

"THE COMPANIES ACT, 1948."



A Co.
Companies
Registration
Fee Stamp
must be
inserted
here.

Declaration of Compliance

requirements of the Companies Act, 1948, made pursuant to S. 15 (2) of the said
half of a Company proposed to be registered as _____

STARBUCKS HOTELS LIMITED.

ROBERT WILLIAM GEORGE LOCKYER

High Chesham Fir Vale Road Bournemouth

and sincerely declare that I am "a Solicitor of the Supreme
engaged in the formation _____

Starbucks Hotels

Limited,

that the requirements of the Companies Act, 1948, in respect of matters precedent
formation of the said Company and incidental thereto have been complied with.
I make this solemn Declaration conscientiously believing the same to be true and by
the provisions of the "Statutory Declarations Act, 1835."

Bournemouth in the County

_____ day of December

and nine hundred and fifty-one

C. J. D. Bennett

A Commissioner for Oaths.

A. W. G. Runkles

Presented for registration by _____

TELEPHONE. HOLBORN 3855 (3 lines).

TELEGRAMS: "DUNTERYME, ESTRAND, LONDON."

SHAW & BLAKE, LIMITED,

Company Registration Agents, Printers & Stationers,

8, Bell Yard, Temple Bar, London, W.C.2

No. of Certificate 502269 2

Form No. 25.



THE COMPANIES ACT, 1948.

Statement of the Nominal Capital

made pursuant to s. 112 of the Stamp Act, 1891, as amended by the Finance Acts of 1899, 1920 and 1933. (Note.—The Stamp Duty on the Nominal Capital to be impressed above is Ten Shillings for every £100 or fraction of £100.)

THE NOMINAL CAPITAL OF.....

STANBOURNE HOTELS..... LIMITED,

is..... Five hundred..... Pounds, divided

into..... Five hundred..... Shares of..... One Pound..... each.

Signature..... *L. Lee*.....

Description..... Director.....
(State whether Director or Secretary)

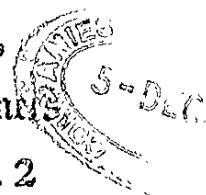
Dated the..... 2nd..... day of..... December..... 1951.....

Presented for registration by.....

TELEPHONE: HOLBORN 3855 (3 lines).

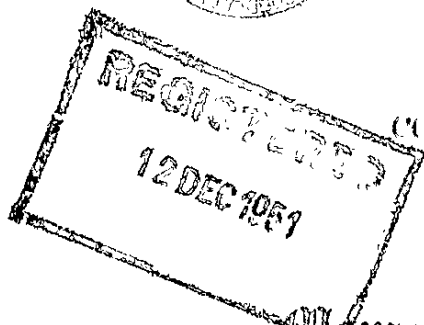
TELEGRAMS: "DUNTERFEME, ESTRAND, LONDON."

SHAW & BLAKE, LIMITED,
Company Registration Agents, Printers & Stationers
8, Bell Yard, Temple Bar, London, W.C. 2

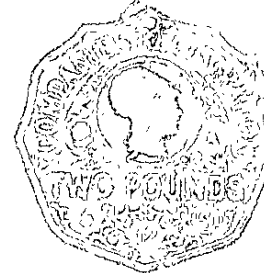


502269

THE COMPANIES ACT, 1918.



COMPANY LIMITED BY SHARES.



Memorandum of Association

OF

Stanbourne Hotels Limited

1. The name of the Company is "STANBOURNE HOTELS LIMITED."
2. The Registered Office of the Company will be situate in England.
3. The objects for which the Company is established are :--
 - (a) To carry on business as proprietors and managers of hotels, boarding and lodging houses, inns, clubs, baths, dance and concert halls, sports grounds, restaurants and tea rooms and as licensed victuallers, brewers, wine and spirit merchants, caterers, bakers, confectioners, pastrycooks, sweet and ice cream manufacturers and sellers, chemists, tobacconists, butchers, market gardeners, fishmongers, fruiterers, farmers, greengrocers, grocers, dairymen, provision merchants and growers and manufacturers of and dealers in articles of food and drink of all kinds.
 - (b) To carry on business as hairdressers, manicurists and chiropodists, launderers and cleaners, garage, cab, omnibus and coach proprietors, railway, shipping, airway, tourist, theatre and entertainment agents, carriers of persons and goods, jobmasters, general store-keepers and entertainment and general contractors, and to undertake and carry on any kind of business for the convenience, accommodation, recreation and entertainment of the public generally.

- (c) To carry on any other business similar to or complementary to the foregoing businesses or which in the opinion of the Company can be conveniently or profitably carried on in conjunction with or subsidiary to any other business of the Company.
- (d) To buy, take on lease or hiring agreement or otherwise acquire land or any other property, real or personal, movable or immovable, or any interest in such property and to sell, lease, let on hire, develop such property, or otherwise turn the same to the advantage of the Company.
- (e) To take out, apply for and acquire by original grant or by transfer or assignment or otherwise letters patent, brevets d'invention, licences, concessions, secret processes and inventions and to use and exercise the same or to sell, assign and develop the same or grant licences in respect thereof or otherwise turn the same to the advantage of the Company.
- (f) To erect, construct, alter and maintain buildings, erections and works of all kinds, whether on the property of the Company or not.
- (g) To invest the money of the Company in any manner that the Company may think fit.
- (h) To enter into partnership or joint purse agreement with or to make any agreement or arrangement with any other Company, firm or person carrying on business similar or complementary to the business of the Company or any part thereof or to amalgamate with any such Company, firm or person.
- (i) To sell the whole or any part of the undertaking of the Company for cash, shares, debentures or any other consideration.
- (j) To acquire by purchase or otherwise and either for cash, shares or debentures in the Company or any other consideration any other business or any interest therein which in the opinion of the Company may be conveniently or profitably combined with the business of the Company.
- (k) To lend money to customers and others and to guarantee the observance and performance of obligations and contracts by customers and others.
- (l) To borrow money and secure the repayment thereof by the creation and issue of mortgages, debentures, debenture stock or other securities.
- (m) To draw, make, endorse, accept, discount and negotiate, bills, notes, warrants and negotiable instruments of all kinds.

