

(DUPLICATE FOR THE FILE)

No. 34867.



Certificate of Incorporation.

I hereby certify that

Aberdeen Gliding Club Limited

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

SIGNED by me at Edinburgh, this Tenth day of February

One Thousand Nine Hundred and Sixty

Registrar of Companies.

34867
1

SP/62

No. of Company

Form No. 41

THE COMPANIES ACT, 1948

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



Pursuant to Section 15(2).

Name of Company

ABERDEEN GLIDING CLUB

Limited.

I, ALAN CANTLAY
of 62 GRAMPIAN ROAD, ABERDEEN do solemnly
and sincerely
declare that I am (a) a person named in the Articles of Association as a (b) DIRECTOR (1,6)
of ABERDEEN GLIDING CLUB Limited.

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

Declared at Aberdeen

the 30th day of December 1959

before me

A. Whyte
Notary Public
(c) A Commissioner of Oaths.

Alcantay

(a) "A Solicitor of the Supreme Court" (or in Scotland "a Solicitor") "engaged in the formation," or "A person named in the Articles of Association as a Director or Secretary."

(b) Put "Director" or alternatively put "Secretary." Do not put both "Director and Secretary"

(c) or Notary Public or Justice of the Peace.

BUSINESS ECONOMY PRODUCTS LTD.
COMPANY REGISTRATION SPECIALISTS
19, WALKER STREET, EDINBURGH, 3

Tel. CAL 3167/3168

Presented by

A. CANTLAY

62 GRAMPIAN ROAD, ABERDEEN

REGISTERED

10 FEB 1960

No. 4892

BUSINESS ECONOMY PRODUCTS LTD., Company Registration Agents, 156 STRAND, LONDON, W.C.2

NOTE.—This Margin is reserved for binding, and must not be written across

BUSINESS ECONOMY PRODUCTS LTD.
COMPANY REGISTRATION SPECIALISTS
19, WALKER STREET, EDINBURGH, 3
Tel. CAL 1167/1168



The Companies Act, 1948



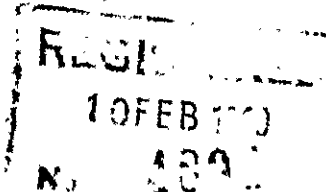
COMPANY LIMITED BY GUARANTEE

Memorandum of Association

OF

ABERDEEN GLIDING CLUB LIMITED

1. The name of the Company (hereinafter called the Club) is:-
"ABERDEEN GLIDING CLUB LIMITED"
2. The Registered Office of the Company will be situate in Scotland.
3. The Objects for which the Company is established are:-
 - (a) To provide, establish, maintain, conduct and carry on the business of gliding, flying and social club or clubs, reading rooms, recreation, billiard and refreshment rooms and accommodation for members, and in connection therewith to provide accommodation for storage of gliders, sailplanes, aeroplanes, waterplanes, helicopters and mechanically propelled vehicles of all kinds; to provide expert tuition for the training of air pilots, radio operators, navigators and other members of aircrew; to carry on the business of makers, dealers and repairers of and agents for radio equipment and mechanically propelled vehicles, gliders, sailplanes, aeroplanes, waterplanes, helicopters and planes of similar construction, and all kinds of aircraft, whether propelled by electrical, mechanical, turbine, jet or internal combustion power or otherwise; to carry on the business of engineers and consultants, to install radio equipment in aircraft and ground stations and to operate these, and to ply for hire with cars, aeroplanes, carriages, etc.
 - (b) To purchase, lease, hire, build, alter, adapt, construct, repair, uphold, maintain and furnish aviation grounds, buildings and suitable accommodation of all kinds; to carry on the business of caterers and purveyors of food, alcoholic and other drinks of all kinds; to buy, sell, hold and act as agents for the supply of spare parts, for all types of machinery, for petrol, lubricating oil and other fuels of all kinds; to obtain charter rights of all kinds, to arrange competitions, air pageants, concerts, dances and entertainments of all kinds or to assist in the promotion or organisation, and to provide prizes in connection therewith.



- (c) Subject to the provisions of Section 14 of the Companies Act 1948, to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Club may think necessary or convenient for the promotion of its objects and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the Club.
- (d) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Club as may be thought expedient with a view to the promotion of its objects.
- (e) To undertake and execute any trusts which may lawfully be undertaken by the Club and may be conducive to its objects.
- (f) To borrow or raise money for the purposes of the Club on such terms and on such security as may be thought fit.
- (g) To invest the moneys of the Club not immediately required for its purposes in or upon such investments, securities or property as may be thought fit.
- (h) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Club or calculated to further its objects.

Provided that the Club shall not support with its funds any object, or endeavour to impose on or procure to be observed by its members or others, any regulation, restriction or condition which if an object of the Club would make it a Trade Union.

3.

4. The income and property of the Club, whencesoever derived, shall be applied solely towards the promotion of the objects of the Club as set forth in this Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to the members of the Club.

Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the Club, nor prevent the payment of interest at a rate not exceeding five per cent. per annum on money lent or reasonable and proper rent for premises demised or let by any member to the Club; but so that no member of the Club shall be appointed to any salaried office of the Club, or any office of the Club paid by fees, and that no remuneration or other benefit in money or money's worth shall be given by the Club to any member except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Club, provided that the provision last aforesaid shall not apply to any payment to any company of which a member of the Club may be a member and in which such member shall not hold more than one-hundredth part of the capital and such member shall not be bound to account for any share of profits he may receive in respect of any such payment.

5. The liability of the members is limited.

3.

6. Every member of the Club undertakes to contribute to the assets of the Club, in the event of the same being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Club contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding four guineas.

7. If upon the winding up or dissolution of the Club there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Club, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Club, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Club under or by virtue of Clause 4 hereof, such institution or institutions to be determined by the members of the Club at or before the time of the dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object to be determined by the British Gliding Association.

8. True accounts shall be kept of the sums of money received and expended by the Club, and the matters in respect of which such receipts and expenditure take place, and of the property, credits and liabilities of the Club; and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Club for the time being, such accounts shall be open to the inspection of the members. Once at least in every year the accounts of the Club shall be examined and the correctness of the income and expenditure accounts and balance sheet ascertained by one or more properly qualified Auditor or Auditors.

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.

Alan Cantlay

Alan Cantlay, 62, Grampian Road, Aberdeen. Accountant.

Robert Porter McIntosh

Robert Porter McIntosh, 52, Beaconsfield Place, Aberdeen.
Garage Manager.

Alexander John Milne

Alexander John Milne, Lawsondale Cottage, Kingswells, Aberdeen.
Sales Representative

Joyce Smith

Joyce Smith, Summerville, Bieldside, Aberdeenshire. Bookkeeper.

Archibald Steele

Archibald Steele, 143, Hilton Avenue, Aberdeen. Schoolmaster.

Gordon Park Whitehead

Gordon Park Whitehead, 100, Craigton Road, Aberdeen.
Sales Representative

John P. Whitehead

John Park Whitehead, Heatherlea, Malcolm Road, Peterculter, Aberdeenshire, Glass and China Merchant.

DATED the fourteenth day of December 1959.

WITNESS to the above signatures : -

Fergus Forbes Robertson

Fergus Forbes Robertson,
8, Whinhill Road,
Aberdeen.



3
The Companies Act, 1948



COMPANY LIMITED BY GUARANTEE

Articles of Association

OF

ABERDEEN GLIDING CLUB LIMITED .

- - -

GENERAL

1. In these presents the words standing in the first column of the Table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column thereof, if not inconsistent with the subject or context -

Words.	Meanings.
The Act	. . The Companies Act 1948.
These presents	. . These Articles of Association, and the regulations of the Company (hereinafter called "the Club") from time to time in force.
The Club	. . The above-named Club.
The Committee	. . The Committee of Management for the time being of the Club.
The Office	. . The registered office of the Club.
The Seal	. . The common seal of the Club.
Month	. . Calendar month.
In writing	. . Written, printed or lithographed or partly one and partly another, and other modes of representing or reproducing words in a visible form

And words importing the singular number only shall include the plural number, and vice versa.

Words importing the masculine gender only shall include the feminine gender; and

REGISTERED

10 FEB 1950

Words importing persons shall include corporations.

Subject as aforesaid, any words or expressions defined in the Act or any statutory modification thereof in force at the date on which these presents become binding on the Club shall, if not inconsistent with the subject or context, bear the same meanings in these presents.

2. The number of members with which the Club proposes to be registered is 100 but the Committee may from time to time register an increase of members.

3. The provisions of Section 110 of the Act shall be observed by the Club, and every member of the Club shall either sign a written consent to become a member or sign the register of members on becoming a member.

4. The Club is established for the purposes expressed in the Memorandum of Association.

5. The members of the Club shall be the subscribers to the Memorandum of Association and every person who at the date of incorporation of the Club is a member of the unincorporated association known as the "Aberdeen Climbing Club" and who within three months after the incorporation of the Club deposits at the office a written requisition to become a member and such other persons as the Committee shall admit to membership.

GENERAL MEETINGS.

6. The Club shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place as may be determined by the Committee, and shall specify the meeting as such in the notices calling it, provided that every General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding meeting, and that so long as the Club holds its first Annual General Meeting within eighteen months after its incorporation or in the following year.

7. All General Meetings, other than Annual General Meetings, shall be called Extraordinary Meetings.

8. The Committee may whenever they think fit convene an Extraordinary Meeting, and Extraordinary Meetings shall also be convened on such requisition in writing by not less than ten members having at the date of deposit of the requisition a right to attend and vote at General Meetings shall be deemed to be a requisition in accordance with the Statutes so far as these provisions relate to the number of members required to requisition an Extraordinary General Meeting.

