

Certificate No. _____

0410100



Form No. 41.

"THE COMPANIES ACT, 1948."

A 5s.
Companies
Registration
Fee Stamp
must be
impressed
here.

Declaration of Compliance

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

Brown & Parker (Shopfitters) Co. LIMITED.

I Kenneth Brown

of 1 Green End, Denton, Manchester

Do solemnly and sincerely declare that I am (*) a person named in the
Articles of Association as a Director

of Brown & Parker (Shopfitters) Co. Limited,

(*) Here insert either "a Solicitor of the Supreme Court engaged in the formation" or "a person named in the Articles of Association as a Director" or "a person named in the Articles of Association as the Secretary" as the case may be.

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."

Subscribed at Manchester in the
County of Lancashire

the 12th day of June
one thousand nine hundred and sixty four
before me,

J. E. Fidler

A Commissioner for Oaths.

Kenneth Brown

Presented for registration by _____

ENGLAND: 3: HOLBORN 3855 (3 lines).

TELEGRAMS: "DUNTERTYNE, ESTRAND, LONDON."

SHAW & BLAKE, LIMITED,

Company Registration Agents, Printers & Stationers,

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



No. of Certificate 810108

Form No. 25.



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

Brown & Parker (Shopfitters) Co.

LIMITED,

is One hundred

Pounds.

Signature

Kenneth Brown

Description

Director

(State whether Director or Secretary)

Dated the 12th day of June 1964

Presented for registration by

SHAW & BLAKE, Ltd.
8, Bell Yard, Temple Bar
LONDON, W.C.2

TELEPHONE: HOLBORN 3855 (3 lines).

TELEGRAMS: "DUNTERTYME, ESPRANO, LONDON."

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





THE COMPANIES ACT, 1948.

COMPANY LIMITED BY SHARES.

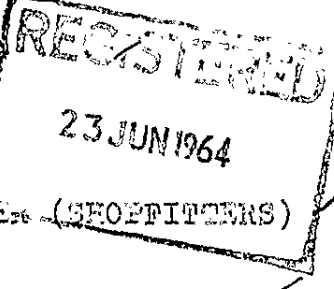
810108

COMPANIES
REGISTRATION

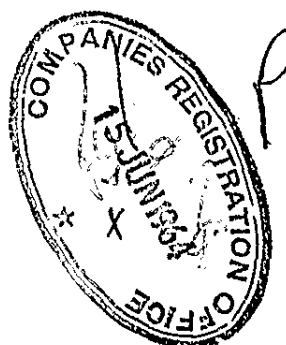
Memorandum of Association

OF

BROWN & PARKER (SHOPFITTERS)
CO. LIMITED



1. The name of the Company is "BROWN & PARKER (SHOPFITTERS) CO. 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 the business of Shop front fitters, shop furnishers, theatre and church fitters and furnishers and of builders, housebreakers, pavement light makers, glaziers, painters, plasterers, stone masons, metal workers, smiths, decorators, french polishers, paperhangers, plumbers, hydraulic, sanitary, gas, heating and electrical engineers and contractors, lighting contractors, sign makers, sign painters, carpenters, joiners, cabinet makers, furniture manufacturers, upholsterers and manufacturers of, dealers in, repairers of and fitters of furniture fittings, furnishings, mirrors, glass, floor coverings lighting and heating fittings and appliances of all kinds suitable for use, ornament or decoration in shops, theatres, churches, offices, hotels, houses or other buildings.



SHAW & ELAKE, Ltd.,
8, Bell Yard, Temple Bar

- (b) 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.
- (c) 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.
- (d) 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.
- (e) To erect, construct, alter and maintain buildings, erections and works of all kinds, whether on the property of the Company or not.
- (f) To invest the money of the Company in any manner that the Company may think fit.
- (g) 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.
- (h) To sell the whole or any part of the undertaking of the Company for cash, shares, debentures or any other consideration.
- (i) 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.
- (j) To lend money to customers and others and to guarantee the observance and performance of obligations and contracts by customers and others.
- (k) To borrow money and secure the repayment thereof by the creation and issue of mortgages, debentures, debenture stock or other securities.
- (l) To draw, make, endorse, accept, discount and negotiate, bills, notes, warrants and negotiable instruments of all kinds.

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£1

- (m) 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.
- (n) 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.
- (o) 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.
- (p) 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.
- (q) To distribute all or any of the assets of the Company in specie between the members of the Company in accordance with their rights.
- (r) 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.
- (s) 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 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 £100 divided into 100 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>Kenneth Brown</i> <i>1 Green End</i> <i>Denton</i> <i>Manchester</i> <i>Shoppfitter & Joiner.</i> <i>Neville Parker.</i> <i>8 St Chad's Avenue,</i> <i>Romiley.</i> <i>Shoppfitter and Joiner.</i>	 <i>one.</i> <i>one</i>

DATED this 12th day of June 1964

WITNESS to the above signatures :-

Paul S Delahunty DELAHUNTY
 327 Skelford Road,
 Manchester 15.
 Licensed Accountant

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THE COMPANIES ACT, 1948.



