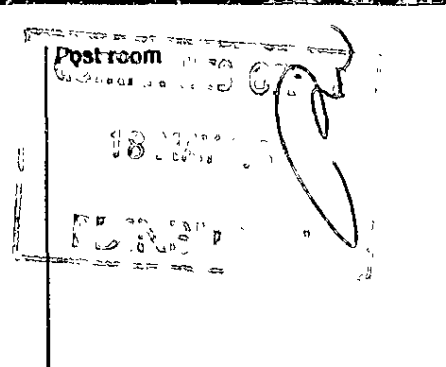
[Director] 12 May 1982

Presenter's name, address and
reference (if any):

Thornton Baker
112 West George Street
Glasgow G2 1QF

WC/O.0025/JAC

For official use
General section



delete as
appropriate

Number of
Company , 45617 / 55

The Companies Acts 1948 to 1976

COMPANY LIMITED BY SHARES
ORDINARY

~~Special~~ Resolution

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

OF

OLSCOT

LIMITED

Passed 12 May , 1982 .

AT an EXTRAORDINARY GENERAL MEETING of the above-named
Company, duly convened, and held at 180 Riverford Road,
Glasgow, G43 2DE

on the 12th day of May , 1982, the subjoined
~~XXXXXX~~ RESOLUTION was duly passed, viz. —
Ordinary

RESOLUTION

"The sum of £100,000 presently standing to the credit of revenue reserve
be utilised in paying up in full 100,000 shares in the company and the
said shares be issued to existing shareholders on the basis of one share
for each share presently held."

Signature .

Director

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

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

Number of
Company 46617 160

The Companies Acts 1948 to 1981

COMPANY LIMITED BY SHARES

Special Resolution

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

OF

Olscot

LIMITED

Passed 17 September, 19 84.

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at 180 Riverford Road, Glasgow, G43 2DE.

on the 17th day of September, 19 84 the subjoined SPECIAL RESOLUTION was duly passed, viz. :—

RESOL TION

"That the sum of £50,000 presently standing to the credit of reserves be utilised in paying up in full 50,000 ordinary shares of £1 each to rank pari passu with existing shares and the said shares to be issued to existing shareholders on the basis of one ordinary share for every four presently held."

MG
Signature

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

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

Number of } 46617
Company } 16.5.71

The Companies Acts 1948 to 1981

COMPANY LIMITED BY SHARES

Special Resolution

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

OF

Olscot

LIMITED

Passed 23 September, 1985.

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at 180 Riverford Road, Glasgow.

on the 23rd day of September, 1985 the subjoined SPECIAL RESOLUTION was duly passed, viz. :—

RESOLUTION

"That the sum of £150,000 presently standing to the credit of reserves be utilised in paying up in full £150,000 ordinary shares of £1 each to rank pari passu with existing shares and the said shares to be issued to existing shareholders on the basis of three ordinary shares for every five presently held".

Signature

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

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

Number of
Company

46617

71

The Companies Acts 1948 to 1981

COMPANY LIMITED BY SHARES

Special Resolution

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

OF

Oiscot

LIMITED

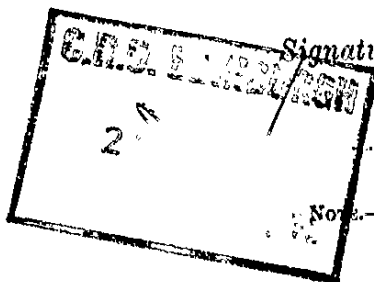
Passed 9 June , 1986 .

At an EXTRAORDINARY GENERAL MEETING of the above-named
Company, duly convened, and held at 180 Riverford Road, Glasgow,
G43 2DE.

on the th day of June , 19⁸⁶, the subjoined
SPECIAL RESOLUTION was duly passed, viz.:—

RESOLUTION

"That the sum of £100,000 presently standing to the credit of
reserves be utilised in paying up in full 100,000 ordinary
shares of £1 each to rank pari passu with existing shares and
the said shares to be issued to existing shareholders on the basis
of one ordinary share for every four presently held".



