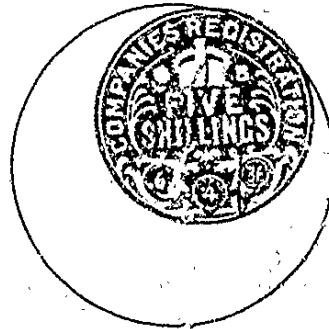


"THE COMPANIES ACT, 1929."



Declaration of Compliance with the requirements of the
Companies Act, 1929, made pursuant to S. 15 (2) of the said Act, on behalf
of a Company proposed to be registered as _____

The Blowing Rock

LIMITED.

Presented for Registration by

TELEPHONE: HOLBORN 3853.

TELEGRAMS: "DUNFERTYME, ESTRAED, LONDON."

SHAW & BLAKE, LIMITED,
Company Registration Agents, Printers & Stationers,
8, Bell Yard, Temple Bar, London, W.C. 2
and 37, Surrey Street, Strand, London, W.C. 2

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

(13)
(*). Here insert either:
"A Solicitor of the
Supreme Court en-
gaged in the forma-
tion,"

or
"A person named in
the Articles of
Association as a Direc-
tor (or Secretary)
whichever the case.

I Harold Richard Sharnings
of Blueway Farm, Milmarlin, near
Baine, Silt.

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

of The Blueway Farming Company

Limited,

and That all the requirements of the Companies Act, 1929, 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 Chippendale in
the County of N.S.W.

the 30th day of March
one thousand nine hundred and thirty five A.D.

before me,

George S. White

A Commissioner for Oaths.

Harold Richard Sharnings

No. of Certificate

312784

Form No. 25.



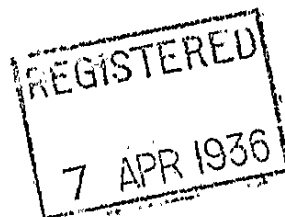
COMPANY LIMITED BY SHARES.

The Kewang Farming Company
LIMITED.

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.)

This Statement must accompany the Memorandum of Association, and other Documents when lodged for registration of the Company.



Presented for registration by

TELEPHONE: HOLBORN 3855.

TELEGRAMS: "DUNTERVME, ESTRAND, LONDON."

SHAW & BLAKE, LIMITED,
Company Registration Agents, Printers & Stationers,
8, Bell Yard, Temple Bar, London, W.C. 2
and 37, Surrey Street, Strand, London, W.C. 2

786

THE NOMINAL CAPITAL

OF

The Brewery Terming Company

LIMITED

is *Four hundred* Pounds,

divided into *Four hundred* Shares

of *One pound* each.

Signature *Harold. Richard. Chambers*

To be signed by
an Officer
of the Company.

Description *Managing Director & Secretary*

Dated the *Twenty-eighth* day of *March* 19*36*

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

312784



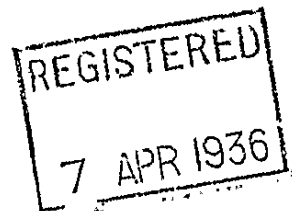
THE COMPANIES ACT 1929.



COMPANY LIMITED BY SHARES.

Memorandum of Association

- OF -



THE CLEVANCY FARMING COMPANY LIMITED

1. The name of the Company is "THE CLEVANCY FARMING COMPANY 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 farming in all its branches, including the growing, manufacturing, marketing, buying, selling and dealing of and in fruit, vegetables, cereals, milk, butter, cheese, eggs, honey, cream, poultry, bacon, lard, hay, straw and foodstuffs and produce of every description, and to carry on business as dairymen, cow-keepers, grocers, greengrocers, nursery-men, market gardeners, provision dealers, fishmongers, bakers, pastry-cooks, caterers and tea room and restaurant proprietors and general store-keepers, corn and flour millers and as growers of and wholesale and retail dealers in flowers, trees, shrubs, bulbs, seeds and fertilizers and manures and as wholesale and retail butchers and as importers, breeders, graziers, slaughterers and dealers and

merchants generally in cattle, sheep, pigs and other animals and meat of every description and conduct all branches of business connected with such trade, including skin and hide dressers, tanners and dealers in tallow, fats, offal and greases and all other products of a like kind and as cold storage, garage and transport owners, carriers, coal, coke and fuel merchants.

