

556509

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my

Form No. 41

THE COMPANIES ACT, 1948

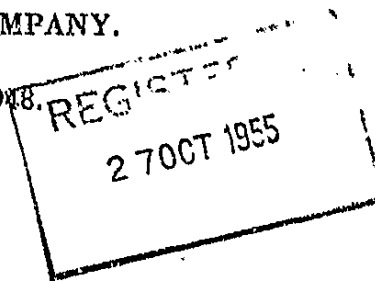


A
Companies
Registration
Fee Stamp
of 5s.
must be
impressed
here.

Declaration of Compliance

WITH THE REQUIREMENTS OF THE COMPANIES ACT, 1948,
ON APPLICATION FOR REGISTRATION OF A COMPANY.

Pursuant to Section 15 (2) of the Companies Act, 1948.

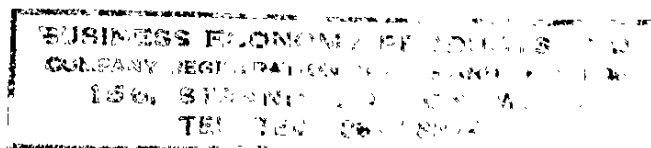


Name
of
Company

H. & T. PROPERTIES

LIMITED

Represented by



J. Thomas Arthur Herbert,

of 156, Strand, London, W.C.2.

(a) Here insert:
"A Solicitor of the
"Supreme Court"
(or in Scotland
"an Enrolled Law
"Agent") "engaged
"in the formation."

or
"A person named
"in the Articles of
"Association as a
"Director or
"Secretary."

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

of

H. & T. PROPERTIES

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 156, Strand,
London, W.C.2.

the 18th day of October, 1955.

Before me,

W. A. Forster

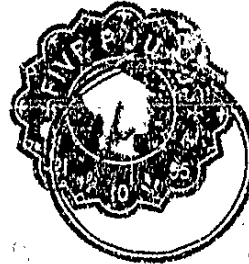
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Number of
Certificate }

556509/2

Form No. 25

THE STAMP ACT, 1891
AND
THE FINANCE ACT, 1933



A stamp for
the appropriate
amount of the
Duty must be
impressed
here.
(See note 2 below)

Statement of the Nominal Capital

Pursuant to Section 112 of the Stamp Act, 1891, and Section 41 of the Finance Act, 1933.

Name
of
Company

REGD

27 OCT 1955

H. & T. PROPERTIES

limited

- NOTES :—(1) This Statement must be filed with the Memorandum of Association and other documents when the Company is registered.
(2) Stamp Duty is payable on the Nominal Capital at the rate of Ten Shillings for every £100 or fraction of £100.

Presented by :—

BUSINESS ECONOMY PRODUCTS LTD.
COMPANY REGISTRATION AGENTS AND PRINTERS
156, STRAND, LONDON, W.C.2.
TEL. TEM. 8877/9373.



THE NOMINAL CAPITAL

OF

H. & T. PROPERTIES

LIMITED,

is ONE THOUSAND POUNDS ^{✓ cash} Pounds, divided
into ONE THOUSAND Shares
of £1 each.

Signature

W. S. A. Herbert

Secretary

*Description

Dated the 18th day of October, 1955.

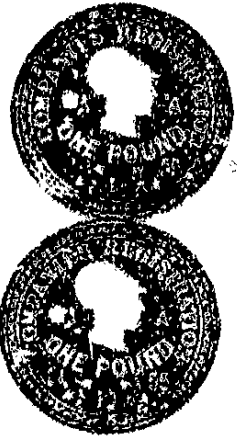
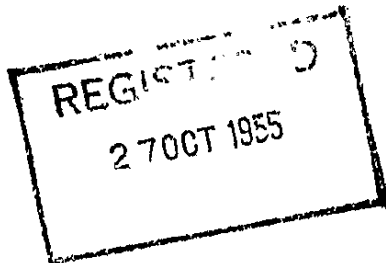
*This Statement must be signed by an Officer of the Company

