

Number of
Company

771532

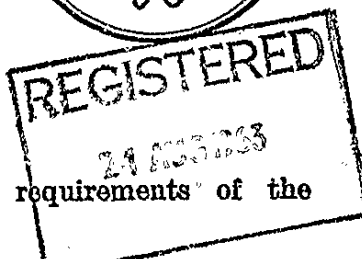


Form No. 41

THE COMPANIES ACT, 1948



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



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

Pursuant to Section 15 (2).

Insert the
Name of the
Company.

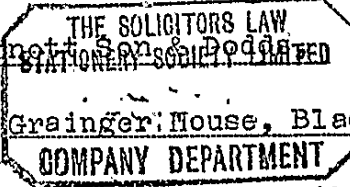
GEORGE BLAIR & CO.

(NEWCASTLE)

LIMITED

Presented by

Messrs. Annett, Sons & Poddart



Grainger House, Blackett Street

Newcastle upon Tyne, 1.



The Solicitors' Law Stationery Society, Limited.
22 Chancery Lane, W.C.2; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 6 Victoria Street, S.W.1;
15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff, 19 & 21 North
John Street, Liverpool, 2; 28-30 John Dalton Street, Manchester, 2; and 157 Hope Street, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

I, THOMAS GRENFELL ARNOTT

of Grainger House Blackett Street. Newcastle

upon Tyne

(a) Here insert:
"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".

Do solemnly and sincerely declare that I am (*) A Solicitor

of the Supreme Court engaged in the formation

of George Blair & Co. (Newcastle)

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 Newcastle upon Tyne in

the County of the same City

the 31st day of July

one thousand nine hundred and

sixty three

Thompson & Co.

Before me,

[Signature]

A Commissioner for Oaths [or Notary Public or
Justice of the Peace]

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

Number of
Company }

771532 1/2

Form No. 25.

THE STAMP ACT 1891.

(54 & 55 VICT., CH. 39.)

COMPANY LIMITED BY SHARES.



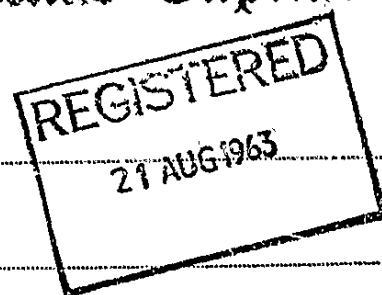
Statement of the Nominal Capital

OF

GEORGE BLAIR & CO.

(NEWCASTLE)

LIMITED.



Pursuant to Section 112 of the Stamp Act 1891, as amended by Section 7 of the Finance Act 1899, Section 39 of the Finance Act 1920, and Section 41 of the Finance Act 1933.

NOTE.—The Stamp Duty on the Nominal Capital is Ten Shillings for every £100 or fraction of £100.

This Statement is to be filed with the Memorandum of Association or other Document when the Company is registered.

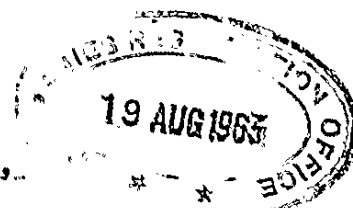
Presented by

THE SOLICITORS LAW
STATIONERY SOCIETY LIMITED

Arnott Son & Dodds,

COMPANY DEPARTMENT

Blackett Street,
NEWCASTLE UPON TYNE, 1.



THE SOLICITORS' LAW STATIONERY SOCIETY, LIMITED
22 Chancery Lane, London, E.C.4; 3 Bucklersbury, E.C.4; 49 Bedford Row, W.C.1; 5 Victoria Street, S.W.1;
15 Abchurch Lane, London, E.C.4; 55-59 Newhall Street, Birmingham, 3; 19 & 21 North John Street, Liverpool, 2;
20-22 Cornhill, London, E.C.4; 37-39, Deansgate, Manchester, 2; 75 St. Mary Street, Cardiff; and 157 Hope Street, Glasgow, G.2.

PRINTERS AND PUBLISHERS OF COMPANIES BOOKS AND FORMS.

THE NOMINAL CAPITAL

OF

GEORGE BLAIR & CO.

(NEWCASTLE)

Limited,

is £80,000, divided into:

Shares of £1 each

Shares of each

*Signature

T. Grenfell Arnott

T. Grenfell Arnott

Description Solicitor engaged in the formation

Dated the Thirty first day of July 1963

**This Statement should be signed by an Officer of the Company, or
by the Solicitor(s) engaged in the formation.*

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



The Companies Act, 1948

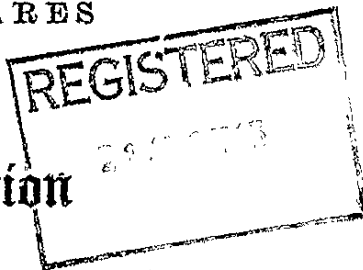
COMPANY LIMITED BY SHARES

771532 / 3

Memorandum of Association

OF

GEORGE BLAIR & CO. (NEWCASTLE) LIMITED



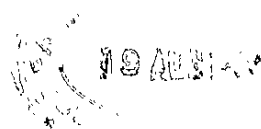
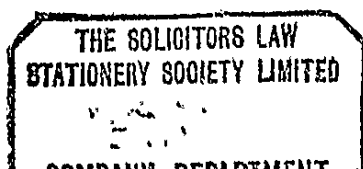
1. The name of the Company is "GEORGE BLAIR & Co.
(NEWCASTLE) LIMITED."