- (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, licenses, concessions, secret processes and inventions and to use and exercise the same or to sell, assign and develop the same or grant licenses 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 venture 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.
- (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 of such objects shall not be abridged or cut down by reference to any other object of the Company.

4. The liability of the Members is limited.

5. The share capital of the Company is £400 divided into 400 shares of £1 each. The shares of the Company whether part of the original or any increased capital of the Company may be issued with any special, qualified, preferred or deferred rights and privileges or conditions as to capital, dividends, rights of voting or other matters but so that any such rights, privileges or conditions shall not be altered or modified except in accordance with the Articles of Association of the Company.

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>Harold Richard Chamings</i> <i>Cherbury.</i> <i>Wilmarton</i> <i>Cabre.</i> <i>Farmer.</i> <i>Will's</i>	<i>one</i>
<i>Edith Zillah Chamings</i> <i>Cherbury.</i> <i>Wilmarton</i> <i>Cabre.</i> <i>Will's</i> <i>Married Woman</i>	<i>one</i>

DATED this *30th* day of *March* 1936 .

WITNESS to the above signatures :-

Alfred J. Hillman
18 Seislob Road,
Bridgewater,
Som.

André Blaise.



THE COMPANIES ACT 1929.



COMPANY LIMITED BY SHARES.

Articles of Association

REGISTERED

7 APR 1936

. OF .

THE CLEVANCY FARMING COMPANY LIMITEDPRELIMINARY

1. The regulations set out in Table A in the First Schedule to the Companies Act 1929 (hereinafter referred to as "Table A") shall, except as hereinafter provided, apply to the Company, and Clause 1 of Table A shall apply to the construction of these Articles.

2. Clauses 17, 18, 19, 42, 45, 50, 54, 64, 65, 69, 72, 101, 104 and 107 of Table A shall not apply to the Company.

PRIVATE COMPANY

3. The Company is a Private Company within the meaning of the Act, and accordingly (1) no invitation shall be issued to the public to subscribe for any shares or debentures of the Company; (2) the number of the members of the Company, not including persons who are in the employment of the Company and persons who, having been formerly in the employment of the Company, were while in that employment, and have continued after the determination of that employment to be members of the Company shall be limited to

fifty, provided that where two or more persons hold one or more shares in the Company jointly, they shall for the purposes of this provision be treated as a single member; and (3) the right to transfer the shares of the Company is restricted in manner hereinafter appearing.

SHARES

4. Subject to the provisions of Clause 35 of Table A the shares may be allotted or otherwise disposed of, to such persons, and for such consideration, and upon such terms as the Directors may determine, but so that, except as provided by the Act, no shares shall be issued at a discount.

5. The Company may pay a commission to any person in consideration of his subscribing, or agreeing to subscribe, whether absolutely or conditionally, for any shares in the Company, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any shares in the Company, provided that the commission paid does not exceed 10 per cent of the price at which the shares are issued.

6. No person shall be recognised by the Company as holding any share upon any trust and the Company shall not be bound by or recognise any equitable interest in any share, or (except only as by these Articles otherwise expressly provided) any other right in respect of any share except the absolute right to the entirety thereof of the registered holder.

7. The transfer of any share in the Company shall be in writing in the usual common form and shall be executed by or on behalf of the transferor and transferee. The Transferor shall be deemed to remain the holder of a share until the name of the transferee is entered in the register of members in respect thereof. The Directors may suspend the registration during such period or periods not exceeding in the whole 28 days in each year as they shall think fit. The Directors may decline to recognise any instrument of transfer unless (a) a fee not exceeding two shillings and sixpence is paid to the Company in respect thereof and (b) the instrument of transfer is accompanied by the

certificate of the shares to which it relates and such evidence as the Directors may reasonably require to shew the right of the transferor to make the transfer.