- (n) To remunerate any company, firm or person for services rendered in the promotion of the Company or the issue or placing of the shares, stock, debentures, debenture stock or other obligations of the Company and to pay all expenses incurred in connection with such promotion or the creation, issue and placing of any such shares, stock, debentures, debenture stock or other obligation.
- (o) To grant pensions to employees and ex-employees and Directors and ex-Directors or other officers or ex-officers of the Company their widows, children and dependants and to subscribe to benevolent and other funds for the benefit of any such persons and to subscribe to or assist in the promotion of any charitable, benevolent or public purpose or object.
- (p) To promote or assist in the promotion of any company having objects similar to or complementary to the objects of the Company and to subscribe, underwrite, buy or hold the shares, stock, debentures, debenture stock or other obligations of such company.
- (q) To promote the Company's interests by advertising its products and services in any manner and in particular to give prizes or gifts to customers or potential customers and to promote or take part in competitions, displays and exhibitions.
- (r) To distribute all or any of the assets of the Company in specie between the members of the Company in accordance with their rights.
- (s) To do all or any other acts and things which in the opinion of the Company may be conducive or incidental to the objects of the Company.
- (t) To do all such things in any part of the world either as principal or agent and either alone or in conjunction with any other person, firm or company.

All of the foregoing objects shall be read and construed as separate and distinct objects and the generality of any of such objects shall not be abridged or cut down by reference to any other object of the Company.

4. The liability of the members is limited.

5. The Share Capital of the Company is £500 divided into 500 shares of £1 each.

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.
<i>Leonard Law</i> <i>Plantation Hotel</i> <i>86 Westcliff Road</i> <i>Bournemouth</i> <i>Holles</i>	<i>One</i>
<i>Glennice Law,</i> <i>Stambridge Hotel</i> <i>86, Westcliff Rd.</i> <i>Bournemouth,</i> <i>Holles</i>	<i>One</i>

DATED this *3rd* day of *December* 19*51*.

WITNESS to the above signatures:—

A. W. C. Ambrose

A. W. C. Ambrose

Solicitor
Orange Chambers,
Bournemouth.

502269



THE COMPANIES ACT, 1948.



COMPANY LIMITED BY SHARES.

Articles of Association

OF

Stanbourne Hotels Limited

PRELIMINARY.

1. The Regulations set out in Table A (Part II) of the First Schedule to the Companies Act, 1948 (hereinafter referred to as "Table A") shall except as hereinafter provided apply to the Company and Regulation I of Part I of Table A shall apply to the construction of these Articles.

2. Regulations 2, 3, 40 to 43 (inclusive), 62, 66, 75, 84, 88, 107, 108, 110 and 134 of Part I of Table A and Regulation 3 of Part II of Table A shall not apply to the Company.

CAPITAL.

3. The initial share capital of the Company is £500 divided into 500 Shares of £1 each.

4. The shares of the Company whether forming part of the original Capital or of any increased capital may be allotted or otherwise disposed of to such persons and for such consideration and upon such terms as the Directors may determine subject in the case of any shares forming part of any increased capital to such directions as to the allotment or disposal thereof as may be given by the Company in general meeting at the time of the creation of such Shares and subject also to the provisions of Regulation 2 of Part II of Table A.

5. Subject to the provisions of Section 58 of the Act any Preference Shares may be issued on the terms that they are, or at the option of the Company are liable to be redeemed.

VARIATION OF RIGHTS.

6. If any such separate general meeting as is referred to in Regulation 4 of Part I of Table A shall be adjourned by reason of there being no quorum present and if at the adjourned meeting a quorum shall not be present within half an hour from the time appointed for such adjourned meeting the holders of shares of the class present shall be a quorum.

TRANSMISSION OF SHARES.

7. Any share may be transferred by a member to any child or other issue, son-in-law, daughter-in-law, father, mother, brother, sister, husband, wife, nephew or niece of such member and any share of a deceased member may be transferred to any such relative as aforesaid of the deceased member or to the executors or administrators of any such deceased member. Any share standing in the name of the trustees of the Will of any deceased member or of a Settlement created by a member or a deceased member may be transferred upon any change of Trustees to the Trustees for the time being of such Will or Settlement or to a person to whom such member or deceased member would have been entitled to transfer the same. Save as aforesaid the Directors may in their absolute discretion and without assigning any reason therefor decline to register any transfer of any share whether or not it is a fully paid share.

8. The proviso to Regulation 32 of Part I of Table A shall not apply to the Company.

VOTES OF MEMBERS.

9. Subject to any rights or restrictions for the time being attached to any class or classes of shares, on a show of hands every member present in person shall have one vote, and on a poll every member shall have one vote for each share of which he is the holder.

DIRECTORS.

10. The number of Directors shall not be less than two or more than six and the first Directors of the Company shall be LEONARD CARR and FLORENCE CARR.

POWERS AND DUTIES OF DIRECTORS.

11. A Director who is in any way whether directly or indirectly interested in a contract or proposed contract with the Company shall declare the nature of his interest in manner required by Section 189 of the Act. A Director may vote in respect of any such contract or proposed contract and if he do so vote his vote shall be counted and he shall be capable of constituting a quorum at any meeting of the Directors at which any such contract or proposed contract shall come before the Board for consideration.

12. A Director may hold any other office or place of profit under the Company (other than the office of Auditor) in conjunction with his office of Director for such period and on such terms (as to remuneration and otherwise) as the Directors may determine.

13. Any Director may act by himself or his firm in a professional capacity for the Company and he or his firm shall be entitled to remuneration for professional services as if he were not a Director provided that nothing herein contained shall authorise a Director or his firm to act as Auditor of the Company.

14. The office of Director shall be vacated if the Director :—

- (a) Ceases to be a Director by virtue of Section 182 of the Act.
- (b) Becomes bankrupt or makes any arrangement or composition with his creditors generally, or
- (c) Becomes prohibited from being a Director by reason of any order made under Section 188 of the Act, or
- (d) Becomes of unsound mind, or
- (e) Resigns his office by notice in writing to the Company.

BORROWING POWERS.

15. The proviso to Regulation 79 of Part I of Table A shall not apply to the Company.

MANAGING DIRECTORS AND MANAGERS.

16. The Directors may from time to time appoint one or more of their body to the office of Managing Director or Manager for such period and on such terms as they think fit and subject to the terms of any agreement entered into in any particular case may revoke such appointment. A Director so appointed shall not whilst holding any such office be subject to retirement by rotation or be taken into account in determining the number of Directors to retire by rotation or the rotation of retirement of Directors but his appointment shall be subject to the payment to him of such compensation or damages as may be payable to him by reason thereof be automatically determined if he cease from any cause to be a Director.