COMPANY LIMITED BY SHARES.

Articles of Association

OF

BROWN & PARKER (SHOT-FLIGHTS)
CO. 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 1 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 £ 100 divided into
100 Ordinary 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 five and the first Directors of the Company shall be KENNETH BOURN AND DEREK PARKER.

K.B.
D.P.
R.D.

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 199 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 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, or
- (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 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 and 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.

Kenneth Brack,
1 Green End
Denton
Manchester
Shoppitts & Jones

Wendy Parker.

8 St Paul's Avenue, Romiley.

Shoppitts and Jones

DATED this

12th day of June 1964

WITNESS to the above signatures :-

Paul J. Delahunt

327 Stockport Road,
Manchester 15.

Chartered Accountant

DUPLICATE FOR THE FILE.

No. 810108



Certificate of Incorporation

I Hereby Certify that

BROWN & PARKER (SHOPFITTERS) CO. LIMITED

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

Given under my hand at London this TWENTY-THIRD DAY OF JUNE
ONE THOUSAND NINE HUNDRED AND SIXTY FOUR.

J. S. Whitfield.

Assistant Registrar of Companies.

Certificate received by } Shaw & Blake Ltd.
8, Bell Yard, W.C.2.

23 JUN 1964

Date

THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES

COPY

Special Resolution

(pursuant to the provisions of Section 141 (2) of the Companies Act, 1948)

OF

BROWN & PARKER (SHOPFITTERS) CO.

LIMITED.

8TH day of DECEMBER 19 67 .

7th Passed the

At an EXTRAORDINARY GENERAL MEETING of the Members of the above-named Company, duly convened and held at Daw Bank, Mersey Square, Stockport, Cheshire.

on the 8th day of December 19 67 , the following Special Resolution was duly passed:—

That the Share Capital of the Company be increased to £5000 by the creation of 4900 new Ordinary Shares of £1 each to rank pari passu in all respects with the existing 100 Ordinary Shares of the Company.

K. Brown
.....
Director

* The copy Resolution must be signed by the Chairman of the meeting at which it was passed or a Director or the Secretary of the Company. The Certificate overleaf must be completed and signed by a Director and the Secretary of the Company. The copy Resolution must be filed with the Registrar of Companies within 15 DAYS after the passing of the same.

WE HEREBY CERTIFY that, to the best of our knowledge and belief, the conditions mentioned in subsection (2) of Section 129 of the Companies Act, 1948, are satisfied at the date of passing of this Resolution, and have been satisfied at all times since the 23rd day of June 1964.

K. S. Swain

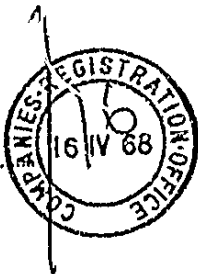
..... Director.

V. P. K. S.

..... Secretary.

§ Insert "1st July 1948" or, if the Company was registered after that date, the date on which it was registered, or, if the Board of Trade has made a direction under the proviso to Section 129 (1) of the Companies Act, 1948, the time at which it was shown to the Board of Trade that the conditions mentioned in the certificate were satisfied.

No. of COMPANY 810108



[C.F. 10]

THE COMPANIES ACT, 1948.

Notice of Increase in Nominal Capital.

Pursuant to Section 63.

NAME OF
COMPANY

BROWN & PARKER (SHOPFITTERS) CO.

LIMITED

JORDAN & SONS, LTD.,
116, Chancery Lane, London, W.C.2.

Cat. No. C.F. 10.

SHAW & SONS LTD.,
7, 8 & 9, Fetter Lane, London, E.C.4.

Law Stationers and Company Registration Agents.

S1004 (V) □

Presented by

FRANK WILKINSON & CO.
CHARTERED ACCOUNTANTS
346, Chester Road, Manchester, 16



Notice of Increase in Nominal Capital.

To the REGISTRAR OF COMPANIES.

BROWN & PARKER (SHOPFITTERS) CO.

LIMITED,

hereby gives you notice pursuant to Section 63 of the Companies Act, 1948, that by (a) Special Resolution of the Company dated the 8th day of December 1967, the nominal Capital of the Company has been increased by the addition thereto of the sum of £4900 beyond the registered Capital of £100

The additional Capital is divided as follows:—

Number of Shares.	Class of Share.	Nominal Amount of each Share.
4900	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 shares to rank pari passu in all respects with the existing shares.