8. The Board of Directors may, without assigning any reason refuse to register any transfer of shares. If the Directors refuse to register a transfer of any shares they shall within two months after the date on which the transfer was lodged with the Company send to the transferee notice of the refusal.

PROCEEDINGS AT GENERAL MEETINGS

9. Subject to the provisions of Section 117 (2) of the Act, relating to special Resolutions, seven days' notice at the least (exclusive of the day on which the notice is served, or deemed to be served, but inclusive of the day for which notice is given), specifying the place, the day, and the hour of meeting, and in case of special business the general nature of such business, shall be given in manner provided by clause 103 of Table A or in such other manner (if any) as may be prescribed by the Company in General Meeting, to such persons as are under the regulations of the Company entitled to receive such notices from the Company, but with the consent of all the members entitled to receive notice of some particular meeting that meeting may be convened by such shorter notice and in such manner as those members may think fit.

10. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. Save as otherwise provided by the regulations of the Company, two members personally present shall be a quorum.

11. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before or on the declaration of the result of the show of hands) demanded by two members present in person or by proxy and entitled to vote, or by one member so present holding not less than 15% of the paid up capital of the Company, and unless

7.

a poll is so demanded a declaration by the Chairman that a resolution has on a show of hands 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 Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

VOTES OF MEMBERS

12. On a show of hands every member present shall have one vote and upon a poll every Member present in person or by proxy shall have one vote for each share of which he is the holder.

DIRECTORS

13. The number of Directors shall not be less than two or more than five and the first Directors shall be HAROLD RICHARD CHAMINGS and EDITH ZILLAH CHAMINGS of whom the said Harold Richard Chamings shall be Managing Director and Secretary.

14. The remuneration of the Directors shall from time to time be determined by the Company in General Meeting. In addition to their remuneration the Directors shall be repaid such reasonable expenses as they may incur in or about the business of the Company.

POWERS AND DUTIES OF DIRECTORS

15. The Directors may exercise all the powers of the Company to borrow or raise money and secure the repayment thereof by the issue of debentures or other securities charged on all or any part of the undertaking and assets of the Company including its uncalled capital.

DISQUALIFICATION OF DIRECTORS

16. The office of a Director shall be vacated :-

(a) If he become bankrupt.

- (b) If he become prohibited from being a Director by reason of any order made under Section 217 or 275 of the Act.
- (c) If he be found lunatic or become of unsound mind.
- (d) If by notice in writing to the Company he resign the office of Director.
- (e) If he shall absent himself from the Board Meetings continuously for three months without the consent of the Board of Directors.

17. A Director may hold any other office or place of profit under the Company, except that of Auditor, at such remuneration and upon such terms as the Directors may determine.

18. Subject to making such disclosure and declaration of his interest as is required by Section 149 of the Act, a Director may contract with and participate in the profits of any contract with the Company as if he were not a Director. A Director may also vote in respect of such contract or arrangement.

19. Any member intending to propose the election of a Director (other than a retiring Director) shall give to the Company five days' notice in writing (exclusive of the day on which the notice is served, but inclusive of the day for which notice is given) of his intention to do so and of the full name, address and occupation of the proposed Director.

PROCEEDINGS OF DIRECTORS

20. Any Director may, and on the request of any Director the Secretary shall, at any time summon a meeting of the Directors. It shall not be necessary to give notice of a Meeting of Directors to any Director for the time being out of the United Kingdom. A written resolution signed by all the Directors shall be as effective as a resolution of the Board of Directors.

21. The Directors may from time to time entrust to and confer upon the Managing Director

or Directors all or any of the powers of the Directors (excepting the power to make calls issue, allot or forfeit shares borrow money or issue debentures) as they shall see fit.

