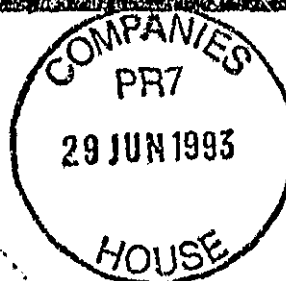




COMPANIES HOUSE



BR1

O.K.

This form should be completed in black.

**Return delivered for registration of a branch of
an overseas company**

(Pursuant to Schedule 21A, paragraph 1 of the Companies Act 1985)

For office use only: **CN** FC 10558 **BN** BR 1221

Corporate name
(See note 5) (name in parent state)

Black & Decker Investment Company

Business name
(If different to corporate name)

Country of Incorporation

State of Delaware, USA

Identity of register
(If applicable)

Division of Corporations of Delaware

and registration no. 0895655

Legal form
(See note 3)

Limited Liability U.S. Corporation

☐ See note 2

PART A - COMPANY DETAILS ¹

☐ State whether the company is
a credit or financial institution

* Is the company subject to Section 699A of the Companies Act 1985?

YES ☐

NO ☒

(1) These boxes need not be completed by companies formed in EC member states

Governing law
(See note 4)

General corporation law of the State of Delaware

Accounting
requirements

Period for which the company is required to prepare accounts by
parent law. from N/A. to

Period allowed for the preparation and public disclosure of accounts
for the above period N/A. months

(2) This box need NOT be completed by companies from EC member states, OR where the constitutional documents of the company already show this information.

Address of principal place of
business in home country

Objects of company

Issued share capital

Formal registered office
Corporation Trust Centre, 1209 Orange Street,

Wilmington, Delaware 19801, USA

Maintenance and management of its intangible investme

386,656,910 Currency US Dollars

Company Secretary(ies)

(See note 10)

Name

* Voluntary details

Address

Usual residential address must be
given. In the case of a corporation,
give the registered or principal
office address.

*Style/Title

Forenames

Surname

*Honours etc.

Previous Forenames

Previous surname

Post town

County/Region

Postcode

Country

Company Secretary(ies)

(See note 10)

Name

* Voluntary details

Address

Usual residential address must be
given. In the case of a corporation,
give the registered or principal
office address.

(You may photocopy this page
if required)

Directors

(See note 10)

Name

* Voluntary details

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.)
Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as applicable

(You may photocopy this page as required)

*Style/Title _____

Forenames _____

Surname _____

*Honours etc. _____

Previous Forenames _____

Previous surname _____

Post town _____

County/Region _____

Postcode _____

Country _____

Date of Birth

--	--	--	--	--

Nationality _____

Business Occupation _____

Other Directorships _____

The extent of the authority to represent the company is :- (give details)

These powers :-

#

☐

May be exercised alone

#

OR

☐

Must be exercised with :-

(Give name(s) of co-authorised person(s))

Directors

(See note 10)

Name

* Voluntary details

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as applicable

(You may photocopy this page as required)

* Style/Title

Forenames

Surname

* Honours etc.

Previous Forenames

Previous surname

Post town

County/Region

Postcode

Country

Date of Birth

--	--	--	--

Nationality

Business Occupation

Other Directorships

The extent of the authority to represent the company is :- (give details)

These powers :-

#

☐

May be exercised alone

OR

#

☐

Must be exercised with :-

(Give name(s) of co-authorised person(s))

Constitution of company

(See notes G to D)

Mark box(es)
as applicable

(See note D)

- # ☐ A certified copy of the instrument constituting or defining the constitution of the company
AND
☐ A certified translation
*is/are delivered for registration

* Delete as applicable

AND/OR

A certified copy of the constitutional documents and latest accounts of the company, together with a certified translation of them if they are not in the English language, must accompany this form.

- # ☐ A copy of the latest accounts of the company
AND
☐ A certified translation
*is/are delivered for registration

AND/OR

The company may rely on constitutional and accounting documents previously filed in respect of another branch registered in the United Kingdom.

- # The
☐ Constitutional documents (*and certified translations)
AND/OR
☐ The latest accounts (*and certified translations)
of the company were previously delivered on the registration of the branch of the company at :-
Cardiff ☐ Edinburgh ☐ Belfast ☐
Registration no.