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 all or any of the businesses of iron and steel Objects
manufacturers, general metal merchants, manufacturers,
brokers, dealers, founders, converters, smelters, stampers,
forgers, piercers, pressers and rollers, waste and scrap
dealers, makers of and dealers in machinery, plant, tools,
implements, accessories and engineering supplies and
requisites, blacksmiths, millwrights, riveters, fitters,
machinists, platers, annealers, vulcanisers, polishers,
finishers, marine, mechanical, motor, electrical and
general engineers, and engineering contractors, dealers in
coke, lime, coal and timber, manufacturers of and dealers
in bricks, slates, pipes, pottery, earthenware, china,
terra-cotta, and ceramic ware of all kinds, builders,
builders' merchants and building contractors, haulage
contractors, carriers by land and water, barge owners,
wharfingers and lightermen; and to search for, get, win,
work, raise, reduce, amalgamate, dress, crush, refine,
make marketable and use, sell and dispose of coal,
clay, sand, gravel, stone, lime, limestone, and all other

50431



minerals and substances of whatsoever kind or description used by the Company in carrying on its business or any part thereof.

Carry on other
businesses

- (B) To carry on any other trade or business whatsoever which can, in the opinion of the Board of Directors, be advantageously carried on by the Company in connection with or as ancillary to any of the above businesses or the general business of the Company.

Acquire lands,
property, rights
and privileges

- (C) To purchase, take on lease or in exchange, hire or otherwise acquire and hold for any estate or interest any lands, buildings, easements, rights, privileges, concessions, patents, patent rights, licences, secret processes, machinery, plant, stock-in-trade, and any real or personal property of any kind necessary or convenient for the purposes of or in connection with the Company's business or any branch or department thereof.

Construct roads,
railways, buildings,
etc.

- (D) To erect, construct, lay down, enlarge, alter and maintain any roads, railways, tramways, sidings, bridges, reservoirs, shops, stores, factories, buildings, works, plant and machinery necessary or convenient for the Company's business, and to contribute to or subsidise the erection, construction and maintenance of any of the above.

Borrow money

- (E) To borrow or raise or secure the payment of money for the purposes of or in connection with the Company's business, and for the purposes of or in connection with the borrowing or raising of money by the Company to become a member of any building society.

Mortgage
undertaking

- (F) To mortgage and charge the undertaking and all or any of the real and personal property and assets, present or future, and all or any of the uncalled capital for the time being of the Company, and to issue at par or at a premium or discount, and for such consideration and with and subject to such rights, powers, privileges and conditions as may be thought fit, debentures or debenture stock, either permanent or redeemable or repayable, and collaterally or further to secure any securities of the Company by a trust deed or other assurance.

Issue securities

- (G) To issue and deposit any securities which the Company has power to issue by way of mortgage to secure any sum less than the nominal amount of such securities, and also by way of security for the performance of any contracts or obligations of the Company or of its

customers or other persons or corporations having dealings with the Company, or in whose businesses or undertakings the Company is interested, whether directly or indirectly.

- (H) To receive money on deposit or loan upon such terms as the Company may approve, and to guarantee the obligations and contracts of customers and others.
- (I) To make advances to customers and others with or Lend without security, and upon such terms as the Company may approve, and generally to act as bankers for customers and others.
- (J) To grant pensions, allowances, gratuities and bonuses to officers, ex-officers, employees or ex-employees of the Company or its predecessors in business or the dependents or connections of such persons, to establish and maintain or concur in establishing and maintaining trusts, funds or schemes (whether contributory or non-contributory) with a view to providing pensions or other benefits for any such persons as aforesaid, their dependents or connections, and to support or subscribe to any charitable funds or institutions, the support of which may, in the opinion of the Directors, be calculated directly or indirectly to benefit the Company or its employees, and to institute and maintain any club or other establishment or profit-sharing scheme calculated to advance the interests of the Company or its officers or employees. Grant pensions and subscribe to charities
- (K) To draw, make, accept, endorse, negotiate, discount and execute promissory notes, bills of exchange and other negotiable instruments. Make and accept bills, etc.
- (L) To invest and deal with the moneys of the Company not immediately required for the purposes of its business in or upon such investments or securities and in such manner as may from time to time be determined. Invest
- (M) To pay for any property or rights acquired by the Company, either in cash or fully or partly paid-up shares, with or without preferred or deferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or by any securities which the Company has power to issue, or partly in one mode and partly in another, and generally on such terms as the Company may determine. Pay for property in cash, shares, etc.
- (N) To accept payment for any property or rights sold or otherwise disposed of or dealt with by the Company, Accept payment in cash or shares