INDEMNITY

22. Subject to the provisions of the Act every Director or officer of the Company shall be entitled to be indemnified by the Company against all costs charges losses expenses and liabilities incurred by him in the execution and discharge of his duties or in relation thereto.

NAMES ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

Harold . N. Larch. Channing's

Channing.

Helmston

HNLC
~~but~~

Calne.
Wilt's.

Farmer.

Edith Zillah Channing's

Channing

Helmston

Calne.
Wilt's.

Married Woman.

DATED this 30th day of March 1936 .

WITNESS to the above signatures :-

Alfred J. Hillman.

18 Seistob Road

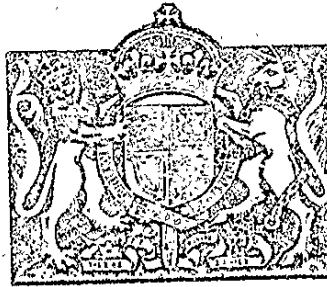
Swindon,

Wilt.

N. L. Larch.

DUPLICATE FOR THE FILE.

No. 312784



Certificate of Incorporation

I Hereby Certify,

That

THE CLEVANOY FARMING COMPANY LIMITED

is this day Incorporated under the Companies Act, 1929, and that the Company is Limited.

Given under my hand at London this seventh day of April One

Thousand Nine Hundred and thirty-six.

W. A. McKenna

Registrar of Companies.

Certificate
received by



Date 7/4/36

Number of
Company

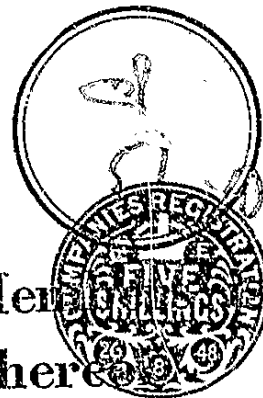
31270.../18

[Form No. 103.]

THE COMPANIES ACT, 1948

Notice of

Place where the Register of Members
kept, and of any change thereof



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

Pursuant to Section 110 of The Companies Act, 1948

NAME OF COMPANY

Clonagh Farming Company

REGISTERED
LIMITED 06/1948

11G-97(VI)

Grams: "CERTIFICATE, ESTRAND, LONDON."

Telephone Number: Holborn 0434 (6 Lines).

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, and Publishers,

116 Chancery Lane, London, W.C.2, and 13 Broad Street Place, E.C.2.

Presented by

Seamus Dimmock & Mason

11 a Lombard, Birdwater

Notice

of

Place where the Register of Members is kept,
and of any change thereof,
of

Weymouth Farming Company
LIMITED.

To the Registrar of Companies

Weymouth Farming Company LIMITED

hereby gives you Notice, in accordance with Section 110 of The Companies
Act, 1948, that the place where the Register of Members is kept is

NOTE.

The Number or
Name (if any) of
the Premises to-
gether with the
street or road,
town and county
should be given,
together with the
name or style of
the Firm or Com-
pany having cus-
tody (if appro-
priate).

Severick Deminock & Mason,

Public Accountants,

11 A. Bonhill,

Bridgwater

Somerset

Signature *H. B. Chapman*

Officer *Director*
(State whether Director or Secretary.)

Dated the *15th* day
of *May* 19*48*

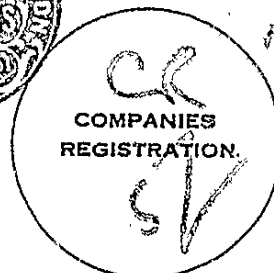
NOTE.—This margin is reserved for binding, and must not be written across.

NO. OF COMPANY

32784/M^a

[C.F. 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

Cleancy Farming Company

LIMITED.

RECEIVED
19 SEP 1951

CAT. NO. C.F. 103.

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.

S1908 (N) □

Presented by

611

L. G. Mason and Company
3 Fore Street, 6 Northgate,
Bristol and Somerset



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

To the REGISTRAR OF COMPANIES.