9. Twenty-one days' notice at the least of every Annual General Meeting and of every meeting convened to pass a Special Resolution, and fourteen days' notice at the least of every other General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given), specifying the place, the day and the hour of meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons as are under these presents or under the Act entitled to receive such notices from the Club; but with the consent of all the members entitled to receive notices thereof, or of such proportion thereof as is prescribed by the Act in the case of meetings other than Annual General Meetings, a meeting may be convened by such notice as those members may think fit.

10. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed or proceeding held, at any meeting.

PROCEEDINGS AT GENERAL MEETINGS

11. All business shall be deemed special that is transacted at an Extraordinary Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the Accounts, and the report of the Chairman and of the Auditors, the election of Office Bearers in the place of those retiring, and the appointment of, and the fixing of the remuneration of, the Auditor.

12. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided ten members personally present shall be a quorum.

13. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened on the requisition of members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, or at such other place as the Chairman shall appoint, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for the holding of the meeting the members present shall be a quorum.

14.. The Chairman of the Club shall preside as Chairman at every General Meeting but if there be no such Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the members present shall choose some member of the Committee, or if no such member be present, or if all the members of the Committee present decline to take the chair, they shall choose some member of the Club who shall be present to preside.

15. The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn a meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, the members shall not be entitled to any notice of an adjournment, or of the business to be transacted at an adjourned meeting.

16. At all General Meetings a resolution put to the vote of the meeting shall be decided on a show of hands by a majority of the members present in person and entitled to vote, unless a poll is, before or upon the declaration of the result of the show of hands, demanded by the Chairman or by at least three members present in person, or by members present in person and representing one-tenth of the total vote of all the members having the right to vote at the meeting, and unless a poll be so demanded a declaration by the Chairman of the meeting that a resolution has been carried, or carried unanimously or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minute book of the Club shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

17. Subject to the provisions of Article 18, if a poll be demanded in manner aforesaid, it shall be taken at such time and place, and in such manner, as the Chairman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

18. No poll shall be demanded on the election of a Chairman of a meeting, or any question of adjournment.

19. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting shall be entitled to a second or casting vote.

20. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

VOTES OF MEMBERS.

21. Subject as hereinafter provided, every member shall have one vote.

22. Save as herein expressly provided, no member other than a member duly registered, who shall have paid every subscription and other sum (if any) which shall be due and payable to the Club in respect of his membership, shall be entitled to vote on any question at any General Meeting.

OFFICE BEARERS.

23. The Office Bearers of the Club shall consist of the President, Chairman, Chief Flying Instructor and Committee Members.

COMMITTEE OF MANAGEMENT

24. The Committee shall consist of the Chairman, Chief Flying Instructor and five ordinary members. The first members of the Committee shall be appointed in writing by a majority of the subscribers to the Memorandum of Association and their number shall be within the limit above mentioned.

25. The Committee may from time to time at any time appoint any member of the Club as a member of the Committee, to fill a casual vacancy. Any member so appointed shall retain his office only until the next Annual General Meeting, but he shall be eligible for re-election.

26. No person who is not a member of the Club shall in any circumstances be eligible to hold office as a member of the Committee.

POWERS OF THE COMMITTEE

27. The business of the Club shall be managed by the Committee who may pay all such expenses of, and preliminary and incidental to, the promotion, formation, establishment and registration of the Club as they think fit, and may exercise all such powers of the Club, and do on behalf of the Club all such acts as may be exercised and done by the Club, and as are not by statute or by these presents required to be exercised or done by the Club in General Meeting, subject nevertheless to any regulations of these presents, to the provisions of the statutes for the time being in force and affecting the Club, and to such regulations being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Club in General Meeting, but no regulation made by the Club in General Meeting shall invalidate any prior act of the Committee which would have been valid if such regulation had not been made.

28. The members for the time being of the Committee may act notwithstanding any vacancy in their body; provided always that in case the members of the Committee shall at any time be or be reduced in number to less than the quorum in accordance with these presents, it shall be lawful for them to act as the Committee for the purpose of filling up vacancies in their body, or of summoning a General Meeting, but not for any other purpose.