AND/OR

The company may also rely on particulars about the company previously filed in respect of another branch in that part of Great Britain, provided that any alterations have been notified to the Registrar.

- ☐ the particulars about the company were previously delivered in respect of a branch of the company registered at THIS registry.

Registration no.

AND/OR

The company may also rely on constitutional documents and particulars about the company officers previously filed in respect of a former Place of Business of that company, provided that any alterations have been notified to the Registrar.

- The
☒ Constitutional documents (~~*and certified translations~~)
AND/OR
☒ Particulars of the current directors and secretary(s)

were previously delivered in respect of a place of business of the company registered at THIS registry.

Registration no.

F010558

NOTE :- In all cases, the registration number of the branch or place of business relied upon must be given.

PART B - BRANCH DETAILS

Persons authorised to represent the company or accept service of process.

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch. Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf.

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised, (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised, jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate

*Style/Title MR
 Forenames CHRISTOPHER BRIAN
 Surname POWELL SMITH
 Address WEST POINT
THE GROVE
 Post town SLOUGH
 County/Region BERKSHIRE Postcode SL1 1QQ

Is # ☐ Authorised to accept service of process on the company's behalf

~~AND/OR~~

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

The Board and Officers of the Company

have full power to represent the Company

in accordance with its constitution as filed

These powers :-

☐ May be exercised alone

OR

☐ Must be exercised with :-

(Give name(s) of co-authorised person(s))

SEE ABOVE

Persons authorised to represent the company or accept service of process.

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch. Give details also of all persons resident in Great Britain, who are authorised to accept service of process on the company's behalf.

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised, jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate)

(You may photocopy this page as required)

*Style/Title MR

Forenames RONALD DAVID PACEY

Surname GREEN

Address WEST POINT

THE GROVE

Post town SLOUGH

County/Region BERKSHIRE Postcode SL1 1QQ

Is # ☒ Authorised to accept service of process on the company's behalf

*AND/OR

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

The Board and Officers of the Company have

full power to represent the Company

in accordance with its constitution as filed

These powers :-

☐ May be exercised alone

OR

☒ Must be exercised with :-

(Give name(s) of co-authorised person(s))

SEE ABOVE

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SCOPE OF AUTHORITY

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* Mark box(es) as appropriate

(You may photocopy this page as required)

*Style/Title MR

Forenames MICHAEL STEPHEN

Surname KARSNER

Address WEST POINT

THE GROVE

Post town SLOUGH

County/Region BERKSHIRE Postcode SL1 1QQ

Is # ☐ Authorised to accept service of process on the company's behalf ~~AND/OR~~

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

The Board and Officers of the Company have

full power to represent the Company

in accordance with its constitution as filed

These powers :-

☐ May be exercised alone

OR

☒ Must be exercised with :-

(Give name(s) of co-authorised person(s))

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* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

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Mark box(es) as appropriate)

(You may photocopy this page as required)

*Style/Title MR

Forenames BRIAN DAVID

Surname RIVERS

Address WEST POINT

THE GROVE

Post town SLOUGH

County/Region BERKSHIRE Postcode SL1 1QQ

Is # ☐ Authorised to accept service of process on the company's behalf

~~OR~~

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

The Board and Officers of the Company have

full power to represent the Company

in accordance with its constitution as filed

These powers :-

☐ May be exercised alone

OR

☒ Must be exercised with :-

(Give name(s) of co-authorised person(s))

SEE ABOVE

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* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

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* Mark box(es) as appropriate)

(You may photocopy this page as required)

*Style/Title MR

Foronames ROGER HUMPHREY

Surname THOMAS

Address WEST POINT

THE GROVE

Post town SLOUGH

County/Region BERKSHIRE Postcode SL1 1QQ

Is # ☐ Authorised to accept service of process on the company's behalf

~~XXXX~~ OR

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

The Board and Officers of the Company have

full power to represent the Company

in accordance with its constitution as filed

These powers :-

☐ May be exercised alone

OR

☒ Must be exercised with :-

(Give name(s) of co-authorised person(s))

SEE ABOVE

Persons authorised to represent the company or accept service of process.

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch. Give details also of all persons resident in Great Britain, who are authorised to accept service of process on the company's behalf.