Clevancy Farming Company

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.....

6 Northgate, Bridgwater
Somerset

(Signature).....

Alan S. R. H.

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

Secretary

DATED.....

25th

day of.....

Aug

19*61*

This margin to be reserved for binding.

NO. OF COMPANY 312284



£ 05-00

COMPANIES
REGISTRATION

Form No. R.1.

FEE £5

25

THE COMPANIES ACTS 1948 to 1967.

Application by a limited Company to be re-registered
as unlimited.

Pursuant to Section 43 of the Companies Act 1967.

Name of Company The Clevancy Farming Company LIMITED

Registered Office Clevancy Farm,
Hilmarton,
Calne, Wilts.

1. Application is hereby made for the above-named Company to be re-registered as unlimited.
2. A printed copy of the company's memorandum altered, as shown in this application,* to a form requisite for an unlimited company is attached.
3. †[A printed copy of the company's articles altered, as shown in this application,* to a form requisite for an unlimited company is attached]
OR
~~†[The company not having previously registered articles hereby requests registration of the attached printed articles.]~~
4. Signed assents by all members of the company are given on Form(s) No. R.2 attached.
5. A statutory declaration made by the directors of the company complying with Section 43 (3) (b) is attached.
6. Nominal share capital (if any) provided for by the articles as altered £ 400
7. Maximum (if any) number of members allowed by the articles as altered 50

Signed *W. B. H. H.*

State whether Director or Secretary Director

Date 30th March 1968

* Alterations in the memorandum and articles should be set out overleaf.
† Delete words which are not applicable.

52371 (c) 13

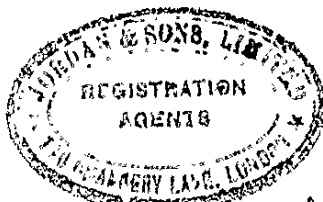
CAT. No. CFR.1.

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.

Presented by:



Presenter's reference:

L. G. Mason & Company
21 Aldersgate

Alterations in the memorandum :

- Clause 1. Deletion of the word 'limited' from Company name.
3. Insertion of new object clause (s). Original clause (s) now becomes clause (t).
4. Deleted entirely
5. Deleted entirely.

Alterations in the articles :

Articles of Association completely revised to bring up to date and to comply with Table 'A' Companies Act, 1948.

NO. OF COMPANY... 312734

THE COMPANIES ACTS 1948 TO 1967.

Members' assent to Company being re-registered
as unlimited.

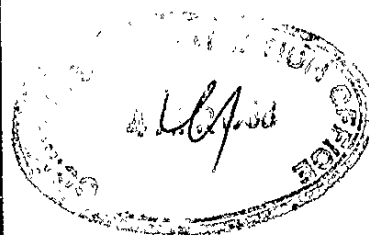
Name of Company... The Clevancy Farming Company... LIMITED

*I, being a member/We, being members of the above-named company hereby
assent to the company being re-registered as unlimited.

Full name of Member	Address	Signature of Member (or person lawfully authorised to sign on his behalf)
Alan Blundell Smith	Clevancy Farm, Hilmarton. Calne, Wilts.	<i>Alan B Smith</i>
Herbert George Smith	Aldfield Farm, East Hendred, Wantage, Berkshire.	<i>H. G. Smith</i>
Harold Richard Chamings	5 Silver Street, Steeple Ashton, Trönbridge, Wilts.	<i>H. R. Chamings</i>
Margaret Smith	Clevancy Farm, Hilmarton, Calne, Wilts.	<i>H. Smith</i>



*L. G. Mason & Company
Bridgwater*



* Delete words which are not applicable.

Declaration by Directors as to Members assent to re-registration of a Company as unlimited.

Pursuant to Section 43 (3) (b) of the Companies Act 1967.