~~of the new Shares are Preference Shares, and are (b) [not] redeemable.~~

(Signature)

K. Brown

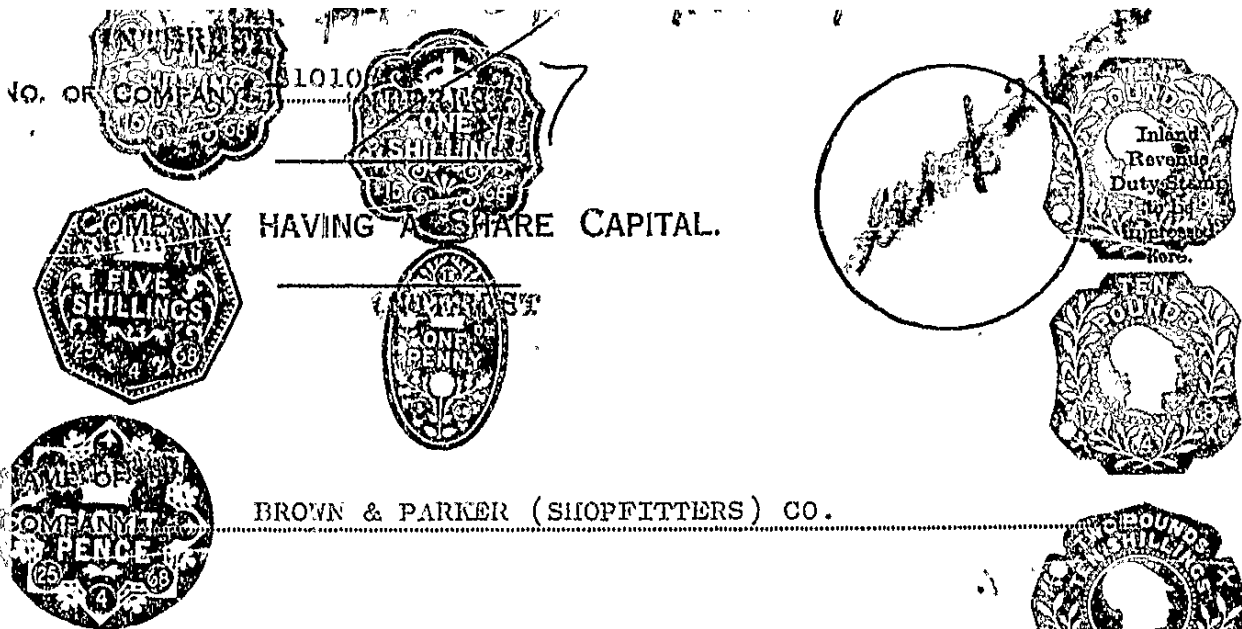
(State whether Director, or Secretary) DIRECTOR

Dated the 13th day of February 1968

- (a) "Ordinary," "Extraordinary" or "Special"
(b) Delete as appropriate.

This margin to be reserved for binding.

THIS STATEMENT IS REQUIRED FOR FILING, AND MUST NOT BE WRITTEN AGENCES.



COMPANY HAVING A SHARE CAPITAL.

BROWN & PARKER (SHOFFITTERS) CO.

Statement of Increase of Nominal Capital

pursuant to Section 112 of the Stamp Act, 1891.

(NOTE.—The stamp duty on an increase of Nominal Capital is Ten shillings for every £100 or fraction of £100—Section 41, Finance Act, 1933.)

The Nominal Capital of the above-named Company has by a Resolution of the Company dated 8th DECEMBER 1967 been increased by the addition thereto of the sum of £4900 beyond the Registered Capital of ONE HUNDRED ORDINARY SHARES OF £1 EACH

Signature..... *K. Brown*

Date 13th February 1968 Description..... DIRECTOR

This statement is to be filed within 15 days after the passing of the Resolution by which the Registered Capital is increased, and if not so filed Interest on the Duty at the rate of 5 per cent. per annum from the passing of the Resolution is also payable (s. 5, Revenue Act, 1903).

NOTE.—Attention is drawn to Section 63 of the Companies Act, 1948, relative to the filing of a Notice of Increase and a printed copy of the Resolution authorising the increase.

CAT. NO. CA.25.

JORDAN & SONS, LTD.,
116, Chancery Lane, London, W.C.2.

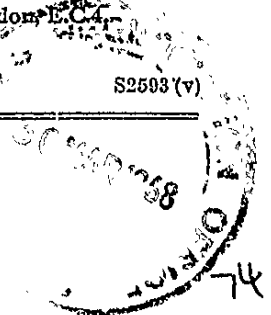
SHAW & SONS LTD.,
7, 8 & 9, Fetter Lane, London E.C.4.

Law Stationers and Company Registration Agents.

S2503 (A)

Presented for registration by

FRANK WILKINSON & CO.
CHARTERED ACCOUNTANTS
346, Chester Road, Manchester, 16



8/01/08/27#

C.A. 51

THE COMPANIES ACTS, 1948 TO 1967

COPY

† SPECIAL **Resolution**
(pursuant to Section 141 () of the Companies Act, 1948)†
OF

BROWN & PARKER (SHOPFITTERS) CO.
LIMITED.

Passed the 17TH day of OCTOBER 1972 .

At an EXTRAORDINARY GENERAL MEETING of the Members of the above-named Company, duly convened and held at the Company's Offices Daw. Bank, Mersey Square, Stockport, Cheshire.

on the 17TH day of OCTOBER 1972, the following
† Special Resolution was duly passed :—

JP

"That the Share Capital of the Company be increased to £30000 by the creation of 25000 Ordinary Shares of £1 each to rank pari passu in all respects with the existing 5000 Ordinary Shares of the Company."