17. A Managing Director or Manager shall receive such remuneration (whether by way of salary, commission or participation in profits or partly in one way or partly in another) as the Directors may determine.

SECRETARY.

18. The first Secretary shall be appointed at the first meeting of the Directors. Any Secretary for the time being of the Company may subject to the terms of any agreement between him and the Company be removed by the Directors and another appointed in his place. The Secretary may be appointed for such term at such remuneration and on such terms as the Directors may think fit. If at any time there shall be no Secretary or for any reason no Secretary capable of acting the Directors may appoint an assistant or deputy Secretary.

NOTICES.

19. Notice of every general meeting shall be given in manner authorised by Table A to every member except those members who are by these Articles disentitled from receiving such notices and those members who (having no registered address within the United Kingdom) have not supplied to the Company an address within the United Kingdom for the giving of notices to them.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Leonard Mass
Stanhams Hotel
86 Westcliff Road
/ Bournemouth
Holmes

Stanhams Hotel

86, Westcliff Road

Bournemouth

Hoteliers

DATED this *3rd day of December 1951.*

WITNESS to the above signatures :—

A.W.G. Amey

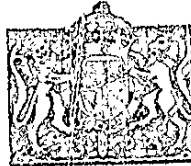
Solicitor

Baroness Chambers

Bournemouth

DUPLICATE FOR THE FILE

No. 502269



Certificate of Incorporation

I Hereby Certify, That

COLMBOURNE HOLDINGS LIMITED

is this day Incorporated under the Companies Act, 1948, and that the Company is Limited.

Given under my hand at London this twelfth day of
November One Thousand Nine Hundred and Fifty one.

[Signature]
Registrar of Companies

Certificate
received by }

Date 12/12/51

The Companies Acts 1948 and 1967Company Limited by SharesStanbourne Hotels Limited

At an Extraordinary Meeting of the above named Company held at the Royal Exeter Hotel, Bournemouth, on the 22nd January 1968, the following Resolutions were duly passed as Special Resolutions.

SPECIAL RESOLUTIONS

1. That the authorised share capital of the Company be increased to £1,000 by the creation of 500 Ordinary Shares of £1 each.
2. That upon the recommendation of the Board of Directors of the Company it is desirable to capitalise the sum of £500 part of the amount standing to the credit of the Account of the Company and that accordingly the Directors of the Company be authorised and directed to appropriate the said sum to the members of the Company registered immediately before the passing of this Resolution as the holders of the Ordinary Shares of the Company in proportion to the amounts paid up on such Ordinary Shares held by them respectively and to apply the said sum on their behalf in paying up in full 500 Ordinary Share of £1 each in the capital of the Company, the said 500 Ordinary Shares to be allotted and distributed credited as fully paid up to and amongst such members in the proportions aforesaid.
3. That the 500 issued Ordinary Shares in the capital of the Company be and they are hereby converted into 7% Cumulative Preference Shares of £1 each and do carry the rights and privileges and be subject to the restrictions set out in the Articles of the Company adopted by the next succeeding Resolution.

Martineau & Reid,

8, Prince Street, P.O.D.

Solicitors

4.

That the Articles of Association of the Company be amended by the deletion of Article 3 thereof and the substitution therefor of the following new Article:

- " 3. (1) The Share capital of the Company at the date of the adoption of this Article as one of the Articles of Association of the Company is £1000 divided into 500 7% Cumulative Preference Shares of £1 each and 500 Ordinary Shares of £1 each.
- (ii) The 7% Cumulative Preference Shares entitled the holders thereof to a fixed cumulative preferential dividend at the rate of 7% per annum upon the amount paid up thereon and the right in a winding up to payment off of the capital and all arrears of the said dividend in priority to all other shares in the capital of the Company but not to any further participation in the profits or assets of the Company.
- (iii) The holders of the said 7% Preference Shares shall not be entitled to receive notice of or to attend or vote either in person or by proxy at any General Meeting of the Company unless the business of the meeting includes the consideration of a Resolution for winding up the Company or reducing its capital or sanctioning a sale of the undertaking of the Company or any Resolution directly affecting the rights

3
and privileges of such holders.
The increase of capital ranking
after the said Preference Shares
shall not be regarded as directly
affecting the rights and privi-
leges of the holders of the said
Preference Shares. "

By Order of the Board

H. C. Allen

H. C.

Secretary
Chairman

22nd January 1968

THE STAMP ACT, 1891

(54 & 55 Vict., Ch. 39)

COMPANY LIMITED BY SHARES

Statement of Increase of the Nominal Capital

OF

Stanbourne Hotels

LIMITED

Pursuant to Section 112 of the Stamp Act, 1891, as amended by Section 7 of the Finance Act, 1899, by Section 39 of the Finance Act, 1920, and Section 41 of the Finance Act, 1933.

NOTE.—The Stamp duty on an increase of Nominal Capital is Ten Shillings for every £100 or fraction of £100.

Statement is to be filed with the Notice of Increase which must be filed pursuant to Section 63 (1) of the Companies Act, 1948. If not so filed within 15 days after the passing of the Resolution by which the Capital is increased interest on the duty at the rate of 5 per cent. per annum from the date of the passing of the Resolution is also payable. (Section 5 of the Revenue Act, 1903.)

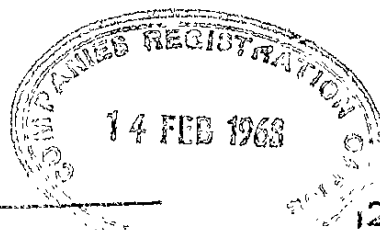
Presented by

Document Filer's Reference.....DGR.....

Martineau & Reid,

8, Princes Street,

London, E.C.2.



Form No. 26a

The Solicitors' Law Stationery Society, Limited.
191-193 Fleet Street, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North
John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; 157 Hope Street, Glasgow, G.2.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

THE NOMINAL CAPITAL

OF

STANBOURNE HOTELS

Limited

has by a Resolution of the Company dated
22nd January 1968 been increased by
the addition thereto of the sum of £ 500,
divided into :—

500 Ordinary Shares of £1 each

~~Shares of~~ each

beyond the registered Capital of £500

Signature

Solicitors for the Company.