either in cash, by instalments or otherwise, or in fully or partly paid-up shares of any company or corporation, with or without deferred or preferred or special rights or restrictions in respect of dividend, repayment of capital, voting or otherwise, or in debentures or mortgage debentures or debenture stock, mortgages or other securities of any company or corporation, or partly in one mode and partly in another, and generally on such terms as the Company may determine, and to hold, dispose of or otherwise deal with any shares, stock or securities so acquired.

Enter into
partnership

- (O) To enter into any partnership or joint-purse arrangement or arrangement for sharing profits, union of interests or co-operation with any company, firm or person carrying on or proposing to carry on any business within the objects of this Company, and to acquire and hold, sell, deal with or dispose of shares, stock or securities of any such company, and to guarantee the contracts or liabilities of, or the payment of the dividends, interest or capital of any shares, stock or securities of and to subsidise or otherwise assist any such company.

Promote other
companies

- (P) To establish or promote or concur in establishing or promoting any other company whose objects shall include the acquisition and taking over of all or any of the assets and liabilities of this Company or the promotion of which shall be in any manner calculated to advance directly or indirectly the objects or interests of this Company, and to acquire and hold or dispose of shares, stock or securities of and guarantee the payment of the dividends, interest or capital of any shares, stock or securities issued by or any other obligations of any such company.

Acquire other
business or
property

- (Q) To purchase or otherwise acquire and undertake all or any part of the business, property, assets, liabilities and transactions of any person, firm or company carrying on any business which this Company is authorised to carry on.

Sell or otherwise
deal with
undertaking

- (R) To sell, improve, manage, develop, turn to account, exchange, let on rent, royalty, share of profits or otherwise, grant licences, easements and other rights in or over, and in any other manner deal with or dispose of the undertaking and all or any of the property and assets for the time being of the Company for such consideration as the Company may think fit.

(s) To amalgamate with any other company whose objects are or include objects similar to those of this Company, whether by sale or purchase (for fully or partly paid-up shares or otherwise) of the undertaking, subject to the liabilities of this or any such other company as aforesaid, with or without winding up, or by sale or purchase (for fully or partly paid-up shares or otherwise) of all or a controlling interest in the shares or stock of this or any such other company as aforesaid, or by partnership, or any arrangement of the nature of partnership, or in any other manner. Amalgamate

(t) To distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law. Distribute assets in specie


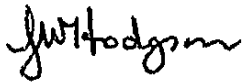
(u) To do all or any of the above things in any part of the world, and either as principals, agents, trustees, contractors or otherwise, and either alone or in conjunction with others, and either by or through agents, trustees, sub-contractors or otherwise. Act as and through agents, trustees, etc.

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

4. The liability of the members is limited. Liability of members

5. The share capital of the Company is £80,000, divided into 80,000 shares of £1 each. The shares in the original or any increased capital may be divided into several classes, and there may be attached thereto respectively any preferential, deferred or other special rights, privileges, conditions or restrictions as to dividend, capital, voting or otherwise. Capital of Company

We, the several persons whose names and addresses 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
 'TYVONNAY' WITTON-LE-WEAR, BISHOP AUCKLAND, CO. DURHAM. COMPANY DIRECTOR	ONE
 5 BANKWELL DRIVE, HIGH ETHERLEY, BISHOP AUCKLAND, CO. DURHAM. CHARTERED ACCOUNTANT	ONE

Dated this 30TH day of JULY, , 1963.

Witness to the above Signatures—

B. Middlemas

46 NEW ROW,
 OAKENSHAW,
 NR. CROOK,
 CO. DURHAM.

PRIVATE SECRETARY

Company registered without Articles of Association and accordingly the regulations contained in Part II of Table A in the First Schedule of the Companies Act, 1948, shall be the regulations of the Company.

No. C. 173

DUPLICATE FOR THE FILE

No. 771532



Certificate of Incorporation

I Hereby Certify, that

GEORGE BLAIR & CO. (NEWCASTLE) LIMITED

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

Given under my hand at London this TWENTY-FIRST day of

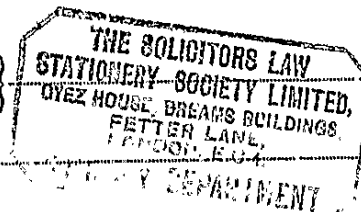
AUGUST

One Thousand Nine Hundred and Sixty THREE.

L. R. (signature)

Registrar of Companies.

Certificate
received by



Date 21 AUG 1963