D. Parker

D. PARKER
SECRETARY

43

- † Insert "Special" or "Extraordinary" as the case may be.
- ‡ Where this Form is returned to the Publishers to be printed, they will fill in the correct references to the Sections in which the Resolution was passed.
- * This copy Resolution must be signed by the Chairman of the Meeting or a Director or the Secretary of the Company.
- The copy Resolution must then be filed with the Registrar of Companies within 15 DAYS after the passing of

NO. OF COMPANY 810108

[C.F. 10]

THE COMPANIES ACTS, 1948 TO 1967.

Notice of Increase in Nominal Capital.

Pursuant to Section 63

NAME OF
COMPANY

BROWN & PARKER (SHOPFITTERS) CO.

LIMITED.

CAT. No. C.F. 10.

JORDAN & SONS LIMITED
Company Registration Agents, Printers & Publishers
City Office: Wilco House, 82 City Road
LONDON, E.C.1

Presented by

Document Filer's Reference

48

FRANK WILKINSON & CO.
Chartered Accountants
748 WILMSLOW ROAD
DIDSLEY, MANCHESTER
M20 0DW

Notice of Increase in Nominal Capital.

To the REGISTRAR OF COMPANIES.

BROWN & PARKER (SHOPFITTERS) CO.

...LIMITED,

hereby gives you notice pursuant to Section 63 of the Companies Act, 1948,
that by (a).....Special.....Resolution of the Company dated the
.....17th.....day of.....October.....19.72, the nominal Capital
of the Company has been increased by the addition thereto of the sum of
£. 25000.....beyond the registered Capital of £. 5000.....

The additional Capital is divided as follows :—

Number of Shares	Class of Share	Nominal Amount of each Share
25000	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 shares to rank pari passu
in all respects with the existing
shares

.....of the new Shares are Preference Shares, and are (b) [not]
redeemable. ✓ / /

(Signature)

SECRETARY

(State whether Director, or Secretary)

Dated the 17th day of October 1972

(a) "Ordinary," "Extraordinary" or "Special"

⁹ This margin to be reserved for binding

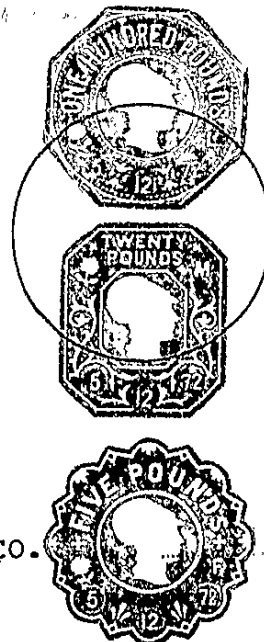


NO. OF COMPANY

810108

/26

COMPANY HAVING A SHARE CAPITAL.



Inland Revenue Duty Stamp to be impressed here.

NAME OF

COMPANY

BROWN & PARKER (SHOPFITTERS) CO.

LIMITED.

Statement of Increase of Nominal Capital

pursuant to Section 112 of the Stamp Act, 1891.

(NOTE.—The stamp duty on an increase of Nominal Capital is Ten shillings for every £100 or fraction of £100—Section 41, Finance Act, 1933.)

The Nominal Capital of the above-named Company has by a Resolution of the Company dated 17th October 1972 been increased by the addition thereto of the sum of £25000 beyond the Registered Capital of Five thousand pounds divided into 5000 Ordinary Shares of £1 each.

Signature.....

[Handwritten Signature]

Date 17th October 1972

Description..... SECRETARY

This statement is to be filed within 15 days after the passing of the Resolution by which the Registered Capital is increased, and if not so filed Interest on the Duty at the rate of 5 per cent. per annum from the passing of the Resolution is also payable (s. 5. Revenue Act, 1903).

NOTE.—Attention is drawn to Section 63 of the Companies Act, 1948, relative to the filing of a Notice of Increase and a printed copy of the Resolution authorising the increase.

CAT. No. C.A.26.

JORDAN & SONS, LTD.,
7, 8 & 9, Fetter Lane, London, E.C.4.
Company Registration Agents.



Presented for registration by

FRANK WILKINSON & CO.
Chartered Accountants
748 WILMSLOW ROAD
DIDSbury, MANCHESTER
M20 0DW

This margin reserved for binding, and must not be written across.

The Insolvency Act 1986, Bankruptcy (Scotland) Act 1985
Pursuant to Regulations 12 and 13 of the Insolvency Practitioners Regulations 1986

Authorised Insolvency Practitioners Certificate of Specific Penalty

*To the Court/Accountant in Bankruptcy/Registrar of Companies

For Official Use

*Court Reference No.

Company No.