(State whether Director or Secretary)

Dated the 13th day of February 1968

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

Number of
party

502252

Form No. 10

THE COMPANIES ACT, 1948

Notice of Increase in Nominal Capital

Pursuant to section 63

Insert the
Name
of the
company

STANBOURNE HOTELS

LIMITED

NOTE.—This Notice and a printed copy of the Resolution authorising the increase must be filed within 15 days after the passing of the Resolution. If default is made the Company and every officer in default is liable to a default fine (sec. 63 (3) of the Act).

A filing fee of 5s. is payable on this Notice in addition to the Board of Trade Registration Fees (if any) and the Capital Duty payable on the increase of Capital. (See Twelfth Schedule to the Act).

Represented by

Martineau & Reid

ref. O.G.R.

8 Princes Street,

London E.C.2.

The Solicitors' Law Stationery Society, Limited
22 Chancery Lane, W.C.2; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff; 19 & 21 North
John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES BOOKS AND FORMS

TO THE REGISTRAR OF COMPANIES.

"Ordinary",
"Preferred",
"Special", or
"Other"

Limited, hereby gives you notice, pursuant to
Section 63 of the Companies Act, 1948, that by a * Special
Resolution of the Company dated the 22nd day of January 1968
the Nominal Capital of the Company has been increased by the addition thereto of
the sum of £ 500 beyond the Registered Capital
of £ 500

The additional Capital is divided as follows:—

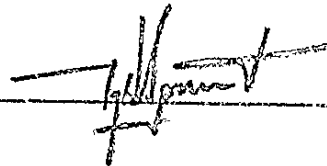
Number of Shares	Class of Share	Nominal amount of each Share
500	Ordinary	£1

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:—

The new Ordinary Shares will have the same rights as
the old Ordinary Shares.

* * If any of the new shares are Preference Shares state whether they are redeemable or not.

Signature



State whether Director
or Secretary

Secretary

Dated the 22nd day of January 1968

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

Company No. 502269 / 48

Companies Acts 1948 and 1967

Company Limited by Shares

Special Resolution
of
STANBOURNE HOTELS LIMITED

At an Extraordinary General Meeting of the above named Company, duly convened, and held at 55 Farringdon Street, London, E.C.4. on 23rd June, 1969, the following Resolution was passed as a Special Resolution:-

Special Resolution

"That the name of the Company be changed to Chef and Brewer (South) Limited."

[Handwritten signature]

[Handwritten signature]

CHAIRMAN



CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME

No. 502230/49

Whereas

STAGQUE HOTELS LIMITED

was incorporated as a limited company under the
Companies Act, 1948,

on the **12th December, 1951**

And whereas by special resolution of the Company and with the approval
of the Board of Trade it has changed its name

Now therefore I hereby certify that the Company is a limited company
incorporated under the name of

GREY AND BREMER (SOUTH) LIMITED

Given under my hand at London the

16th July, 1952.


(F. L. KNIGHT)

Assistant Registrar of Companies

Number of Company: 502269 / 77

form No. 50

THE COMPANIES ACTS 1948 TO 1967

[COPY]

special resolution(s)

of CHEF & BREWER (SOUTH) Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at 2 Caxton Street, London, SW1H 0QE

on the NINTH day of JULY 1979,

the following SPECIAL RESOLUTION(S) was/were duly passed:--

- i) That the memorandum of association of the Company be altered, with respect to its objects, by the deletion of paragraphs (a) to (t) thereof and the substitution of the following paragraphs:
 - A) To carry on all or any of the businesses of licensed victuallers, beer and wine retailers, on-licence and off-licence holders, hotel keepers, restaurant proprietors, caterers, wholesale and retail wine and spirit merchants, exporters and importers, wine growers and owners of vineyards, distillers, brewers and maltsters, coopers and bottlers, bottle makers, manufacturers of and dealers in beverages of every description, wholesale and retail tobacconists, ice merchants, provision merchants and produce merchants.
 - B) To carry on either in connection with any of the businesses aforesaid or as distinct and separate businesses, and either wholesale or retail, the business or businesses of grocers, provision merchants and warehousemen, store-keeper, multiple storekeepers, flour millers, merchants and factors, cheese factors, importers of and dealers in tea, coffee, cocoa and chocolate, corn, grain, bran, and seed factors, makers of and dealers in feeding stuffs, bread, biscuits, cakes, confections and oil and seed cake, jam and pickle manufacturers, importers of and dealers in farm and dairy produce, dealers in aerated mineral waters and other drinks, fruiterers, seedsmen, nurserymen, restaurateurs, cafe proprietors, confectioners, exporters, importers, manufactureres and merchants of and dealers in all other commodities which can be conveniently dealt in by the Company in connection with any of its objects or that may be

(Cont'd.....)

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

Jordan & Sons Limited

Legal and Information Services, Printers and Publishers

Jordan House, 47 Brunswick Place, London N1 6EE

Telephone 01-253 3030

Telex 261010



Number of Company: 502269

form No. 50

THE COMPANIES ACTS 1948 TO 1967

[COPY]

special resolution(s)

of CHEF & BREWER (SOUTH) Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at

on the day of 19.....

the following SPECIAL RESOLUTION(S) was/were duly passed:--

required for any business carried on by the Company.

- C) To construct, carry out, maintain, improve, manage, work, control and superintend any works and conveniences which may be considered directly or indirectly conducive to any of the Company's objects, and to contribute to, subsidise or otherwise assist or take part in the construction, carrying out, maintenance, improvement, management, working, control or superintendence of any such works or conveniences.
- D) To manufacture and deal in all kinds of articles and things required for the purposes of any such business as aforesaid or commonly dealt in by persons engaged in any such business.
- E) To purchase or otherwise acquire for any estate or interest any property, assets or rights of any kind which may appear to be necessary or convenient for any business of the Company, and to develop and turn to account and deal with the same in such manner as may be thought expedient.
- F) To borrow and raise money and secure or discharge any debt or obligation of or binding on the Company in such a manner as may be thought fit and in particular by mortgages of or charges upon all or any part of the undivided property and assets (present and future) and the uncalled capital of the Company or by any such methods and whether severally or jointly with any other person, firm or company, the performance of the obligations of and the repayment or payment of the principal amounts of and premiums, interest, dividends and any other moneys owing on any securities of any person firm or company including (but without prejudice to the generality of the foregoing) any company which is for the time being the Company's holding company (as defined by Section 154 of the Companies Act 1948) or another subsidiary (as defined by the said Section) of the Company's holding company or otherwise associated with the Company in business.

