



CERTIFICATE OF CORPORATION

No. 55583

I hereby certify that

Seaforth Maritime (Highlander) Limited

is this day incorporated under the Companies Acts 1948 to 1967 and that the Company is Limited.

Given under my hand at Edinburgh the 2 May 1974

Registrar of Companies

Number of
Company }

12883

THE COMPANIES ACTS 1948 to 1967

DECLARATION of Compliance with the requirements of the
Companies Act 1948 on application for registration of a Company.

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

Insert the
Name of the
Company.

12883 LIMITED (11888888)

LIMITED

Presented by

Presenter's Reference RD/CJ

R. W. Davidson

Solicitor

101 West George Street, Glasgow G2 2L

Form No. 41
(No filing fee payable)

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PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

I, _____

of _____

(a) Here insert:
"Solicitor of the
"Supreme Court"
(or in Scotland "a
Solicitor") engaged
"in the formation"

or
"A person named
"in the Articles of
"Association as a
"Director or
"Secretary".

Do solemnly and sincerely declare that I am ("_____")

_____ a Solicitor engaged in the formation:

of _____ (INCORPORATED IN THE UNITED KINGDOM OF GREAT BRITAIN)

_____ 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 _____

the _____ day of _____

one thousand nine hundred and

Before me,

J. R. Miller

A Commissioner for Oaths [or Notary Public or Justice of the Peace]

John David
Solicitor, Glasgow

Notary Public

Note.—This margin is reserved for binding and must not be written across.

COMPANY LIMITED BY SHARES.

MEMORANDUM

and

ARTICLES of ASSOCIATION
of

SEAFORTH MARITIME (HIGHLANDER) LIMITED

Anderson, Fyfe, Stewart & Young,
Solicitors,
GLASGOW G2 2LN

COMPANY LIMITED BY SHARES

MEMORANDUM of ASSOCIATION
of
SEAFORTH MARITIME (HIGHLANDER) LIMITED

1. The name of the Company is "SEAFORTH MARITIME (HIGHLANDER) LIMITED"
2. The registered Office of the Company will be situate in Scotland.
3. The objects for which the Company is established are:-
 - (1) To carry on in the United Kingdom or elsewhere the trade or business of ship owners, charterers of ships or shipping property and ship brokers and to build or otherwise acquire ships, boats and other craft by purchase, agreement or charter for such money or other consideration as may be determined with all equipments and furniture thereto belonging and shares or interests in ships or in Companies owning ships and to sell and dispose of vessels or other property so acquired or any of them with the tackle, stores and appurtenances thereof.
 - (2) To work, let out for hire or otherwise employ the ships from time to time belonging to chartered or managed by the Company and in particular to enter into charterparties by way of demise or bare boat charterparties, time charterparties or voyage charterparties and to turn to account the assets of the Company by selling, hiring or leasing the same or otherwise as may seem in the interests of the Company.
 - (3) To pay out of the funds of the Company all costs and expenses of or incidental to the formation or registration of the Company in the issue of its capital and debentures including brokerage and commission.
 - (4) To alter the Memorandum and Articles of Association of the Company in manner allowed by law.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects herein contained shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is £100 divided into 100 Shares of £1 each with power to increase or divide the Shares in the Capital for the time being into different classes, having such rights, privileges and advantages as to voting and otherwise as the Articles of Association may from time to time prescribe.

We / .

W, 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 |
|---|---|
| <i>Donald P. Jones</i> Law Applicant 201 West George Street Glasgow G2 2UN | ONE |
| <i>James C. Stevenson</i> Solicitor 201 West George Street Glasgow G2 2UN | ONE |

Dated this Twenty Fourth day of April, 1974.

Witness to the above signatures:-

Robert G. MacLennan
201 West George Street
Glasgow.
Law typist

COMPANY LIMITED BY SHARES.

ARTICLES OF ASSOCIATION
of
SEAFORTH MARITIME(HIGHLANDER) LIMITED

-
1. The Company is a Private Company.
 2. Regulations contained in Part 1 of Table A in the First Schedule to the Companies Act 1948 (with the exception of Regulations 24 and 53) shall apply to the Company.
 3. The Regulations contained in Part 11 of Table A in the First Schedule to the Companies Act 1948 will also apply to the Company.

NAMES, ADDRESSES AND DESCRIPTION OF SUBSCRIBERS

Samuel D. Burns

Law Merchant
201 West George Street
Glasgow G2 2LN

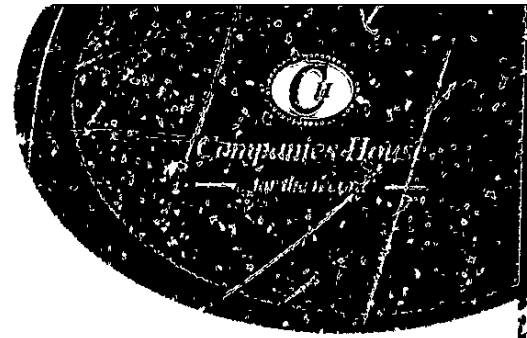
James C. Greenman

Solicitor
201 West George Street
Glasgow G2 2LN

Dated this Twenty fourth day of April, 1974.

Witness to the above Signatures:-

Gordy B. MacLachlan
201 West George Street,
Glasgow.
Law typist.



NOTICE OF ILLEGIBLE DOCUMENT ON THE MICROFICHE RECORD

Companies House regrets that the microfiche record for this company contain some documents which are illegible.

The poor quality has been noted, but unfortunately steps taken to improve them were unsuccessful.

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



Cert No. FS 31069
Personnel & Training

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INVESTMENT IN PEOPLE

CHPM 4 (07/02)