810 108

*Full name of Company or debtor Brown & Parker (Shopfitters) Co Ltd

Nature of Appointment Joint Administrative Receivership

Date of Appointment 25 February 1992

Name of Surety/Cautioner Sun Alliance and London Insurance plc (incorporated in England)
Address of Issuing Office
of Surety/Cautioner

Bond No./Certificate No. 03Y/GA00124290/024

Bond issued by Willis Corroon North Ltd., Centurion House, 129 Deansgate, Manchester

Enabling Bond
Renewal Date 29 December 1992

Full name of Principal
Office Holder and address Mr I C Powell Price Waterhouse
York House
York Street
Manchester M2 4WS

Authorising body Institute of Chartered Accountants in England and Wales

We (the Surety) hereby certify that the amount of the Specific Penalty in respect of the above mentioned matter shall be in the sum of £50,000
Premium £30.00
from 6 March 1992, date of Certificate to the earlier of discharge or release or the date of termination

Signed 
(Duly Authorised Officer of the Surety)

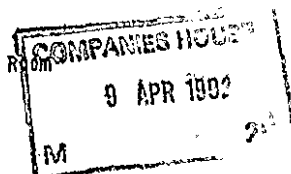
Date 1 April 1992

For Official Use

Presenter's name address and reference

Insolvency Section

Post Room



The Insolvency Act 1986, Bankruptcy (Scotland) Act 1985
Pursuant to Regulations 12 and 13 of the Insolvency Practitioners Regulations 1986

Authorised Insolvency Practitioners Certificate of Specific Penalty

*To the Court/Accountant in Bankruptcy/Registrar of Companies

For Official Use

*Court Reference No.

Company No.

810108

*Full name of Company or debtor Brown & Parker (Shopfitters) Co Ltd

Nature of Appointment Joint Administrative Receivership

Date of Appointment 25 February 1992

Name of Surety/Cautioner Sun Alliance and London Insurance plc (incorporated in England)
Address of issuing Office
of Surety/Cautioner

Bond No./Certificate No. 03Y/GA/00124282/021

Bond issued by Willis Corroon North Ltd., Centurion House, 129 Deansgate, Manchester

Enabling Bond
Renewal Date 29 December 1992

Full name of Principal
Office Holder and address Mr A J P Brereton
Price Waterhouse
York House
York Street
Manchester M2 4WS

Authorising body Institute of Chartered Accountants in England and Wales

We (the Surety) hereby certify that the amount of the Specific Penalty in respect of the above mentioned matter shall be in the sum of £50,000
Premium £30.00
from 6 March 1992, date of Certificate to the earlier of discharge or release or the date of termination

Signed 
(Duly Authorised Officer of the Surety)

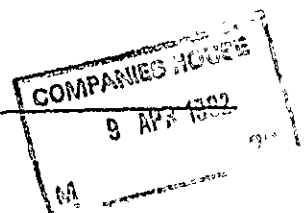
Date 1 April 1992

For Official Use

Presenter's name address and reference

Insolvency Section

Post Room



The Insolvency Act 1986, Bankruptcy (Scotland) Act 1985
Pursuant to Regulations 12 and 13 of the Insolvency Practitioners Regulations 1986

Authorised Insolvency Practitioners Certificate of Specific Penalty

*To the Court/Accountant in Bankruptcy/Registrar of Companies

For Official Use

*Court Reference No.

Company No. 810108

*Full name of Company or debtor Brown & Parker (Shopfitters) Co Ltd

Nature of Appointment Joint Administrative Receivership

Date of Appointment 25 February 1992

Name of Surety/Cautioneer Sun Alliance and London Insurance plc (incorporated in England)
Address of issuing Office
of Surety/Cautioneer

Bond No./Certificate No. 03Y/GA/00124282/021

Bond issued by Willis Corroon North Ltd., Centurion House, 129 Deansgate, Manchester

Enabling Bond

Renewal Date 29 December 1992

Full name of Principal
Office Holder and address

Mr A J P Brereton

Price Waterhouse
York House
York Street
Manchester M2 4WS

Authorising body

Institute of Chartered Accountants in England and Wales

We (the Surety) hereby certify that the amount of the Specific Penalty in respect of the above mentioned
matter shall be in the sum of £50,000

Premium £30.00

from 6 March 1992, date of Certificate to the earlier of discharge or release or the date of
termination

Signed

(Duly Authorised Officer of the Surety)

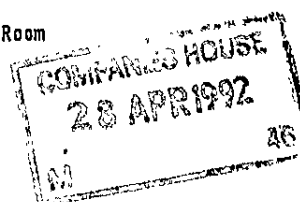
Date 23 April 1992

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Presenter's name address and reference

Insolvency Section

Post Room



Sun Alliance and London PLC

IPR 12 and 13

The Insolvency Act 1986, Bankruptcy (Scotland) Act 1985
Pursuant to Regulations 12 and 13 of the Insolvency Practitioners Regulations 1986

Authorised Insolvency Practitioners Certificate of Specific Penalty

***To the Court/Accountant in Bankruptcy/Registrar of Companies**

For Official Use

[Empty box for official use]

***Court Reference No.**

Company No. 810108

***Full name of Company or debtor Brown & Parker (Shopfitters) Co Ltd**

Nature of Appointment Joint Administrative Receivership

Date of Appointment 25 February 1992

Name of Surety/Cautiomer Sun Alliance and London Insurance plc (incorporated in England)
Address of Issuing Office
of Surety/Cautiomer:

Bond No./Certificate No. 03Y/GA00124290/024

Bond issued by Willis Corroon North Ltd., Centurion House, 129 Deansgate, Manchester