NOTES: (Cont'd.....)

(1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.

(2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

Jordan & Sons Limited

Legal and Information Services, Printers and Publishers

Jordan House, 47 Brunswick Place, London N1 6EE

Telephone 01-253 3030

Telex 261010

Number of Company: 502269

form No. 50

THE COMPANIES ACTS 1948 TO 1967

[COPY]

special resolution(s)

of CHEFF & BREWER (SOUTH) Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at

on the day of 19

the following SPECIAL RESOLUTION(S) was/were duly passed:--

- G) To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, warrants and other negotiable, transferable or mercantile instruments.
- H) To amalgamate or enter into partnership or any joint purse or profit-sharing arrangement or co-operate in any way with any company, firm or person carrying on or proposing to carry on any business or operation within the objects of this Company.
- I) To promote any company whose objects shall include the acquisition of all or any of the assets or liabilities of this Company or the promotion of which shall be considered to be calculated to advance directly or indirectly the objects of this Company or the interests of its members.
- J) To lend money to and guarantee the performance of the obligations of, and the payment of the capital and principal of, and dividends and interest on, any stock, shares and securities of any company, firm or person in any case in which such a loan or guarantee may be considered likely directly or indirectly to further the objects of this Company or the interests of its members.
- K) To sell, lease, grant licences, easements and other rights over, and in any other manner deal with or dispose of, the undertaking, property, assets, rights and effects of the Company, or any part thereof, for such consideration as may be thought fit, and in particular for stocks, shares or securities of any other company.
- L) To subscribe for, underwrite, purchase or otherwise acquire, and to hold, dispose of, and deal in the shares, stocks and

(Cont'd.....)

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

Jordan & Sons Limited

Legal and Information Services, Printers and Publishers

Jordan House, 47 Brunswick Place, London N1 6EE

Telephone 01-253 3030

Telex 261010

Number of Company: 502269

form No. 50

THE COMPANIES ACTS 1948 TO 1967

[COPY]

special resolution(s)

of CHEF & BREWER (SOUTH) Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at

on the day of 19

the following SPECIAL RESOLUTION(S) was/were duly passed:--

securities of any company promoted by this Company or carrying on or proposing to carry on any business within the objects of this Company.

- M) To make all necessary or proper steps in Parliament or with the authorities, national, local, municipal or otherwise, of any place in which the Company may have interests, and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or effecting any modification in the constitution of the Company or furthering the interests of its members, and to oppose any such steps taken by any other company, firm or person which may be considered likely directly or indirectly to prejudice the interests of the Company or its members.
- N) To procure the registration of the Company in or under the laws of any place outside England.
- O) To subscribe or guarantee money for any national, local, charitable, benevolent, public, general or useful objects, or for any exhibition, or for any purpose which may be considered likely directly or indirectly to further the objects of the Company or the interests of its members.
- P) To grant pensions or gratuities to any officers or employees or ex-officers or ex-employees of the Company or its predecessors in business, or the relations, connections or dependents of any such persons, and to establish or support associations, institutions, clubs, funds and trusts which may be considered calculated to benefit any such persons or otherwise advance the interests of the Company or of its members.

(Cont'd.....)

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

Jordan & Sons Limited

Legal and Information Services, Printers and Publishers

Jordan House, 47 Brunswick Place, London N1 6EE

Telephone 01-253 3030 Telex 261010

Number of Company: 502269

THE COMPANIES ACTS 1948 TO 1967

[COPY]

special resolution(s)

of CHEF & BREWER (SOUTH) Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at

on the day of 19.....

the following SPECIAL RESOLUTION(S) was/were duly passed:--

- Q) To invest any moneys of the Company not for the time being required for the general purpose of the Company in such investments (other than shares in the Company) as may be thought proper, and to hold, sell or otherwise deal with such investments.
- R) To distribute among the members of the Company in specie any property of the Company.
- S) To do all or any of the things and matters aforesaid in any part of the world, and either as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and either alone or in conjunction with others.
- T) To do all such things as may be considered to be incidental or conducive to the above objects or any of them.
- ii) That the Articles of Association contained in the printed document submitted to the Meeting, and for the purpose of identification subscribed by the Chairman thereof, be adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association.

[Signature]

 DIRECTOR and COMPANY SECRETARY

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

Jordan & Sons Limited

Legal and Information Services, Printers and Publishers
 Jordan House, 47 Brunswick Place, London N1 6EE
 Telephone 01-253 3030 Telex 261010

The Companies Acts 1948 to 1967

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

of

HUCKLEBERRY'S LIMITED.

1. The regulations contained in Part 11 of Table A in the First Schedule to the Companies Act, 1948 as amended by Part 111 of the Eighth Schedule to the Companies Act 1967 (hereinafter called "Table A") shall apply to this Company save in so far as they are varied of excluded by or are inconsistent with these regulations.
2. Regulations 24, 53, 77, 89 to 97 (inclusive) and 106 in Part 1 of Table A and Regulation 5 in Part 11 of Table A shall not apply to the Company.
3. A resolution in writing signed by all the Members for the time being entitled to vote shall be as effective for all purposes as an Ordinary Resolution duly passed at a General Meeting of the Company duly convened and held, and may consist of several documents in the like form each signed by one or more Members.
4. Unless and until otherwise determined by the Company in general meeting the Directors shall not be less than two in number.
5. A Member or Members holding a majority in nominal value of the issued share capital for the time being in the Company shall have power from time to time and at any time to appoint any person or persons as a Director or Directors, either as an addition to the existing Directors or to fill any vacancy, and to remove from office any Director howsoever appointed. Any such appointment or removal shall be effected by an instrument in writing signed by the Member or Members making the same, or in the case of a Member being a company signed by one of its directors on its behalf, and shall take effect upon lodgment at the registered office of the Company.
6. The Directors shall have power at any time and from time to time, to appoint any person or persons to be a Director or Directors, either to fill a casual vacancy or as an addition to the existing Directors.
7. The Company may at any time and from time to time by Ordinary Resolution appoint any person or persons to be a Director or Directors, either to fill a casual vacancy or as an addition to the existing Directors and, without prejudice to the provisions

115257

MA

of the Act, may at any time remove a Director from office, provided that any such removal shall be without prejudice to any claim such Director may have for breach of any contract of service between him and the Company.