Signature

[Handwritten signature]

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

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

Number of } 46617
Company }

The Companies Acts 1948 to 1981

COMPANY LIMITED BY SHARES

Special Resolution

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

OF

Olscot

LIMITED

Passed 5 June , 1987 .

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at Dovehill Farm, 180 Riverford Road, Glasgow, G43 2DE.

on the Fifth day of June , 1987, the subjoined SPECIAL RESOLUTION was duly passed, viz.:—

RESOLUTION

That the Articles of Association of the Company be altered to insert a new Article to be denoted Article 22 as follows:

"For the purposes of, but subject always to the terms of the Companies Act 1985 and any statutory modification or re-enactment thereof, the Company shall have power and is hereby authorised to redeem or purchase any of its own shares and to make payments in respect of such redemption or purchase out of the distributable profits of the company or out of the proceeds of a fresh issue of shares made for the purposes of the redemption or purchase, or otherwise, as may be thought fit."

Signature

11 JUN 1987

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

DIRECTOR

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

Number of } 46617
Company }

The Companies Acts 1948 to 1981

COMPANY LIMITED BY SHARES

Special Resolution

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

OF

Olscot

LIMITED

Passed 5 June, 19 87.

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at Dovehill Farm, 180 Riverford Road, Glasgow, G43 2DE.

on the Fifth day of June, 1987, the subjoined SPECIAL RESOLUTION was duly passed, viz.:-

RESOLUTION

"That the Company shall offer to purchase 38,470 Ordinary Shares of £1 in the Company, presently owned by Iain Murdo Duff Macleod, at a price of £2 per share.

The offer to be open for acceptance for 30 days from the date of this resolution"

Signature

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

DIRECTOR.

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

G

COMPANIES FORM No. 169

**Return by a company purchasing
its own shares**

169

INFO. ONLY

Pursuant to section 169 of the Companies Act 1985

Please do not
write in
this margin

To the Registrar of Companies

For official use

Company number

Please complete
legibly, preferably
in black type, or
bold block lettering

Name of company

[] [] [] [] [] []

46617

* insert full name
of company

Olscot Limited

Note

This return must be
delivered to the
Registrar within a
period of 28 days
beginning with the
first date on which
shares to which it
relates were delivered
to the company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	Ordinary			
Nominal value of each share	£1			
Date(s) on which the shares were delivered to the company	5 June 1987			
Number of shares purchased	38,470			
Maximum prices paid \$ for each share				
Minimum prices paid \$ for each share				

A private company
is not required to
give this information

The aggregate amount paid by the company for the shares to which this return relates was:

\$ —

delete as
appropriate

Signed *[Signature]*

(Director)(Secretary)† Date *5 June 1987*

Presenter's name address and
reference (if any):

Grant Thornton,
Chartered Accountants,
112 West George Street,
Glasgow,
G2 1QF.

For official Use
General Section

Post room

G

COMPANIES FORM No. 169

Return by a company purchasing its own shares

169

Please do not
write in
this margin

Pursuant to section 169 of the Companies Act 1985

2339



Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

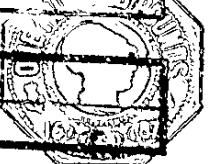
Company number

* insert full name
of company

Name of company

Olscoc Limited

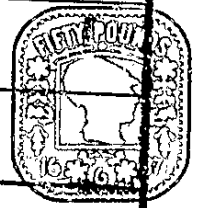
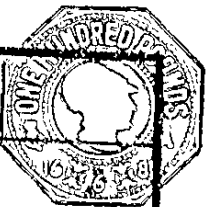
46617

**Note**

This return must be
delivered to the
Registrar within a
period of 28 days
beginning with the
first date on which
shares to which it
relates were delivered
to the company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	Ordinary			
Nominal value of each share	£1			
Date(s) on which the shares were delivered to the company	5 June 1987			
Number of shares purchased	38,470			
Maximum prices paid \$ for each share				
Minimum prices paid \$ for each share				



The aggregate amount paid by the company for the shares to which this return relates was:

\$ —



† delete as
appropriate

Signed

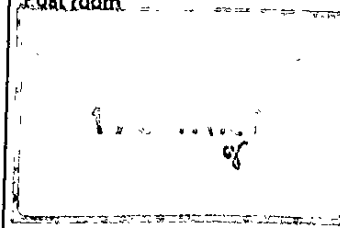
[Director][Secretary]† Date 5 June 1987

Presenter's name address and reference (if any):

Grant Thornton,
Chartered Accountants,
112 West George Street,
Glasgow,
G2 1QF.