Enabling Bond

Renewal Date 29 December 1992

Full name of Principal

Office Holder and address Mr I C Powell

Price Waterhouse

York House

York Street

Manchester M2 4WS

Authorising body

Institute of Chartered Accountants in England and Wales

We (the Surety) hereby certify that the amount of the Specific Penalty in respect of the above mentioned matter shall be in the sum of £50,000

Premium £30.00

from 6 March 1992, date of Certificate to the earlier of discharge or release or the date of termination

Signed 
(Duly Authorised Officer of the Surety)

Date 23 April 1992

For Official Use

Presenter's name address and reference

Insolvency Section



The Insolvency Act 1986
Administrative
Receiver's Report

S.48(1)

Pursuant to section 48(1) of the Insolvency
Act 1986 and Rule 3.8(3) of the Insolvency
Rules 1986

To the Registrar of Companies

For official use

--	--	--

Company Number

810108

Name of Company

Insert full name of
company

BROWN AND PARKER (SHOPFITTERS) CO LIMITED

Limited

~~NY~~We IAN CLIFFORD POWELL AND ANTHONY JOHN PATRICK BRERETON

of PRICE WATERHOUSE, YORK HOUSE, YORK STREET, MANCHESTER,
M2 5WS.

administrative receiver(s) of the company attach a copy of ~~NY~~ [our] report to
creditors and ~~NY~~ a copy of the statement of affairs of the company

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BRUNSWICK PLACE
LONDON W1P 0BE
TELEPHONE 01-253 3000
TELEX 281015



JAR10

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

Signed IC Powell

Dated 12.5.92

PRICE WATERHOUSE, YORK HOUSE

YORK STREET, MANCHESTER,

M2 4WS.

For Official Use
Insolvency Section

Post Room

COMM
7 MAY 1992
M

Price Waterhouse



1 May 1992

TO THE CREDITORS OF BROWN AND PARKER (SHOPFITTERS) CO LIMITED (IN RECEIVERSHIP)

Dear Sirs

BROWN AND PARKER (SHOPFITTERS) CO LIMITED (IN RECEIVERSHIP)

Introduction

- 1 We were appointed joint administrative receivers of Brown and Parker (Shopfitters) Co Limited ("Brown and Parker") on 25 February 1992 by National Westminster plc ("the Bank") pursuant to powers contained in a debenture dated 15 May 1991.
- 2 We set out below our report to the creditors of the company in accordance with Section 48 of the Insolvency Act 1986.

Statutory information

- 3 Brown and Parker (registered number 810108) was incorporated on 23 June 1964.
- 4 The principal activity of the company was the production and installation of shopfitting equipment.
- 5 The officers of the company at the date of our appointment were as follows:

D Parker Esq
R M Parker Esq
K Brown Esq
G K Brown Esq

- 6 The registered office of the company at the date of our appointment was as follows:

Didsbury House
748 Wilmslow Road
Didsbury
Manchester
M20

- 7 The company was owned by Mr Kenneth Brown and Mr Derek Parker, both directors of the company.

Events leading up to the appointment of joint administrative receivers

- 8 The company operated profitably during 1990 and for part of 1991. However, the recession in the retail industry on which Brown and Parker was dependant for the majority of its business had a severe effect on profitability in late 1991 and early 1992.

- 9 During the months of January and February 1992, the company's turnover decreased significantly and production virtually ceased. In view of the effect on the viability of the company, the directors invited the appointment of joint administrative receivers to Brown and Parker on 25 February 1992.

Asset realisations

- 10 In the absence of any actual or prospective orders, there was no alternative but to make the majority of the workforce, including directors, redundant with immediate effect. The remaining employees were also made redundant shortly afterwards.

- 11 Since the date of our appointment we have been collecting the book debts of the company and marketing the company's leasehold premises at Portwood, Stockport.

Statement of affairs

- 12 The directors have not yet submitted a Statement of Affairs.

Amounts owed to the Bank

- 13 The company's net liability to the Bank on its borrowing amounted to approximately £271,000 at the date of our appointment, excluding ongoing interest and charges.

Preferential creditors

- 14 It has not been possible to estimate the level of preferential claims against the company with any accuracy until the directors produce a Statement of Affairs.

Amount available for the payment of unsecured creditors

- 15 At the present time we are uncertain as to whether there will be any dividend available for unsecured creditors, this being dependant upon the eventual level of realisations achieved from the leasehold property. Given this uncertainty we are unable to issue a VAT bad debt certificate.

Yours faithfully



I C Powell and A J P Brereton
Joint Administrative Receivers

ICP/MJJ/AJW/B&P/120

The Insolvency Act 1986, Bankruptcy (Scotland) Act 1985
Pursuant to Regulations 12 and 13 of the Insolvency Practitioners Regulations 1986

Authorised Insolvency Practitioners Certificate of Specific Penalty

*To the Court/Accountant in Bankruptcy/Registrar of Companies

For Official Use



*Court Reference No.