8. No person shall be disqualified from being or becoming a Director by reason of his attaining or having attained the age of 70 or any other age.

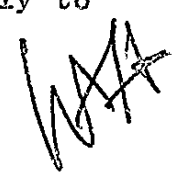
9. To proviso to Regulation 79 in Part 1 of Table A shall not apply to the Company.

10. Each Director shall have the power from time to time to appoint with the approval of the Board of Directors (such approval not to be unreasonably withheld) any person to act as alternate Director in his place at all meetings, in all proceedings in which, and on all occasions when he shall not himself act, and on such appointment being made the alternate Director shall except as to remuneration be subject in all respects to the terms and conditions existing with reference to the other Directors of the Company. An alternate Director shall be an officer of the Company and shall alone be responsible for his own acts and defaults and he shall not be deemed to be an agent of the Director appointing him and the Director so appointing shall not be responsible for the acts and defaults of an alternate Director so appointed. An alternate Director so appointed. An alternate Director shall ipso facto vacate office if and when the Director so nominating him vacates office as a Director or removes the nominee from office. Every such nomination and removal under this clause shall be effected in writing under the hand of the Director making the same and shall take effect on delivery to the registered office of the Company. The remuneration of an alternate Director shall be payable out of the remuneration payable to the Director appointing him, and shall consist of such part (if any) of the last-mentioned remuneration as shall be agreed between the alternate Director and the Director appointing him.

11. A Director and alternate Director shall not require a share qualification but nevertheless shall be entitled to attend and speak at any General Meeting of the Company, and at any separate meeting of the holders of any class of shares in the Company.

12. The words "and every Director present at any meeting of Directors or committee of Directors shall sign his name in a book to be kept for that purpose" at the end of Regulation 86 in Part 1 of Table A shall not apply to the Company.

13. A Director (including an alternate Director) who has duly declared his interest therein may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall be counted, and he shall be counted in the quorum when any such contract or arrangement is under consideration, and paragraphs (2) and (4) of Regulation 84 in Part 1 of Table A shall not apply to the Company.



14. A resolution in writing signed by all the Directors (other than a Director for the time being absent from the United Kingdom and not represented by an alternate Director) shall be as effective for all purposes as a resolution passed at a meeting of the Director's duly convened and held, and may consist of several documents in the like form, each signed by one or more of the Directors, but so that the expression "Director" in the Article shall not include an alternate Director unless he has been appointed by a Director who is for the time being absent from the United Kingdom.

W. A. Hammond

Number of Company: 502269 / 78



form No. 50

THE COMPANIES ACTS 1948 TO 1967

[COPY]

special resolution(s)

of ^{AND} CHEF & BREWER (SOUTH) Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at 2 Caxton Street, London. SW1H 0QE.

on the NINTH day of JULY 1979,

the following SPECIAL RESOLUTION(S) was/were duly passed:--

- i.) THAT THE COMPANY'S NAME BE CHANGED TO HUCKLEBERRY'S LIMITED.



N.W.

240-

268625

[Signature]

DIRECTOR and COMPANY SECRETARY

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

Jordan & Sons Limited

Legal and Information Services, Printers and Publishers

Jordan House, 47 Brunswick Place, London N1 6EE

Telephone 01-253 3030

Telex 261010





**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

No. 502269 / 79

I hereby certify that

CHEF AND BREWER (SOUTH) LIMITED

having by special resolution and with the approval of the Secretary of State changed
its name, is now incorporated under the name of

HUCKLEBERRY'S LIMITED

Given under my hand at Cardiff the 27TH JULY 1979

E. A. WILSON

Assistant Registrar of Companies



COMPANY LIMITED BY SHARES

Memorandum

AND

Articles of Association

OF

HUCKLEBERRY'S LIMITED



COMPANY LIMITED BY SHARES

Memorandum of Association

of

HUCKLEBERRY'S LIMITED

1. The name of the Company is "HUCKLEBERRY'S LIMITED" ✓
2. The registered office of the Company will be situate in England.
3. The objects for which the Company is established are:—
 - (A) To carry on all or any of the businesses of licensed victuallers, beer and wine retailers, on-licence and off-licence holders, hotel keepers, restaurant proprietors, caterers, wholesale and retail wine and spirit merchants, exporters and importers, wine growers and owners of vineyards, distillers, brewers and maltsters, coopers and bottlers, bottle makers, bottle stopper makers, manufacturers of and dealers in beverages of every description, wholesale and retail tobacconists, ice merchants, provision merchants and produce merchants. ✓
 - (B) To carry on either in connection with any of the businesses aforesaid or as distinct and separate businesses, and either wholesale or retail, the business or businesses of grocers, provision merchants and warehousemen, store-keepers, multiple storekeepers, flour millers, merchants and factors, cheese factors, importers of and dealers in tea, coffee, cocoa and chocolate, corn, grain, bran and seed factors, makers of and dealers in feeding stuffs, bread, biscuits, cakes, confections and oil and seed cake, jam and pickle manufacturers, importers of and dealers in farm and dairy produce, dealers in aerated mineral waters and other drinks, fruiterers, seedsmen, nurserymen, restaurateurs, cafe proprietors, confectioners, exporters, importers, manufacturers and merchants of and dealers in all other commodities which can be conveniently dealt in by the Company in connection with any of its objects or that may be required for any business carried on by the Company.