29. The Committee shall have power from time to time to adopt and make, alter or revoke, byelaws for the regulation of the Club and otherwise for the furtherance of the purposes for which the Club is established, provided that such byelaws are not repugnant to the Memorandum or Articles of Association. Any resolution of the Committee for the adoption, making, alteration or revocation of such byelaws shall be subject to confirmation by Ordinary Resolution of the Club at the next Annual General Meeting and, if it be not so confirmed, shall cease to have effect at the conclusion of that meeting. All such byelaws for the time being in force shall be binding upon all members until the

same shall cease to have effect as hereinbefore provided or shall be varied or set aside by an Ordinary Resolution of the Club. No member shall be absolved from such byelaws by reason of his not having received a copy of the same, or of any alterations or additions thereto, or having otherwise no notice of them. It is expressly declared that without prejudice to the powers of the Committee to make byelaws on other matters the following shall be deemed to be matters which may be governed by byelaws within the meaning of this Article, that is to say:-

- (a) As to the persons eligible for membership of the Club.
- (b) As to the conditions on which persons shall be admitted to membership of the Club.
- (c) As to entrance fees (if any) payable in respect of membership of the Club.
- (d) As to the annual, quarterly or other subscriptions or payments to be payable by the members of the Club.
- (e) As to the manner in which membership of the Club may be terminated or shall determine.
- (f) As to the rights and privileges to be accorded to, and the qualifications, restrictions and conditions to be imposed on, members of the Club.
- (g) As to committees of members in connection with the various branches of the Club's activities and as to the appointment, removal, qualification, disqualification, duties, functions, powers and privileges of members of such committees.

SECRETARY

30. The Secretary shall be appointed by the Committee for such time, and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. The provisions of section 177 and 179 of the Act shall apply and be observed. The Committee may from time to time by resolution appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

THE SEAL.

31. The seal of the Club shall not be affixed to any instrument except by the authority of a resolution of the Committee, and in the presence of at least two members of the Committee and of the Secretary and the said members and the Secretary shall sign every instrument to which the seal shall be affixed in their presence, and in favour of any purchaser or person bona fide dealing with the Club such signatures shall be conclusive evidence of the fact that the seal has been properly affixed.

DISQUALIFICATION OF MEMBERS OF THE COMMITTEE.

32. The office of a member of the Committee shall be vacated -
- (a) If a receiving order is made against him or he makes any arrangement or composition with his creditors.
 - (b) If he becomes of unsound mind.
 - (c) If he ceases to be a member of the Club.
 - (d) If by notice in writing to the Club he resigns his office.
 - (e) If he ceases to hold office by reason of any order made under section 183 of the Act.
 - (f) If he is removed from office by a resolution duly passed pursuant to section 184 of the Act.
 - (g) If he ceases to be a member by virtue of section 185 of the Act.

APPOINTMENT AND RETIREMENT OF MEMBERS OF THE
COMMITTEE OF MANAGEMENT

33. At the Annual General Meeting to be held in the year and in every subsequent year all members of the Committee for the time being shall retire from office. A retiring member of the Committee shall be eligible for re-election.

34. No person not being a member of the Committee retiring at the meeting shall, unless recommended by the Committee for election, be eligible for office on the Committee at any General Meeting, unless within the prescribed time before the day appointed for the meeting, there shall have been given to the Secretary notice in writing, by some member duly qualified to be present and vote at the meeting for which such notice is given, of his intention to propose such person for election, and also notice in writing, signed by the person to be proposed, of his willingness to be elected. The prescribed time above mentioned shall be such that, between the date when the notice is served, or deemed to be served, and the day appointed for the meeting there shall be not less than three days nor more than twenty-eight intervening days.

35. The Club may from time to time in General Meeting increase or reduce the number of members of the Committee and may make the appointments necessary for effecting any such increase.

36. In addition and without prejudice to the provisions of section 184 of the Act, the Club may by Ordinary Resolution remove any member of the Committee before the expiration of his period of office, and may by an Ordinary Resolution appoint another qualified member in his stead; but any person so appointed shall retain his office so long only as the member in whose place he is appointed would have held the same if he had not been removed.

PROCEEDINGS OF THE COMMITTEE.

37. The Committee may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit. The quorum necessary for the transaction of business shall be five. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman shall have a second or casting vote.

38. A member of the Committee may, and on the request of a member of the Committee the Secretary shall, at any time summon a meeting of the Committee by notice served upon the several members of the Committee. A member of the Committee who is absent from the United Kingdom shall not be entitled to notice of a meeting.

39. If at any meeting the Chairman be not present within five minutes after the time appointed for holding the meeting and willing to preside, the members of the Committee present shall choose one of their number to be Chairman of the meeting.

40. A meeting of the Committee at which a quorum is present shall be competent to exercise all the authorities powers and discretions by or under the regulations of the Club for the time being vested in the Committee generally.

41. The Committee may delegate any of their powers to Sub-Committees consisting of such member or members of the Committee or of ordinary members of the Club as they think fit. Any Sub-Committee so formed shall, in the execution of the powers so delegated, conform to any regulations imposed on it by the Committee. The meetings and proceedings of any such Sub-Committee shall be governed by the provisions of these presents for regulating the meetings and proceedings of the Committee so far as applicable and so far as the same shall not be superseded by any regulations made by the Committee as aforesaid. Such Sub-Committees shall hold office only during such time as the Committee itself is in office.