Name of Company The Clevancy Farming Company
LIMITED

I/WE Alan Blundell Smith
of Clevancy Farm, Hilmarton, Calne, Wilts.
and Margaret Smith
of Clevancy Farm, Hilmarton, Calne, Wilts.
and
of

being all the directors of the above-named company do solemnly and sincerely declare that the persons by whom or on whose behalf assent has been given on the attached Form No. R2, to the company being registered as unlimited, constitute the whole membership of the company and that where any of these persons has not himself subscribed to the assent, I/we have taken all reasonable steps to satisfy myself/ourselves that each person who subscribed it on behalf of a member was lawfully empowered so to do.

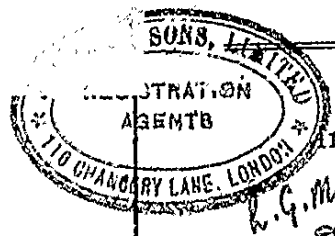
And I/we make this solemn Declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1835

Declared at Calne
Wilts
the 30th day of March
one thousand nine hundred and sixty-eight
before me T.R. Hood

Alan B. Smith

Margaret Smith

A Commissioner for Oaths (or Notary Public or Justice of the Peace).



JORDAN & SONS, LTD.,
116, Chancery Lane, London, W.C.2.
L.G. Mason & Company

CAT. No. CFR.4.

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

Law Stationers and Company Registration Agents.

This margin to be reserved for filing.

THE COMPANIES ACT, 1929
and
THE COMPANIES ACTS, 1948 to 1967

UNLIMITED COMPANY HAVING A SHARE CAPITAL

Memorandum of Association

OF

THE CLEVANCY FARMING COMPANY.

1. The name of the Company is "THE CLEVANCY FARMING COMPANY".
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 farming in all its branches, including the growing, manufacturing, marketing, buying, selling and dealing of and in fruit, vegetables, cereals, milk, butter, cheese, eggs, honey, cream, poultry, bacon, lard, hay, straw and foodstuffs and produce of every description, and to carry on business as dairymen, cow-keepers, grocers, greengrocers, nurserymen, market gardeners, provision dealers, fishmongers, bakers, pastrycooks, caterers and tea room and restaurant proprietors and general store-keepers, corn and flour millers and as growers of and wholesale and retail dealers in flowers, trees, shrubs, bulbs, seeds and fertilizers and manures and as wholesale and retail butchers and as importers, breeders, graziers, slaughterers and dealers and merchants generally in cattle, sheep, pigs and other animals and meat of every description and conduct all branches of business connected with such trade, including skin and hide dressers, tanners and dealers in tallows, fats, offal and greases and all other products of a like kind and as cold storage, garage and transport owners, carriers, coal, coke and fuel merchants.
 - (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,



*W. J. Mason & Company
Bridgwater*

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, licenses, concessions, secret processes and inventions and to use and exercise the same or to sell, assign and develop the same or grant licenses in respect thereof or otherwise turn the same to the advantage of the Company.
- (e) To erect, construct, alter and maintain buildings, erections and work 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.
- (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) So long as the Company shall be an Unlimited Company, to purchase or otherwise acquire any Shares in the Capital of the Company.
- (t) To do all such things in any part of the world either as principal or agent and either alone or in conjunction with any other person, firm or company.

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

Alan S. Smith

DIRECTOR

THE COMPANIES ACTS, 1948 to 1967

UNLIMITED COMPANY HAVING A SHARE CAPITAL

Articles of Association

OF

THE CLEVANCY FARMING COMPANY.

PRELIMINARY.

1. The number of Members with which the Company proposes to be re-registered is fifty but the Directors may from time to time register an increase of Members.
2. The regulations contained in Part I of Table A in the First Schedule to The Companies Act, 1948 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, Clauses 24, 53 and 75 in Part I of Table A shall not apply to the Company; but in lieu thereof, and in addition to the remaining Clauses in Part I of Table A, the following shall be the regulations of the Company.
3. The Company is a Private Company and Clauses 2, 3, 4 and 5 (but not Clauses 1 and 8) in Part II of Table A shall also apply to the Company.

SHARE CAPITAL AND SHARES.