- (C) To construct, carry out, maintain, improve, manage, work, control and superintend any works and conveniences which may be considered directly or indirectly conducive to any of the Company's objects, and to contribute to, subsidise or otherwise assist or take part in the construction, carrying out, maintenance, improvement, management, working, control or superintendence of any such works or conveniences.
- (D) To manufacture and deal in all kinds of articles and things required for the purposes of any such business as aforesaid or commonly dealt in by persons engaged in any such business.
- (E) To purchase or otherwise acquire for any estate or interest any property, assets or rights of any kind which may appear to be necessary or convenient for any business of the Company, and to develop and turn to account and deal with the same in such manner as may be thought expedient.
- (F) To borrow and raise money and secure or discharge any debt or obligation of or binding on the Company in such a manner as may be thought fit and in particular by mortgages of or charges upon all or any part of the undertaking property and assets (present and future) and the uncalled capital of the Company or by the creation and issue of debentures debenture stock or other obligations or securities of any description and to guarantee support or secure, whether by personal covenant or by mortgaging or charging all or any part of the undertaking, property and assets (present and future) and uncalled capital of the Company or by any of such methods and whether severally or jointly with any other person, firm or company, the performance of the obligations of and the repayment or payment of the principal amounts of and premiums, interest, dividends and any other moneys owing on any securities of any person firm or company including (but without prejudice to the generality of the foregoing) any company which is for the time being the Company's holding company (as defined by Section 154 of the Companies Act 1948) or another subsidiary (as defined by the said Section) of the Company's holding company or otherwise associated with the Company in business.
- (G) To draw, make, accept, endorse, discount, negotiate, execute and issue bills of exchange, promissory notes, bills of lading, warrants and other negotiable, transferable or mercantile instruments.
- (H) To amalgamate or enter into partnership or any joint purse or profit-sharing arrangement or co-operate in any way with any company, firm or person carrying on or proposing to carry on any business or operation within the objects of this Company.
- (I) To promote any company whose objects shall include the acquisition of all or any of the assets or liabilities of this Company, or the promotion of which shall be considered to be calculated to advance directly or indirectly the objects of this Company or the interests of its members.
- (J) To lend money to and guarantee the performance of the obligations of, and the payment of the capital and principal of, and dividends and interest on, any stock, shares and securities of any company, firm or person in any case in which such loan or guarantee may be considered likely directly or indirectly to further the objects of this Company or the interests of its members.

- (K) To sell, lease, grant licences, easements and other rights over, and in any other manner deal with or dispose of, the undertaking, property, assets, rights and effects of the Company, or any part thereof, for such consideration as may be thought fit, and in particular for stocks, shares or securities of any other company.
- (L) To subscribe for, underwrite, purchase or otherwise acquire, and to hold, dispose of, and deal in the shares, stocks and securities of any company promoted by this Company or carrying on or proposing to carry on any business within the objects of this Company.
- (M) To take all necessary or proper steps in Parliament or with the authorities, national, local, municipal or otherwise, of any place in which the Company may have interests, and to carry on any negotiations or operations for the purpose of directly or indirectly carrying out the objects of the Company or effecting any modification in the constitution of the Company or furthering the interests of its members, and to oppose any such steps taken by any other company, firm or person which may be considered likely directly or indirectly to prejudice the interests of the Company or its members.
- (N) To procure the registration of the Company in or under the laws of any place outside England.
- (O) To subscribe or guarantee money for any national, local, charitable, benevolent, public, general or useful objects, or for any exhibition, or for any purpose which may be considered likely directly or indirectly to further the objects of the Company or the interests of its members.
- (P) To grant pensions or gratuities to any officers or employees or ex-officers or ex-employees of the Company or its predecessors in business, or the relations, connections or dependents of any such persons, and to establish or support associations, institutions, clubs, funds and trusts which may be considered calculated to benefit any such persons or otherwise advance the interests of the Company or of its members.
- (Q) To invest any moneys of the Company not for the time being required for the general purposes of the Company in such investments (other than shares in the Company) as may be thought proper, and to hold, sell or otherwise deal with such investments.
- (R) To distribute among the members of the Company in specie any property of the Company.
- (S) To do all or any of the things and matters aforesaid in any part of the world, and either as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents or otherwise, and either alone or in conjunction with others.
- (T) To do all such other things as may be considered to be incidental or conducive to the above objects or any of them.

And it is hereby declared that the objects of the Company, as specified in each of the foregoing paragraphs of this clause (except only if and so far as otherwise expressly provided in any paragraph), shall be separate and distinct objects of the Company and shall not be in anywise limited by reference to any other paragraph or the name of the Company.

4. The liability of the members is limited.
5. The share capital of the Company is £500 divided into 500 shares of £1 each. ✓

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>LEONARD CARR, Stanbourne Hotel, 86 Westcliff Road, Bournemouth, Hotelier</p>	<p>One</p>
<p>FLORENCE CARR, Stanbourne Hotel, 86 Westcliff Road, Bournemouth, Hotelier</p>	<p>One</p>

Dated this 3rd day of December, 1951.

Witness to the above signatures:—

A. W. G. LOCKYER,
Borough Chambers,
Bournemouth,
Solicitor.

COMPANY LIMITED BY SHARES

Articles of Association

of

HUCKLEBERRY'S LIMITED

1. The regulations contained in Part II of Table A in the First Schedule to the Companies Act, 1948 as amended by Part III of the Eighth Schedule to the Companies Act 1967 (hereinafter called "Table A") shall apply to this Company save in so far as they are varied or excluded by or are inconsistent with these regulations.
2. Regulations 24, 53, 77, 89 to 97 (inclusive) and 106 in Part I of Table A and Regulation 5 in Part II of Table A shall not apply to the Company.
3. A resolution in writing signed by all the Members for the time being entitled to vote shall be as effective for all purposes as an Ordinary Resolution duly passed at a General Meeting of the Company duly convened and held, and may consist of several documents in the like form each signed by one or more Members.
4. Unless and until otherwise determined by the Company in general meeting the Directors shall not be less than two in number.
5. A Member or Members holding a majority in nominal value of the issued share capital for the time being in the Company shall have power from time to time and at any time to appoint any person or persons as a Director or Directors, either as an addition to the existing Directors or to fill any vacancy, and to remove from office any Director howsoever appointed. Any such appointment or removal shall be effected by an instrument in writing signed by the Member or Members making the same, or in the case of a Member being a company signed by one of its directors on its behalf, and shall take effect upon lodgment at the registered office of the Company.
6. The Directors shall have power at any time, and from time to time, to appoint any person or persons to be a Director or Directors, either to fill a casual vacancy or as an addition to the existing Directors.
7. The Company may at any time and from time to time by Ordinary Resolution appoint any person or persons to be a Director or Directors, either to fill a casual vacancy or as an addition to the existing Directors and, without prejudice to the provisions of the Act, may at any time remove a Director from office, provided that any such removal shall be without prejudice to any claim such Director may have for breach of any contract of service between him and the Company.

8. No person shall be disqualified from being or becoming a Director by reason of his attaining or having attained the age of 70 or any other age.