42. All acts bona fide done by any meeting of the Committee or of any Sub-Committee, or by any person acting as a member of the Committee, shall, notwithstanding it to be afterwards discovered that there was some defect in the appointment or continuance in office of any such member or person acting as aforesaid, or that they or any of them were disqualified be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Committee.

43. The Committee shall cause proper minutes to be made of all appointments of officers made by the Committee and of the proceedings of all meetings of the Club and of the Committee and of Sub-Committees, and all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the Chairman of such meeting, or by the Chairman of the next succeeding meeting shall be sufficient evidence without any further proof of the facts therein stated.

44. A resolution in writing signed by all the members for the time being of the Committee or of any Sub-Committee who are duly entitled to receive notice of a meeting of the Committee or of such Sub-Committee shall be as valid and effectual as if it had been passed at a meeting of the Committee or of such Sub-Committee duly convened and constituted.

BORROWING POWERS.

45. The Committee may exercise all the powers of the Club to borrow money, and to mortgage or charge its undertakings and property, or any part thereof, and to issue securities, for any debt, liability or obligation of the Club.

ACCOUNTS.

46. The Committee shall cause proper books of account to be kept with respect to -

- (a) All sums of money received and expended by the Club and the matters in respect of which such receipts and expenditure take place;
- (b) All sales and purchases of goods by the Club; and
- (c) The Assets and Liabilities of the Club.

Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the affairs of the Club and to explain its transactions.

47. The books of account shall be kept at the office, or, subject to section 147(3) of the Act, at such other place or places as the Committee shall think fit, and shall always be open to the inspection of the members of the Committee.

48. The Club in General Meeting may from time to time make reasonable conditions and regulations as to the time and manner of the inspection by the members of the accounts and books of the Club, or any of them, and subject to such conditions and regulations the accounts and books of the Club shall be open to the inspection of members at all reasonable times during business hours.

49. At the Annual General Meeting in every year the Committee shall lay before the Club a proper income and expenditure account for the period since the last preceding account (or in the case of the first account since the incorporation of the Club) made up to a date not more than four months before such meeting, together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Committee and Auditor, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than twenty-one clear days before the date of the meeting be sent to all persons entitled to receive notices of General Meetings in the manner in which notices are hereinafter directed to be served. The Auditors' report shall be open to inspection and be read before the meeting as required by section 162 of the Act.

AUDIT

50. Once at least in every year the accounts of the Club shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.

51. Auditors shall be appointed and their duties regulated in accordance with sections 159 to 162 of the Act, the members of the Committee being treated as the Directors mentioned in those sections.

NOTICES

52. A notice may be served by the Club on any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at his registered address as appearing in the register of members.

53. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Club an address within the United Kingdom at which notices may be served upon him shall be entitled to have notices served upon him at such address, but, save as aforesaid, only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Club.

54. Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office as a prepaid letter.

DISSOLUTION

55. Clause 7 of the Memorandum of Association of the Club relating to the winding up and dissolution of the Club shall have effect as if the provisions thereof were repeated in these Articles.

FIRST CHAIRMAN AND DIRECTOR

56. The first Chairman and Director of the Company shall be Alan Cantlay.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Alan Cantlay

Alan Cantlay, 62, Grampian Road, Aberdeen. Accountant.

Robert Porter McIntosh

Robert Porter McIntosh, 52, Beaconsfield Place, Aberdeen.
Garage Manager.

Alexander John Milne

Alexander John Milne, Lawsondale Cottage, Kingswells, Aberdeen.
Sales Representative.

Joyce Smith

Joyce Smith, Summerville, Bieldside, Aberdeenshire. Book-keeper *JS*

Archibald Steele

Archibald Steele, 143, Hilton Avenue, Aberdeen. Schoolmaster.

Gordon Park Whitehead

Gordon Park Whitehead, 100, Craigton Road, Aberdeen.
Sales Representative.

John P. Whitehead

John Park Whitehead, Heatherlea, Malcolm Road, Peterculter,
Aberdeenshire. Glass and China Merchant.

DATED the fourteenth day of December 1959.

WITNESS to the above signatures : -

Fergus Forbes Robertson

Fergus Forbes Robertson,
8, Whinhill Road,
Aberdeen.
Industrial Banking Representative.

certified that the memorandum
and articles of Association have
been printed by photo lithographic
method. Business Economy Products Co.
Chicago, Ill.
Director

No. of Company

Price Three Pence
(Exclusive of Purchase Tax)

Form No. 103

THE COMPANIES ACT, 1948.



A 5/-
Companies
Registration
Fee Stamp
must be
impressed
here

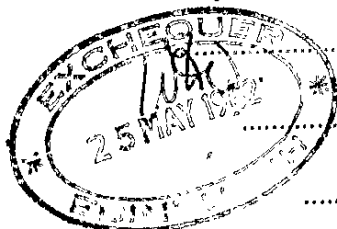
Notice of Place where Register of Members
is kept or of any change in that place.