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

COMPANY LIMITED BY SHARES

Memorandum of Association
OF

H. & T. PROPERTIES LIMITED



1. The name of the Company is "H. & T. PROPERTIES LIMITED."

2. The Registered Office of the Company will be situate in England.

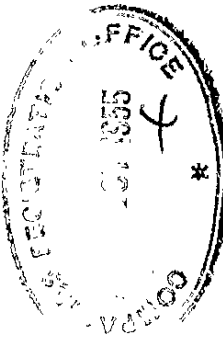
3. The Objects for which the Company is established are:-

(a) To carry on business as dealers in property and estates, mortgage and insurance brokers, lessees and lessors, business transfer agents, auctioneers, valuers, surveyors, estate agents, bailiffs, bailees, managing agents, estate development agents, builders, plumbers, carpenters, decorators, plasterers, bricklayers, painters, joiners, cabinet makers, shopfitters and manufacturers of house, shop and office furniture and fittings; and to carry on business of hire purchase, hiring, letting on hire, easy payment systems and payment by instalment finance as applied to any commodities; farmers, land owners, poultry keepers, dairymen, smallholders, corn merchants, seedsmen, nurserymen, pig breeders, cattle dealers, florists, horticulturists, market gardeners, vegetable and fruit growers, beekeepers, greengrocers, grocers and provision merchants, potters, brick and tile makers, sculptors, stonemasons, ironfounders, engineers, metal and alloy makers refiners and workers, garage proprietors, auto-dealers, spare parts, job masters, ironmongers, hardware dealers and general warehousemen.

(b) To carry on business as advertising agents, interior and exterior decorators, manufacturers of, wholesalers, retailers, exporters, importers and dealers in all kinds of building materials, machinery and equipment of all kinds, farm implements, agricultural and horticultural plant and machinery, poultry appliances, huts, sheds, summer houses, farm buildings, garden furniture and ornaments, feeding stuffs, germicides, insecticides, weedkillers, tools and utensils, all kinds of domestic ware in wood, metal, plastic or any other kind of material whatsoever and to act as general contractors.

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BUSINESS ECONOMIC PRODUCTS LTD.
COMPANY REGISTRATION AGENTS AND ATTORNEYS
156, STRAND, LONDON, W.C.2.
TEL. TEL. 6977/3375.



- (c) To carry on any other business of any description which may be capable of being advantageously carried on in connection with or ancillary to the objects of the Company or any of them.
- (d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business.
- (e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.
- (f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereon.
- (g) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.

- (i) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
- (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.
- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any Debentures at any time paid off.
- (l) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.

(p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.

(q) To establish and support, and aid in the establishment and support of funds or trusts calculated to benefit employees or ex-employees of the Company or the dependents or connections of such persons and to grant pensions and allowances to any such persons.

(r) To distribute any property of the Company in specie among the members.

(s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is £1000 divided into 1000 shares of £1 each, with power to increase or to divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of Shares in the Capital of the Company set opposite our respective names.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS	NUMBER OF SHARES TAKEN BY EACH SUBSCRIBER
<p><i>Eynil Frederick Taylor</i> <i>155A Worthington Road</i> <i>Acacia</i> <i>Demeter</i></p>	<p><i>One</i></p>
<p><i>Edwin Hillier</i> <i>Charlwood</i> <i>Bath Rd</i> <i>Somming. Berks</i> <i>Director</i></p>	<p><i>one</i></p>

DATED the 17th day of October, 19 55.

WITNESS to the above signatures:—

W. J. Goodall
155 Chesterfield Road
Ashford.
Accountant



The Companies Act, 1948

COMPANY LIMITED BY SHARES

Articles of Association

OF

H. & T. PROPERTIES
LIMITED



REGISTERED
27 OCT 1955

PRELIMINARY

1. 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, the Clauses in Part I of Table A numbered 24, 53 and 75 shall not apply to this 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.

2. The Company is a Private Company and accordingly Clauses 2, 3, 4, 5 and 6 in Part II of Table A shall apply to the Company.

SHARES

3. The shares in the initial and any increased capital 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.

LIEN

4. 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.

GENERAL MEETING

5. 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.

6. 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

7. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less than one nor more than five. If at any time there shall only be one Director of the Company, he or she may act as sole Director, exercising all the powers, authorities and discretions vested in the Directors.