Company No. 810108

*Full name of Company or debtor Brown & Parker (Shopfitters) Ltd

Nature of Appointment Joint Administrative Receivership

Date of Appointment 25 February 1992

Name of Surety/Cautioneer Sun Alliance and London Insurance plc (incorporated in England)
Address of issuing Office
of Surety/Cautioneer

Bond No./Certificate No. 03Y/GA00124290/059

Bond issued by Willis Corroon North Ltd., Centurion House, 129 Deansgate, Manchester

Enabling Bond
Renewal Date 29 December 1992

Full name of Principal
Office Holder and address Mr I C Powell Price Waterhouse
York House
York Street
Manchester M2 4WS

Authorising body Institute of Chartered Accountants in England and Wales

We (the Surety) hereby certify that the amount of the Specific Penalty in respect of the above mentioned matter shall be in the sum of £80,000
Premium £48.00
from 6 March 1992, date of Certificate to the earlier of discharge or release or the date of termination

Signed 
(Duly Authorised Officer of the Surety)

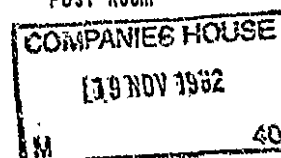
Date 15/10/92

For Official Use

Presenter's name address and reference

Insolvency Section

Post Room



The Insolvency Act 1986, Bankruptcy (Scotland) Act 1985
Pursuant to Regulations 12 and 13 of the Insolvency Practitioners Regulations 1986

Authorised Insolvency Practitioners Certificate of Specific Penalty

*To the Court/Accountant in Bankruptcy/Registrar of Companies

For Official Use

*Court Reference No.

Company No. 810108

*Full name of Company or debtor Brown & Parker (Shopfitters) Ltd

Nature of Appointment Joint Administrative Receivership

Date of Appointment 25 February 1992

Name of Surety/Cautiomer Sun Alliance and London Insurance plc (incorporated in England)
Address of Issuing Office
of Surety/Cautiomer

Bond No./Certificate No. 03Y/GA00124282/047

Bond Issued by Willis Corroon North Ltd., Centurion House, 129 Deansgate, Manchester

Enabling Bond

Renewal Date 29 December 1992

Full name of Principal
Office Holder and address Mr A J P Brereton Price Waterhouse
York House
York Street
Manchester M2 4WS

Authorising body Institute of Chartered Accountants in England and Wales

We (the Surety) hereby certify that the amount of the Specific Penalty in respect of the above mentioned matter shall be in the sum of £80,000

Premium £48.00

from 6 March 1992, date of Certificate to the earlier of discharge or release or the date of termination

Signed 
(Duly Authorised Officer of the Surety)

Date 15/10/92

For Official Use

Presenter's name address and reference

Insolvency Section

Post Room





Rule 3.32 The Insolvency Act 1986

Receiver or Manager or
Administrative Receiver's
Abstract of Receipts and Payments

Pursuant to section 38 of the
Insolvency Act 1986
Rule 3.32(1) of the Insolvency Rules
1986

5.381A

For Official Use

To the Registrar of Companies

- *To the Company
- *To the members of the creditors committee
- *To the appointor of administrative receiver

Company Number

810108

Name of Company

BROWN AND PARKER (SHOPFITTER)

I/We Ian Clifford Powell

Anthony John Patrick Brereton

of York House
York Street
Manchester
M2 4WS

appointed ~~receiver(s)~~ / ~~manager(s)~~ / ~~receiver(s) and manager(s)~~
/ administrative receiver(s) of the company on

25 February 1992

present overleaf my/our abstract of receipts and payments for
the period from

25 February 1992

to

24 February 1993

Number of continuation sheets attached

Signed

IC Powell

Date

24/5/93

Price Waterhouse
York House
York Street
Manchester
M2 4WS

Ref: MFLBP01/ICP/SAP/JH

For Official Use
Insolvency Sect Post Room

333

Note

ABSTRACT

The receipts and payments must severally be added up at the foot of each sheet and the totals carried forward from one abstract to another without any intermediate balance so that the gross totals shall represent the total amounts received and paid by the receiver since he was appointed

*Delete as appropriate

*Delete as appropriate

RECEIPTS		£
Brought forward from previous Abstract (if any)		0.00
Book Debts		64102.40
Interest Received Gross		1430.55
Fxd-Sundry Debts		215.00
Fxd-VAT Repayment		26028.93
Plant and Machinery		14820.00
Motor Vehicles		20375.04
Sundry Realisations		2250.00
Interest Received Gross		499.25
Sundry Income		479.94
Carried forward to *continuation sheet/next Abstract		130201.11
PAYMENTS		£
Brought forward from previous Abstract (if any)		0.00
Security		152.00
Dtr/Ctr Control		734.38
Office Holders Fees		30000.00
Office Holders Expenses		255.00
Legal Fees		200.00
Debt Collection Fees		550.00
Insurance		4050.00
Utilities		98.59
Establishment Costs		12912.50
Advertising Expenses		3521.00
Office Holders Fees		15000.00
Office Holders Expenses		2432.00
Agents Fees and Expenses		7127.18
Insurance		768.33
Bank Charges and Interest		120.99
Legal Fees		1240.00
Wages and Salaries		1378.77
Utilities		955.51
Repairs and Maintenance		232.49
Sundry Costs		32.75
VAT Receivable		42.00
Fixed Chg VAT Receivable		2373.64
VAT Control Account		6174.28
Carried forward to *continuation sheet/next Abstract		90351.41