(Pursuant to Section 110 (3).)

Name
of
Company

ABERDEEN GLIDING CLUB
Limited.

Presented by



No. 22598

NOTICE

Of Place where Register of Members is kept or of any change
in that place.

TO THE REGISTRAR OF COMPANIES.

..... *ABERDEEN GLASS CO. LTD.*
..... LIMITED

hereby gives you notice, in accordance with subsection (3) of Section 110 of the
Companies Act, 1948, that the register of members of the company is kept at

..... *141 FAULDS GATE, KINCORTH, ABERDEEN.*
instead of as previously at 67, MARSHALL ROAD
PETERCARTER, ABERDEEN SHED.

(Signature)..... *John C. Mann*

(State whether Director or Secretary)..... *NON SECRETARY / DIRECTOR*

Dated the *30TH* day of *APRIL* 19*62*.

This Margin to be reserved for binding.

No. of Company 338 21 12

**Notice of Place where Register of Members
is kept or of any change in that place.**

THE COMPANIES ACT, 1948.

Pursuant to Section 110 (3)

Name of Company ABERDEEN GLIDING CLUB LTD
Limited

Presented by

John D. Whitehead
(Secretary)

20 Hamilton Place 136, Union St. Aberdeen

(Form No. 103
The filing fee is 5/-)

33388

NOTICE

Of Place where Register of Members is kept or of any change in that place

TO THE REGISTRAR OF COMPANIES.

ABERDEEN GLIDING CLUB LTD

LIMITED

hereby gives you notice, in accordance with subsection (3) of Section 110 of the Companies Act, 1948, that the register of members of the company is kept at

136, UNION STREET, 2, HAMILTON PLACE
ABERDEEN

(Signature)

John P. Ditchhead

(State whether Director or Secretary)

SECRETARY

Dated the

21ST

day of

MAY

1964

This Margin is to be reserved for binding

No. of Company 34867

18

**Notice of Place where Register of Members
is kept or of any change in that place.**

THE COMPANIES ACT, 1948.

Pursuant to Section 110 (3)

Name
of
Company ABERDEEN GLIDING CLUB Limited

Presented by

John Stewart Sangster

15, Williams Road

ABERDEEN

51156

(Form No. 103
The filing fee is 5/-)

47539

NOTICE

Of Place where Register of Members is kept or of any change in that place

TO THE REGISTRAR OF COMPANIES

ABERDEEN SHEDDING CO. LTD. LIMITED
hereby gives you notice, in accordance with subsection (3) of Section 110 of
the Companies Act, 1948, that the register of members of the company is
kept at 15, Hillborough Road
ABERDEEN

(Signature) John A. Sangster

(State whether Director or Secretary)

Secretary

Dated the 7th

day of May

1945

This Margin is to be reserved for binding

No. of Company

Notice of Place where Register of Members
is kept or of any change in that place.

THE COMPANIES ACT, 1948.

Pursuant to Section 110 (3)

Name
of
Company

ABERDEEN SHIPYARD LTD
Limited

Presented by

ALAN J. MURPHY

CRANLEY, Lincs.

ABERDEEN

Form No. 103
(The fee is 5/-)

9141

NOTICE

Of Place where Register of Members is kept or of any change in that place

TO THE REGISTRAR OF COMPANIES.

SHARON SEEN COMPANY LTD
LIMITED

hereby gives you notice, in accordance with subsection (3) of Section 110 of the Companies Act, 1948, that the register of members of the company is kept at.....

7C COLLEGE STREET
ABERDEEN

(Signature).....

Don J. Middleton

(State whether Director or Secretary)

SECRETARY

Dated the.....

5th

day of.....

January

1967

This Margin is reserved for binding

28
SPECIAL RESOLUTION



This is to certify that at the ANNUAL GENERAL MEETING of the

ABERDEEN GLIDING CLUB LIMITED

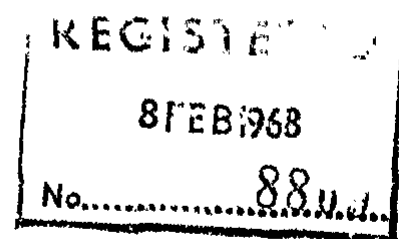
held on Friday, 2nd February, 1968, in the Marcliffe Hotel, Queen's Terrace, Aberdeen, the following SPECIAL RESOLUTION was duly passed by the COMPANY in the manner provided by Section 141 (2) of the Companies Act of 1948.

"That henceforth the name of the above COMPANY be changed to:-

DEESIDE GLIDING CLUB (ABERDEENSHIRE) LTD.

and that application to the Registrar of Companies be made immediately. The application to be accompanied by a remittance of £10, being the requisite fee".

A. MacRae
.....
Friday, 2nd February, 1968.



(DUPLICATE FOR THE FILE)

No. 34867.



CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

Whereas

Aberdeen Gliding Club Limited

was incorporated as a limited company under the

Companies Act, 1948,

on the **Tenth** day of **February, 1960**

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—

Desside Gliding Club (Aberdeenshire) Limited

Given under my hand at Edinburgh, this **Twelfth** day of

February One Thousand Nine Hundred and Sixty **-eight**

Certificate
received by,

Date,

J. S. J. W. Laidlaw
Registrar of Companies

1852

**Notice of Place where Register of Members
is kept or of any change in that place.**

THE COMPANIES ACT, 1948.

Pursuant to Section 110 (3)

Name of Company DEESIDE GLIDING CLUB
..... (ABERDEENSHIRE) LTD Limited

TO THE REGISTRAR OF COMPANIES

..... I FORBES C MAIN OF THE DEESIDE
..... GLIDING CLUB (ABERDEENSHIRE) Limited

hereby gives you notice, in accordance with subsection (3) of Section 110 of the Companies Act, 1948, that the register of members of the company is kept at

..... 141 FAULDS GATE
..... ABERDEEN
..... AB15RA

(Signature) Forbes C Main

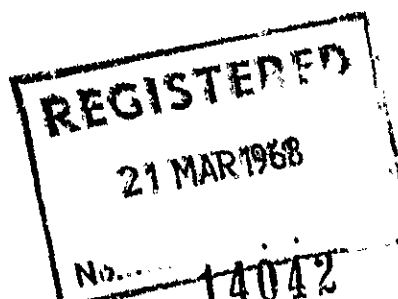
(State whether Director or Secretary) HON. SECRETARY

Dated the ... 20TH ... day of ... MARCH ... 19... 68

Presented by

..... FORBES C MAIN
..... 141 FAULDS GATE
..... ABERDEEN AB15RA

Presenter's reference



**Notice of Place where Register of Members
is kept or of any change in that place.**

THE COMPANIES ACT, 1948.

Pursuant to Section 110 (3)

Name of Company *Reside Mailing Club (Cardhouse Ltd)* Limited

TO THE REGISTRAR OF COMPANIES

Reside Mailing Club
Cardhouse Limited

thereby gives you notice, in accordance with subsection (3) of Section 110 of the Companies Act, 1948, that the register of members of the company is kept at

100 MARINE TERRACE
ABERDEEN

(Signature) *[Signature]*
(State whether Director or Secretary) *Director*

Dated the *27th* day of *July* 19*49*

Presented by

Presenter's reference

REGISTERED *304747A*

THE COMPANIES ACTS 1948 TO 1967

Notice of place where register of members is kept or
of any change in that place

Pursuant to Section 110(3) of the Companies Act 1948

To the Registrar of Companies

Name of Company Deeside Gliding Club (ABERDEENSHIRE) Limited

hereby gives you notice, in accordance with subsection (3) of Section 110 of the Companies Act 1948

that the register of members of the company is kept at

Alan Middleton56, St. Ronan's DrivePETERCULTERAberdeenshire

* Delete "Limited" if not applicable

Signed

[Signature]

State whether

Director or Secretary

Treasurer

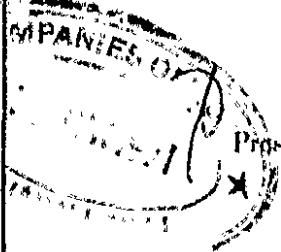
Date

29/3/71

Presented by:

Robert Henderson(Treasurer) Deeside Gliding Club (Aberdeenshire) Ltd.

Presenter's reference



IAN JAMIESON

72 SEAFIELD ROAD
BROUGHTY FERRY
DUNDEE

Poultry
Farmer.

ALAN JAMES MIDDLETON, 56, ST RONAN'S DRIVE
PETERCULTER
ABERDEENSHIRE

FLYING
INSTRUCTOR

Joyce SMITH

14 COTTAGE
SCHOOLHILL
BANCHORY

Bookkeeper.

Robert Burnett Mackenzie
HEWDERSON

51, Philorth Avenue
FRASERBURGH
Aberdeenshire AB45WB

Teacher

George Dan Findlay

"BALMASTRAID"
DINNET
Aberdeenshire

Agricultural
Adviser.

Donald MacAulay

"BRIDGEND"
ABDYNE
Aberdeenshire

GROCER

Alex. John Milne

LAUSONDALE Cottage
KINGSWELLS
Aberdeenshire

Sales Rep.

Norman Innes Lovie

45, Market Street
STONEWOOD
Aberdeenshire

Sales Rep

Douglas Aldie GRANT

"CRALSHILLOCK"
NEWTONHILL
Aberdeenshire.

Teacher.

James Magnus SPENCE

Schoolhouse.
GOURDON
Aberdeenshire.

Headmaster.

The previous committee listed overleaf having stood down.

At the A.C.A. in 25th April 1971 the following committee members
(the entire committee) stood down.