8. Any Director may appoint any person approved by the Board to be an alternate Director, and such appointment shall have effect, and such appointee while he holds office as an Alternate Director shall be entitled to notice of meetings of Directors, and in the absence of the Director appointing him to attend and vote thereat accordingly, but he shall not require any qualification and he shall ipso facto vacate office if and when the Director appointing him vacates office as Director or removes the alternate Director from office: and any appointment or removal under this Clause shall be effected by notice in writing to the Company under the hand of the Director making the same. The remuneration of any alternate Director shall be payable out of the remuneration payable to the Director appointing him, and shall consist of such portion of the last-mentioned remuneration as shall be agreed between the alternate Director and the Director appointing him.

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

10. Clause 84(5) in Part I of Table A shall be read and construed as if the words "or his firm" appearing in the last line of such sub-clause were omitted therefrom.

11. 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

12. 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.

FIRST DIRECTORS

13. The first Directors of the Company shall be Cyril Frederick Taylor and Edwin Hillier.

FIRST SECRETARY

14. The first Secretary of the Company shall be Thomas Arthur Herbert.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Lynnd Frederick Taylor
155A Wokingham Road
Reading
Director

Edwin Gillies
Charlwood
Bath Rd
Sonning Berks.
Director

DATED the 17th day of October, 19 55.

WITNESS to the above signatures:—

W J Cordwell
158 Cherterfield Road
Ashford Middlesex
Accountant

DUPLICATE FOR THE FILE

No. 556509



Certificate of Incorporation

I Hereby Certify That

H. & T. PROPERTIES LIMITED

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

Given under my hand at London this Twenty-seventh day of October One Thousand Nine Hundred and Fifty five.

L. R. (ang fnd)
Registrar of Companies

Certificate
received by

Brunier Economy Products Ltd
156 Strand WC2

P. L. O'Brien Date 27. 10. 55

THE COMPANIES ACTS 1948 and 1967

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

of

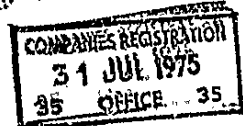
H. & T. PROPERTIES
LIMITED

Passed the 20th day of March 1975

AT an EXTRAORDINARY GENERAL MEETING of the above named Company duly convened, and held at Cardiff Road, Reading on the 20th day of March, 1975, the following Ordinary Resolutions were duly passed:-

1. that the sum of £9,998 being part of the amount now standing to the credit of the Capital Reserve Account of the Company be capitalised and be applied in making payment in full at par for 9,998 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 27th March, in the proportion of 4,999 Ordinary fully paid shares 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 day of issue.
2. that the Authorised Capital be increased to £11,000 by the creation of 10,000 Ordinary Shares of £1 each ranking pari passu with the existing Ordinary Shares to be issued for the purpose of acquiring the entire Ordinary Share Capital of Cardiff Road Service Station Limited.
3. that an offer be made to all the holders of the Ordinary Shares of Cardiff Road Service Station Limited for the acquisition of such shares in exchange for Ordinary Shares of the Company on the basis of one Ordinary Share of the Company for five Ordinary Shares of Cardiff Road Service Station Limited.

.....
Chairman



No. of Company ... 526509

THE COMPANIES ACTS 1948 TO 1967

Notice of increase in nominal capital

Pursuant to Section 63 of the Companies Act 1948

To the Registrar of Companies

Name of Company H.&T. Properties Limited*

hereby gives you notice that by ordinary ~~extraordinary~~/special** resolution of the company dated the
20th March, 1975....., the nominal capital of the company has been increased by the
addition thereto of a sum of £ 10,000 beyond the registered capital of £ 1,000.....

The additional capital is divided as follows:-

Number of shares	Class of share	Nominal amount of each share
10,000	Ordinary	£1

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

Signed [Signature]

State whether Director
Director or Secretary

Date

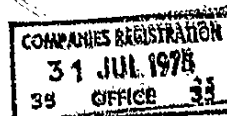
* Delete "Limited" if not applicable
** Delete as necessary

(see notes overleaf)

Presented by:

Presentor's reference:

Haines Watts
Sterling House
105-175, Farnham Road
Woking, Surrey, SL1 4UZ



Form No. 10

Margin reserved for binding

No. 556509.