4. The Share Capital of the Company is £400, divided into 400 Shares of £1 each.
5. The Shares shall be under the control of the Directors who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit.
6. The lien conferred by Clause 11 in Part I of Table A shall attach to fully paid up Shares, and to all Shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.
7. The Company may by Special Resolution:-
 - (a) increase the Share Capital by such sum to be divided into Shares of such amount as the Resolution may prescribe;

- (b) consolidate its Shares into Shares of a larger amount than its existing Shares;
- (c) sub-divide its Shares into Shares of a smaller amount than its existing Shares;
- (d) cancel any Shares which at the date of the passing of the Resolution have not been taken or agreed to be taken by any person;
- (e) reduce its Share Capital and any Share Premium Account in any way.

GENERAL MEETINGS.

8. Every notice convening a General Meeting shall comply with the provisions of Section 136 (2) of The Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

9. Clause 50 in Part I of Table A shall be read and construed as if the word "seven" were substituted for the word "fourteen".

10. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum".

DIRECTORS.

11. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less than two nor more than five.

12. The present Directors of the Company are

Alan Blundell Smith
and
Margaret Smith.

They shall be Permanent Directors of the Company, and subject to the provisions of Clause 88 in Part I of Table A each of them shall be entitled to hold such office so long as he shall live unless he shall be removed from office under Clause 96 in Part I of Table A; and accordingly Clauses 89 to 94 in Part I of Table A shall not apply to any Permanent Director.

13. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such Clause were omitted therefrom.

14. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall be counted

and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.

WINDING UP.

15. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the Shares held by them respectively and the balance (if any) shall be distributed among the Members in proportion to the number of Shares held by them respectively; Provided always that the provisions hereof shall be subject to the rights of the holders of Shares (if any) issued upon special conditions.

Alfred S. Smith

DIRECTOR



**CERTIFICATE OF INCORPORATION
RE-REGISTRATION AS AN UNLIMITED COMPANY**

No. **312754**

52

I hereby certify that

THE SLEVANCY FARMING COMPANY

formerly registered as limited, has on this day been re-registered under the Companies Acts 1948 to 1967 as unlimited.

Dated at London **21st APRIL, 1968**

JH Davies

Registrar of Companies

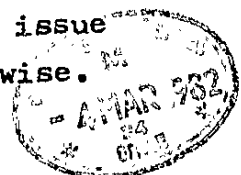
312784/72

25

THE CLEVANCY FARMING COMPANY

AT an Extraordinary General Meeting of the Members of the Company held at Clevancy Farm Hilmarton Calne Wiltshire on *Thurs* day the *25th* day of *February* 1982 at 2.30 o'clock in the afternoon the following resolutions of which the first was proposed as a special resolution were duly passed :-

1. That the capital of the Company be increased to £7,200 by the creation of 6,800 new shares of £1 each.
2. That 379 of the unissued shares be denominated ordinary shares ranking pari passu with the existing ordinary shares of the Company.
3. That 6,462 of the unissued shares be denominated Deferred 'A' shares conferring upon the holders thereof the following rights subject to the restrictions following, namely :-
 - (1) During the period of 15 years from the issue thereof, the Deferred 'A' shares shall not confer upon the holders thereof the right to receive notices of general meetings of the Company or to attend and vote thereat save only that they shall have the right to receive notice of and to attend a general meeting to pass a resolution, and to vote on such resolution, concerning :-
 - (i) the winding up of the Company; or
 - (ii) any question primarily affecting the Deferred 'A' shares, and in particular any question primarily affecting the value of the Deferred 'A' shares, whether by the issue of further ordinary shares or otherwise.