IAN TAMIESON	72 SEAFIELD ROAD BRIGHTY FERRY DUNDEE	Acting Editor
NORMAN IMNES LOVIE	45 MARKET STREET STONEWOOD ABERDEENSHIRE	Sales Rep.
HELEN DONALD	4. Market Street TORRIF ABERDEENSHIRE	Secretary.
Robert Burnett Mackenzie HENDERSON	51. Philonth Avenue FRASERBURGH ABERDEENSHIRE AB45 0AB	Teacher.
George JAMES FINDLAY	'BALNASTRAID' DINNET ABERDEENSHIRE.	Agricultural Adviser
Donald MacAulay	'BRIDGEEND' ABDYNE ABERDEENSHIRE	GROCCER.
Albert Stewart	433, NORTH DEESIDE ROAD CULTS ABERDEENSHIRE	Police Constable.
Eric Cormack	26, FAIRIES KNOWE BUCKSBURN ABERDEENSHIRE	Police Constable.
Alan Middleton	56, ST RONAN'S DRIVE PEVERCULTER ABERDEENSHIRE	Flying INSTRUCTOR.
Douglas Grant	'CROLLSHILLOCK' NEWTONHILL KINCARDINESHIRE.	Teacher.
Alex. John Milne.	LAWSONDALE COTTAGE KINGSWELLS ABERDEENSHIRE.	Sales Rep

No. of Company 34867 / 39

Form No. 101
(No registration
fee payable)

THE COMPANIES ACTS 1948 TO 1967

Notice of place where register of members is kept or of any change in that place

Pursuant to Section 110(3) of the Companies Act 1948

To the Registrar of Companies

Name of Company DEESIDE GLIDING CLUB (ABERDEENSHIRE) Limited

hereby gives you notice, in accordance with subsection (3) of Section 110 of the Companies Act 1948

that the register of members of the company is kept at

the home of Robert BURNETT MACKENZIE HENDERSON
51, PHILDRTH AVENUE
FRASERBURGH Aberdeenshire.
AB45QB

* Delete "Limited" if not applicable

Signed Robert Henderson

State whether
Director or Secretary Secretary

Date 28-2-72

Presented by:

Robert Henderson

Presentor's reference:

Secretary

No. of Company 34867 / 52

Form No. 104
(No registration
fee payable)

THE COMPANIES ACTS 1948 TO 1967

Notice of place where register of members is kept or of any change in that place

Pursuant to Section 110(3) of the Companies Act 1948

To the Registrar of Companies

Name of Company DEESIDE GLIDING CLUB (ABERDEENSHIRE) Limited

hereby gives you notice, in accordance with subsection (3) of Section 110 of the Companies Act 1948

that the register of members of the company is kept at

16 PRINCESS DRIVE

DYCE

ABERDEEN

* Delete "Limited" if not applicable

Signed *Bathie Stanbridge*

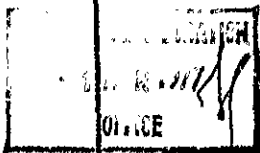
State whether
Director or Secretary SECRETARY

Date 29th March 1977

Presented by:

Bathie Stanbridge

Presentor's reference: SECRETARY.



No. of Company

34007

Form No. 103

(No registration
fee payable)

THE COMPANIES ACTS 1948 TO 1967

Notice of place where register of members is kept or of any change in that place

Pursuant to Section 110(3) of the Companies Act 1948

To the Registrar of Companies

Name of Company DEESIDE GLIDING CLUB (ABERDEENSHIRE) Limited

hereby gives you notice, in accordance with subsection (3) of Section 110 of the Companies Act 1948

that the register of members of the company is kept at

18 GRANT ROAD,

BANCHORY,

KINCARDINSHIRE.

SCOTLAND.

* Delete "Limited" if not applicable

Signed

M. Albert-Recht

State whether

SECRETARY

Director or Secretary

23 rd October 1978

Date

Margin reserved for binding

(Go)

Presented by:

MARK ALBERT - RECHT

Presentor's reference:

SECRETARY

No. of Company

34867 / 63

Form No. 100

(No registration
fee payable)

THE COMPANIES ACTS 1948 TO 1967

Notice of place where register of members is kept or of any change in that place

Pursuant to Section 110(3) of the Companies Act 1948

To the Registrar of Companies

Name of Company DEESIDE GLIDING CLUB (ABERDEENSHIRE) Limited

hereby gives you notice, in accordance with subsection (3) of Section 110 of the Companies Act 1948

that the register of members of the company is kept at

DEESIDE GLIDING CLUB

ABOYNE AIRFIELD

DINNET

ABOYNE

ABERDEENSHIRE

* Delete "Limited" if not applicable

Signed

R Allan

State whether

Director or Secretary

SEC.

Date

6/1/80

COMPANY OFFICE

21 JUL 1980

Presented by:

R Allan

Presenter's reference:

SECRETARY