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

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* Mark box(es) as appropriate)

(You may photocopy this page as required)

*Style/Title MR

Forenames CLIVE GRAEME

Surname WATSON

Address WEST POINT

THE GROVE

Post town SLOUGH

County/Region BERKSHIRE Postcode SL1 1QQ

Is # ☐ Authorised to accept service of process on the company's behalf
~~XXXXX~~/OR

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

The Board and Officers of the Company have

full power to represent the Company

in accordance with its constitution as filed

These powers :-

☐ May be exercised alone

OR

☒ Must be exercised with :-

(Give name(s) of co-authorised person(s))

SEE ABOVE

Persons authorised to represent the company or accept service of process.

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch. Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf.

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

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" Mark box(es) as appropriate)

(You may photocopy this page as required)

*Style/Title	<u>MR</u>	
Forenames	<u>ROGER ALFRED</u>	
Surname	<u>WHICHELOW</u>	
Address	<u>WEST POINT</u>	
	<u>THE GROVE</u>	
Post town	<u>SLOUGH</u>	
County/Region	<u>BERKSHIRE</u>	Postcode <u>SL1 1QQ</u>
Is # <input type="checkbox"/>	Authorised to accept service of process on the company's behalf	
XXXX /OR		
Is # <input checked="" type="checkbox"/>	Authorised to represent the company in relation to that business	
The extent of the authority to represent the company is :- (give details)		
<u>The Board and Officers of the Company have</u>		
<u>full power to represent the Company</u>		
<u>in accordance with its constitution as filed</u>		
<u></u>		
<u></u>		
These powers :-		
# <input type="checkbox"/>	May be exercised alone	
OR		
# <input checked="" type="checkbox"/>	Must be exercised with :-	
(Give name(s) of co-authorised person(s))		
<u>SEE ABOVE</u>		
<u></u>		
<u></u>		
<u></u>		
<u></u>		

Persons authorised to represent the company or accept service of process.

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch. Give details also of all persons resident in Great Britain, who are authorised to accept service of process on the company's behalf.

• Delete as appropriate

SCOPE OF AUTHORITY

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• Mark box(es) as appropriate)

(You may photocopy this page as required)

*Style/Title Mr

Forenames William Ian Bede

Surname Freeman

Address Westpoint

The Grove

Post town Slough

County/Region Berkshire Postcode SL1 1QQ

Is # ☐ Authorised to accept service of process on the company's behalf

~~X~~ AND/OR

Is # ☒ Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

The Board and Officers of the Company

have full power to represent the Company

in accordance with its constitution as filed

These powers :-

☐ May be exercised alone

OR

☒ Must be exercised with :-

(Give name(s) of co-authorised person(s))

SEE ABOVE

Address of branch

(See note 11)

Address Comprising the Principal Office
of the Company Westpoint, The Grove
 Post town Slough
 County/Region Berkshire Postcode SL1 1QQ

Branch Details

(See note 12)

Date branch opened 01.01.93
 Business carried on at branch The principal activities
of management and control of the Company
including the ownership of preference
stock in its immediate holding company

SIGNATURE

Signed *CP Smith*
 (* Director / Secretary / Permanent representative *)
 Date 29 June 1993
 This form contains 6 continuation sheets.

To whom should Companies House
 direct any enquiries about the
 information on this form?

Name McKenna & Co (Ref: WMC)
 Address Mitre House
160 Aldersgate Street
London Postcode EC1A 4DD
 Telephone 071 606 9000 Extension 2002

When completed, this form together with any enclosures should be delivered to the Registrar of Companies at
 for branches established in England and Wales for branches established in Scotland

Companies House
 Crown Way
 Cardiff
 CF4 3UZ

Companies House
 100 - 102 George Street
 Edinburgh
 EN2 3DJ

FILE COPY



**CERTIFICATE OF REGISTRATION
OF AN OVERSEA COMPANY**

(Establishment of a branch)

Company No. FC010558

Branch No. BR001221

The Registrar of Companies for England and Wales hereby certifies that
BLACK & DECKER INVESTMENT COMPANY

has this day been registered under Schedule 21A to the Companies
Act 1985 as having established a branch in England and Wales

Given at Companies House, Cardiff, the 26th August 1993

H. G. Pell

For The Registrar Of Companies



C O M P A N I E S H O U S E