For official Use
General Section

Post room



Number of } 46617
Company }

The Companies Acts 1948 to 1981

COMPANY LIMITED BY SHARES

Special Resolution

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

OF

OLSCOT

LIMITED

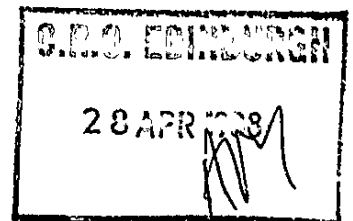
Passed 3rd March, 1988.

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at 180 Riverford Road, Glasgow, G43 2DE.

on the 3rd day of March, 1988, the subjoined
SPECIAL RESOLUTION duly passed, viz. :—

RESOLUTION

"That the sum of £38,470 presently standing to the credit of revaluation reserves be utilised in paying up in full 38470 ordinary shares of £1 each to rank pari passu with existing shares and the said shares to be issued to existing shareholders in proportion to their existing holdings".



Signature

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

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

46617

Chartered Accountants
The UK Member Firm of
Grant Thornton International

Grant Thornton

Our Ref AGHG/00250:3/UHG

The Company Secretary
Olscot Limited
Dovehill Farm
180 Riverford Road
GLASGOW
G43 2DE

20 December 1989

Dear Sir

In accordance with the Companies Act 1985 section 390, we wish to inform you of our intention to resign as auditors of Olscot Limited with immediate effect.

In our opinion there are no circumstances connected with our resignation which we consider should be brought to the notice of the members or creditors of the company.

A copy of this notice should be deposited with the Registrar of Companies within fourteen days of receipt.

Yours faithfully

Grant Thornton

PO Box 151
112 West George Street
Glasgow G2 1QF
Tel 041-332 7484
Telex 777726 Gf GLW-G
Fax 041-333 0581

Authorized by The Institute of
Chartered Accountants in England
and Wales to carry on investment
business. A list of partners may be
inspected at the above address and
at Grant Thornton House
Fleet Street London NW1 2EP



G

225(2)

Notice of new accounting reference date given after the end of an accounting reference period by an holding or subsidiary company or by a company subject to an administration order

Please do not write in this margin

Pursuant to section 225(2) of the Companies Act 1985 as amended by Schedule 13 to the Insolvency Act 1986

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies

For official use

Company number

--	--	--	--

4	6	6	1	7
---	---	---	---	---

Name of company

* Insert full name of company

*	O	L	S	C	O	T	L	I	M	I	T	E
---	---	---	---	---	---	---	---	---	---	---	---	---

Note
Please read notes 1 to 4 overleaf before completing this form

gives notice that the company's new accounting reference date on which the previous accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is

Day Month

1	6	0	3
---	---	---	---

† delete as appropriate

The previous accounting reference period of the company is to be treated as ~~shortened~~ [extended]† and ~~is to be treated as having come to an end~~ [will come to an end]† on

Day Month Year

1	6	0	3	1	9	9	4
---	---	---	---	---	---	---	---

If neither of these statements can be completed, the notice cannot be given.

If this notice is given by a company which is a subsidiary or holding company but which is not subject to an administration order, the following statement should be completed:

The company is a [subsidiary] ~~[holding company]~~† of

MITE CLEANING LIMITED

, company number 2108774

the accounting reference date of which is 16 MARCH

If this notice is given by a company which is subject to an administration order, the following statement should be completed:

An administration order was made in relation to the company on _____ and it is still in force.

‡ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed



Designation‡ SECRETARY

Date 26 OCT '93

PRINTED AND SUPPLIED BY
Jordan's
JORDAN & SONS LIMITED

Presentor's name address and reference (if any):

THE SECRETARY
THE STABLE BLOCK
BARLEY WOOD
WIRINGTON
AVON
BS18 7SA.
0934 862006

For official Use
General Section

Post room