Rule 3.32 The Insolvency Act 1986

Receiver or Manager or
Administrative Receiver's
Abstract of Receipts and Payments

Pursuant to section 38 of the
Insolvency Act 1986
Rule 3.32(1) of the Insolvency Rules
1986

5.38/1A

For Official Use

To the Registrar of Companies

--	--	--

- *To the Company
- *To the members of the creditors committee
- *To the appointor of administrative receiver

Company Number

810108

Name of Company

BROWN AND PARKER (SHOPFITTER)

I/We Ian Clifford Powell

Anthony John Patrick Brereton

of York House
York Street
Manchester
M2 4WS

appointed ~~receiver(s) / manager(s) / receiver(s) and manager(s)~~
/ administrative receiver(s) of the company on

25 February 1992

present overleaf my/our abstract of receipts and payments for
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25 February 1993

to

24 February 1994

Number of continuation sheets attached

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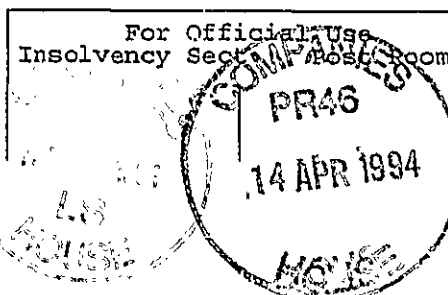
Signed

IC Powell

Date 28/3/94

Price Waterhouse
York House
York Street
Manchester
M2 4WS

Ref: MARBP01/ICP/SAP/JH



Note

ABSTRACT

The receipts and payments must severally be added up at the foot of each sheet and the totals carried forward from one abstract to another without any intermediate balance so that the gross totals shall represent the total amounts received and paid by the receiver since he was appointed

*Delete as appropriate

RECEIPTS		£
Brought forward from previous Abstract (if any)		130201.11
Security		152.00
Book Debts		415.77
Interest Received Gross		1145.04
Fxd-VAT Repayment		25484.07
Sundry Realisations		302.50
Interest Received Gross		127.47
Carried forward to *continuation sheet /next Abstract		157827.96
PAYMENTS		£
Brought forward from previous Abstract (if any)		90351.41
Receivers' Fees		3000.00
Utilities		91.61
Establishment Costs		8840.32
Dist to 1st Mortgagee		32500.00
Receivers' Expenses		467.99
Other Professional Fees		1400.00
Utilities		45.19
VAT Receivable		291.54
Fixed Chg VAT Receivable		639.19
VAT Control Account		81.90
Carried forward to *continuation sheet /next Abstract		137709.15

*Delete as appropriate



FORM 3.6

Rule 3.32 The Insolvency Act 1986

Receiver or Manager or
Administrative Receiver's
Abstract of Receipts and Payments

Pursuant to section 38 of the
Insolvency Act 1986
Rule 3.32(1) of the Insolvency Rules
1986

S.38(1)

For Official Use

To the Registrar of Companies

- *To the Company
- *To the members of the creditors committee
- *To the appointor of administrative receiver

Company Number

810108

Name of Company

BROWN AND PARKER (SHOPFITTER)

I/We Ian Clifford Powell

Anthony John Patrick Brereton

of York House
York Street
Manchester
M2 4WS

appointed ~~receiver(s) / manager(s) / receiver(s) and manager(s)~~
/ administrative receiver(s) of the company on

25 February 1992

present overleaf my/our abstract of receipts and payments for
the period from

25 February 1994

to

24 February 1995

Number of continuation sheets attached

Signed

*IC Powell**A.J.P. Brereton*

Date

9/3/95

Price Waterhouse
York House
York Street
Manchester
M2 4WS

Ref: MARBP01/ICP/SAP/JPH

For Official Use
Insolvency Sect Post Room



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COMPANIES HOUSE 18/03/95

Note

ABSTRACT .

The receipts and payments must severally be added up at the foot of each sheet and the totals carried forward from one abstract to another without any intermediate balance so that the gross totals shall represent the total amounts received and paid by the receiver since he was appointed

*Delete as appropriate

RECEIPTS		£
Brought forward from previous Abstract (if any)		157827.96
Interest Received Gross		186.33
Interest Received Gross		72.07
Fixed Chg VAT Receivable		1659.25
VAT Control Account		81.90
Carried forward to *continuation sheet /next Abstract		159827.51
PAYMENTS		£
Brought forward from previous Abstract (if any)		137709.15
Agents/Valuers Fees		3275.00
Insurance		5508.70
Utilities		177.40
Establishment Costs		6310.50
Receivers' Fees		2000.00
Bank Charges and Interest		2.17
VAT Receivable		111.30
Carried forward to *continuation sheet /next Abstract		155094.72

*Delete as appropriate