9. The proviso to Regulation 79 in Part 1 of Table A shall not apply to the Company.

10. Each Director shall have the power from time to time to appoint with the approval of the Board of Directors (such approval not to be unreasonably withheld any person to act as alternate Director in his place at all meetings, in all proceedings in which, and on all occasions when he shall not himself act, and on such appointment being made the alternate Director shall except as to remuneration be subject in all respects to the terms and conditions existing with reference to the other Directors of the Company. An alternate Director shall be an officer of the Company and shall alone be responsible for his own acts and defaults and he shall not be deemed to be an agent of the Director appointing him and the Director so appointing shall not be responsible for the acts and defaults of an alternate Director so appointed. An alternate Director shall ipso facto vacate office if and when the Director so nominating him vacates office as a Director or removes the nominee from office. Every such nomination and removal under this clause shall be effected in writing under the hand of the Director making the same and shall take effect on delivery to the registered office of the Company. The remuneration of an alternate Director shall be payable out of the remuneration payable to the Director appointing him, and shall consist of such part (if any) of the last-mentioned remuneration as shall be agreed between the alternate Director and the Director appointing him.

11. A Director and alternate Director shall not require a share qualification but nevertheless shall be entitled to attend and speak at any General Meeting of the Company, and at any separate meeting of the holders of any class of shares in the Company.

12. The words "and every Director present at any meeting of Directors or committee of Directors shall sign his name in a book to be kept for that purpose" at the end of Regulation 86 in Part I of Table A shall not apply to the Company.

13. A Director (including an alternate Director) who has duly declared his interest therein may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall be counted, and he shall be counted in the quorum when any such contract or arrangement is under consideration, and paragraphs (2) and (4) of Regulation 84 in Part I of Table A shall not apply to the Company.

14. A resolution in writing signed by all the Directors (other than a Director for the time being absent from the United Kingdom and not represented by an alternate Director) shall be as effective for all purposes as a resolution passed at a meeting of the Director's duly convened and held, and may consist of several documents in the like form, each signed by one or more of the Directors, but so that the expression "Director" in this Article shall not include an alternate Director unless he has been appointed by a Director who is for the time being absent from the United Kingdom.



Please do not
write in this
binding margin

THE COMPANIES ACTS 1948 TO 1976

Notice of new accounting reference date given during the course of an accounting reference period

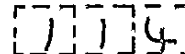
Pursuant to section 3(1) of the Companies Act 1976



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

To the Registrar of Companies

For official use



Name of company

HUCKLEBERRY'S

Limited*

*delete if
inappropriate

Note

Please read
notes 1 to 5
overleaf before
completing this
form

hereby gives you notice in accordance with section 3(1) of the Companies Act 1976 that the company's new accounting reference date on which the current 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 as shown below:

Company number	Day	Month
502269	3	1

†delete as
appropriate

The current 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
3	1	1

See note 4(c) and
complete if
appropriate

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 3(6)(c) of the Companies Act 1976, the following statement should be completed:

‡delete as
appropriate

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

UNITED BISCUITS (HOLDINGS) PLC

, company number **26184**.

the accounting reference date of which is **31st DECEMBER**

§delete as
appropriate

Signed

D. R. J. Stewart

[Director] [Secretary] §Date

26/1/84

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

D. R. J. Stewart
Group Secretary
United Biscuits (UK) Limited
Grant House
P.O. Box 40
Syon Lane
Isleworth
Middx. TW7 5NN

For official use

Data punch

General section

Post room



225(1)

Notice of new accounting reference date given during the course of an accounting reference period

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985 as amended by Schedule 13 to the Insolvency Act 1986

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

To the Registrar of Companies

For official use

Company number

--	--	--	--

502269

Name of company

* Huckleberrys Limited

* insert full name of company

gives notice that the company's new accounting reference date on which the current 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

3	0	0	9
---	---	---	---

Note
Please read notes 1 to 5 overleaf before completing this form

Day Month Year

3	0	0	9	1	9	8	9
---	---	---	---	---	---	---	---

The current 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

† delete as appropriate

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 225(6)(c) of the Companies Act 1985, the following statement should be completed:

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

_____, company number _____

the accounting reference date of which is _____

If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on section 225(6) of the Companies Act 1985, the following statement should be completed:

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

Signed Gus Bolding

Designation: SECRETARY

Date 11/10/89

† insert Director, Secretary, Receiver, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

PRINTED AND SUPPLIED BY
Jordans
JORDAN & SONS LIMITED
21 FINE MARSH STREET
LONDON EC2A 3JE
TELEGRAMS: JORDAN L
TELEPHONE: 0704 23400



5/87

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

Herbert Smith
Watling House
35 Cannon Street
London
EC4M 5SD

Ref: 46/C104

For official Use
General Section

Post room

COMPANIES HOUSE
18 OCT 1989
M 69

Company No 502269

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

RESOLUTION

OF

HUCKLEBERRY'S LIMITED


Passed 28 September, 1990

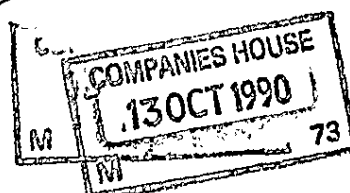
At an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at 11/12 Hanover Square, London W1A 1DP on 28 September, 1990 the following resolution was passed as an ELECTIVE RESOLUTION in accordance with section 379A of the Companies Act 1985 ("the Act"):

RESOLUTION

That the Company hereby elects:

1. pursuant to S.366A of the Act, to dispense with the holding of annual general meetings;
2. pursuant to S.252 of the Act, to dispense with the laying of accounts before the Company in general meeting; and
3. pursuant to S.386 of the Act, to dispense with the obligation to appoint auditors annually.


Chairman



Company No. 502269

THE COMPANIES ACT 1985

Company Limited by Shares

Special Resolution

of

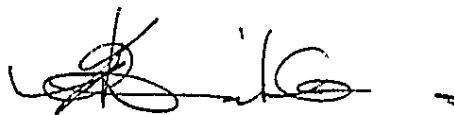
Huckleberry's Limited

Passed 3 March, 1992

At the Annual General Meeting of the above-named company duly convened and held at 20 St James's Square, London SW1Y 4RR on Tuesday, 3 March 1992, commencing at 3.00 p.m. the following Resolution was duly passed as a SPECIAL RESOLUTION:-

Resolution

THAT, having satisfied the provisions of Section 250 of the Companies Act 1985 relating to dormant companies, the Company be exempt from the obligation to appoint auditors as otherwise required by Section 384 of the Act.



Chairman