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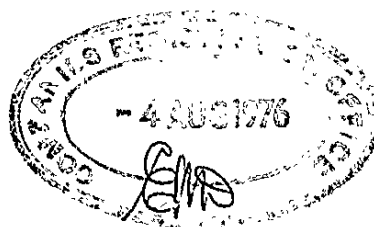
THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

Memorandum
— and —
Articles of Association
— OF —

H. & T. PROPERTIES LIMITED

Incorporated the 27th day of October, 1955.



W. KYBERT & SON LIMITED
LAW STATIONERS, COMPANY REGISTRATION AGENTS AND PRINTERS
50, LINCOLN'S INN FIELDS, LONDON, WC2A 3PF Telephone: 01-405 1107

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THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

CERTIFICATION

WE HEREBY CERTIFY that this print incorporates all alterations made to this Company's memorandum of Association by filed resolutions and is lodged in compliance with the requirements of the European Communities Act 1972.

DATED 4/8/1976
W. KYBERT & SON, LIMITED

Memorandum of Association

-OF-

H. & T. PROPERTIES
LIMITED

1. The name of the Company is "H. & T. PROPERTIES LIMITED". ✓

2. The Registered Office of the Company will be situate in England.

3. The objects for which the Company is established are :-

- (a) To carry on business as dealers in property and estates, mortgage and insurance brokers, lessees and lessors, business transfer agents, auctioneers, valuers, surveyors, estate agents bailiffs, bailees, managing agents, estate development agents, builders, plumbers, carpenters, decorators, plasterers, bricklayers, painters, joiners, cabinet makers, shop-fitters and manufacturers of house, shop and office furniture and fittings; and to carry on business of hire purchase, hiring, letting on hire, easy payment systems and payment by instalment finance as applied to any commodities; farmers, land owners, poultry keepers, dairymen, smallholders, corn merchants, seedsmen, nurserymen, pig breeders, cattle dealers, florists, horticulturists, market gardeners, vegetable and fruit growers, beekeepers, greengrocers, grocers and provision merchants, potters, brick and tile makers, sculptors, stonemasons, ironfounders, engineers, metal and alloy makers, refiners and
- ✓

workers, garage proprietors, auto-dealers, spare parts, job masters, ironmongers, hardware dealers and general warehousemen.

- (b) To carry on business as advertising agents, interior and exterior decorators, manufacturers of, wholesalers, retailers exporters, importers and dealers in all kinds of building materials, machinery and equipment of all kinds, farm implements, agricultural and horticultural plant and machinery, poultry appliances, huts, sheds, summer houses, farm buildings, garden furniture and ornaments, feeding stuffs, germicides, insecticides, weedkillers, tools and utensils, all kinds of domestic ware in wood, metal, plastic or any other kind of material whatsoever and to act as general contractors.
- (c) To carry on any other business of any description which may be capable of being advantageously carried on in connection with or ancillary to the objects of the Company or any of them.
- (d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the purpose of the Company's business.
- (e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.
- (f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company and to grant rights thereout.

- (g) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.
- (i) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
- (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.
- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.
- (l) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about

The formation or promotion of the Company or the conduct of its business.

- (o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.
- (q) To establish and support and aid in the establishment and support of funds or trusts calculated to benefit directors or ex-directors, employees or ex-employees of the Company or the dependants or connections of such persons and to grant pensions and allowances to any such persons.
- (r) To distribute any property of the Company in specie among the members.
- (s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

✓ 4. The liability of the Members is limited.

5.* The Share Capital of the Company is £1000 divided into 1000 Shares of £1 each, with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

✓ * By Ordinary Resolution passed the 20th March 1975 the Share Capital of the Company was increased to £11,000

WE, the several persons whose names and 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
CYRIL FREDERICK TAYLOR, 155a, Wokingham Road, Reading. Director.	One.
EDWIN HILLIER, Charlwood, Bath Road, Sonning, Berks. Director.	One.

D A T E D the 17th day of October, 1955.

WITNESS to the above Signatures :-

W. J. CORDWELL,
158, Chesterfield Road,
Ashford, Middlesex.
Accountant.

ne

m

975
to

THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

CERTIFICATION

WE HEREBY CERTIFY that this plan incorporates all alterations made to this Company's Articles of Association by filed resolutions and is lodged in compliance with the requirements of the European Communities Act 1972.

DATED 4/8/1976
W. KYBENT & SON LIMITED

Articles of Association

-OF-

H. & T. PROPERTIES LIMITED ✓

PRELIMINARY.