- (2) During the said period of 15 years the Deferred 'A' shares shall not confer upon the holders thereof the right to any dividends whatsoever
- (3) During the said period of 15 years the Deferred 'A' shares shall have no right whatsoever in a winding up to participate in the profits or assets of the Company
- (4) From the expiration of the said period of 15 years the Deferred 'A' shares shall rank pari passu in all respects with the ordinary shares in the capital of the Company

4. That the sum of £359 being retained earnings of the Company standing to the credit of the profit and loss account be capitalised and that the same be applied in making payment in full at par for 359 ordinary shares of £1 each in the capital of the Company, such shares to be distributed as fully paid among the persons who were registered as holders of the ordinary shares in the capital of the Company at the closing of the books of the Company on the Twenty-fourth day of February 1982 at the rate of one fully paid share for every one ordinary share of £1 each of the Company held by such holders respectively, such fully paid shares to rank for dividend as from the date hereof.

5. That the sum of £6462 being as to £3816 the amount standing to the credit of the capital reserve of the Company and as to the balance retained earnings of the Company standing to the credit of the profit and loss account be capitalised and that the same be applied in making payment in full at par for the said 6462 Deferred 'A' shares of £1 each in the capital of the Company such shares to be distributed as fully paid among the persons who were registered as holders of the ordinary shares in the capital of the Company

at the closing of the books of the Company on the Twenty-fourth day of February 1982 at the rate of 9 fully paid shares for every one ordinary share of £1 each of the Company held by such holders respectively including the ordinary shares distributed among them pursuant to the immediately preceding resolution.

A handwritten signature in dark ink, appearing to be 'A. B. H. S.', written in a cursive style.

Chairman

10

THE COMPANIES ACTS 1948 TO 1976

Notice of increase in nominal capital

Pursuant to section 63 of the Companies Act 1948

Please do not
write in this
binding margin

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

To the Registrar of Companies

For official use

Company number

25

312784

Name of Company

THE CLEVANCY FARMING COMPANY

*delete if
inappropriate

*delete as
appropriate

Note

This notice and a
printed copy of
the resolution
authorising the
increase must be
forwarded to the
Registrar of
Companies
within 15 days
after the passing
of the resolution

hereby gives you notice in accordance with section 63 of the Companies Act 1948 that by ~~ordinary~~ [extraordinary] [special]† resolution of the company dated 25th February 1982

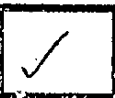
the nominal capital of the company has been increased by the addition thereto of the sum of £ 6,800 beyond the registered capital of £ 400

A printed copy of the resolution authorising the increase is forwarded herewith
The additional capital is divided as follows:

Number of shares	Class of share	Nominal amount of each share
338	Ordinary	£1
6462	Deferred 'A'	£1

(If any of the new shares are preference shares state whether they are redeemable or not)
The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follows:

Please tick here if
continued overleaf



*delete as
appropriate

Signed

[Director] [Secretary]† Date 25.2.82

Presenter's name, address and
reference (if any): PQT/JMB
Spackman Dale & Hood
Market Hill House,
Calne, Wilts. SN11 0EG.

For official use
General section

Post room



The conditions (eg. voting rights, dividend rights, winding-up rights etc,) subject to which the new shares have been or are to be issued (continued).

Terms upon which the Deferred 'A' shares are issued :-

- (1) During the period of 15 years from the issue thereof, the Deferred 'A' shares shall not confer upon the holders thereof the right to receive notices of general meetings of the Company or to attend and vote thereat save only that they shall have the right to receive notice of and to attend a general meeting to pass a resolution, and to vote on such resolution, concerning :-
 - (i) the winding up of the Company; or
 - (ii) any question primarily affecting the Deferred 'A' shares, and in particular any question primarily affecting the value of the Deferred 'A' shares, whether by the issue of further ordinary shares or otherwise.
- (2) During the said period of 15 years the Deferred 'A' shares shall not confer upon the holders thereof the right to any dividends whatsoever
- (3) During the said period of 15 years the Deferred 'A' shares shall have no right whatsoever in a winding up to participate in the profits or assets of the Company
- (4) From the expiration of the said period of 15 years the Deferred 'A' shares shall rank pari passu in all respects with the ordinary shares in the capital of the Company.