1. 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, the Clauses in Part I of Table A numbered 24, 53 and 75 shall not apply to this 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.

2. The Company is a Private Company and accordingly Clauses 2, 3, 4, 5 and 6 in Part II of Table A shall apply to the Company.

SHARES.

3. The shares in the initial and any increased capital 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.

LIEN.

4. 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.

GENERAL MEETING.

5. 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.

6. 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.

7. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less than one nor more than five. If at any time there shall be only one Director of the Company, he or she may act as sole Director, exercising all the powers, authorities and discretions vested in the Directors.

8. Any Director may appoint any person approved by the Board to be an alternate Director, and such appointment shall have effect, and such appointee while he holds office as an Alternate Director shall be entitled to notice of meetings of Directors, and in the absence of the Director appointing him to attend and vote thereat accordingly, but he shall not require any qualification and he shall ipso facto vacate office if and when the Director appointing him vacates office as Director or removes the alternate Director from office; and any appointment or removal under this Clause shall be effected by notice in writing to the Company under the hand of the Director making the same. The remuneration of any alternate Director shall be payable out of the remuneration payable to the Director appointing him, and shall consist of such portion of the last-mentioned remuneration as shall be agreed between the alternate Director and the Director appointing him.

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

10. Clause 84(5) in Part I of Table A shall be read and construed as if the words "or his firm" appearing in the last line of such sub-clause were omitted therefrom.

11. 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.

12. 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.

FIRST DIRECTORS.

13. The first Directors of the Company shall be CYRIL FREDERICK TAYLOR and EDWIN HILLIER.

FIRST SECRETARY.

14. The first Secretary of the Company shall be THOMAS ARTHUR HERBERT.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

CYRIL FREDERICK TAYLOR,
155a, Wokingham Road,
Reading.

Director.

EDWIN HILLIER,
Charlwood,
Bath Road,
Sonning, Berks.

Director.

D A T E D the 17th day of October, 1955.

WITNESS to the above Signatures:-

W. J. CORDWELL,
158, Chesterfield Road,
Ashford, Middlesex.

Accountant.

A

Please do not
write in this
binding margin

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

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

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

3

To the Registrar of Companies

For official use

Company number

[52]

556509

Name of company

H & T PROPERTIES

Limited *

*delete if
inappropriate

NOTE

Please read
notes 1 to 5
overleaf before
completing this
form

hereby gives you notice in accordance with section 3 (1) of the Companies Act 1976 that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end, is as shown below:

Day Month

3 1 1 2

† delete as
appropriate

The current accounting reference period of the company is to be treated as ~~[shortened]~~
[extended] † and ~~[is to be treated as having come to an end]~~ [will come to an end] † on

Day Month Year

3 1 1 2 1 9 8 4

See note 4 (c)
and complete if
appropriate

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

‡ delete as
appropriate

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

_____, company number _____

the accounting reference date of which is _____

§ delete as
appropriate

Signed [Signature] [Director] [Secretary] § Date 8/6/84

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

HAINES WATTS
STERLING HOUSE
60-62 KINGS ROAD
READING, BERKS. RG1 3AA

For official use
General section

Post room

COMPANIES REGISTRATION
20 JUN 1984

M

COMPANIES FORM No. 225(1)

G

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

225(1)

Please do not
write in this
margin

Pursuant to section 225(1) of the Companies Act 1985

To the Registrar of Companies

For official use

Company number

01611

556509

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

Name of company

H & T PROPERTIES LIMITED

* insert full name
of company

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is as shown below:

Day Month

3 1 0 3

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

† delete as
appropriate

The current accounting reference period of the company is to be treated as ~~shortened~~ [extended]† and ~~is to be treated as having come to an end~~ [will come to an end]† on

Day Month Year

3 1 0 3 1 9 8 7

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

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

E HILLIER & SON ENGINEERING (HOLDINGS) LIMITED

See note 4c and
complete as
appropriate

, company number 546111

the accounting reference date of which is 31 MARCH

Signed

[Director] [Secretary]† Date

9.12.86

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

Please reply to:
60/62 Kings Road
Reading, Berkshire

GSC/BEH/H317

For official Use

General Section

CLASSI DATE

20 DEC 1986

CRO

Post room

