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THE COMPANIES ACTS 1948 TO 1976

Declaration of compliance with
the requirements of the
Companies Acts 1948 to 1976 on
application for registration
of a company

Pursuant to section 15 (2) of the Companies Act 1948 as
amended by the Companies Act 1976

Form No. 41

41

Please do not
write in this
binding margin

Please complete
legibly,
preferably in
black type or
bold black
lettering.
*Delete if
inappropriate.

†Please indicate
whether you are
a Solicitor of
the Supreme
Court (or in
Scotland "a
Solicitor")
engaged in the
formation of
the company,
or a person
named in the
statement
delivered under
section 21 of the
Companies Act
1976 as a director
or secretary of the
company.

for Notary
Public or Justice
of the Peace or
Solicitor having
the powers
conferred on a
Commissioner
for Oaths.



For official use

14891354



Name of Company

CORPUS CHRISTI SOCIAL CENTRE.

Limited*

I, TIMOTHY AKEES JOBSON
of DAVIOT HOUSE, LOMBARD ST. WEST, WEST BROMWICH

do solemnly and sincerely declare that I am† A SOLICITOR OF THE SUPREME COURT
ENGAGED IN THE FORMATION

of CORPUS CHRISTI SOCIAL CENTRE

Limited*

and that all the requirements of the Companies Acts 1948 to 1976 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 WEST BROMWICH

in the County of West Midlands.

the thirteenth day of March.

One thousand nine hundred and eighty

before me T. A. Calloway

~~A Commissioner for Oaths~~ Solicitor.

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

LYON CLARK & CO
DAVIOT HOUSE
LOMBARD ST. WEST
WEST BROMWICH.

TAJ/SA.

For official use
General section

Post room

091151/5.

1489135/2

The Companies Acts, 1948 to 1976



1
P/G

COMPANY LIMITED BY GUARANTEE
WITHOUT A SHARE CAPITAL

CORPUS CHRISTI SOCIAL CENTRE
LIMITED

MEMORANDUM OF ASSOCIATION



1. The name of the Company is Corpus Christi Social Centre Limited
2. The Registered Office of the Company will be situate in England.
3. The objects for which the Company is established are to take over, maintain, administer and conduct the Corpus Christi Social Centre (hereinafter referred to as the Centre) and to safeguard, preserve and enhance and provide facilities for the promotion of the spiritual social and recreational well being of the Members thereof. In furtherance of such object but no further the Company shall have the following powers:-

(a) To offer to Members of the Club and their friends the usual privileges, advantages, conveniences and accommodation of a club.

(b) To arrange bible readings, gospel meetings, debates, conferences and lectures and to distribute literature, tapes and films dealing with religious matters.

(c) To grant pensions and retirement benefits to or for employees or former employees and to the widows, children and other dependants of deceased employees (who are in necessitous circumstances) and to pay or subscribe to funds or schemes for the provision of pensions and retirement benefits for employees and former employees their widows, children and other dependants.

(c) To undertake and execute any charitable trusts which may lawfully be undertaken by the Company and which will further the objects of the Company.

(e) To act as Trustees, Governors or managers of any real or personal property given or held upon trust for Charitable purposes.

(f) To subscribe to, become a member or, or amalgamate or co-operate with any other charitable organisation, institution, society or body not formed or established for purposes of profit (whether incorporated or not and whether in Great Britain or Northern Ireland or elsewhere) whose objects are wholly or in part similar to those of the Company and which by its Constitution prohibits the distribution of its income and property amongst its members to an extent at least as great as is imposed on the Company under or by virtue of Clause 4 hereof.



(g) To purchase or otherwise acquire and undertake all such part or the property, assets, liabilities and engagements as may lawfully be acquired or undertaken by the Company of any one or more of the charitable organisations, institutions, societies or bodies with which this Company is authorised to amalgamate.

(h) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Company may think necessary for the promotion of its objects and to construct, maintain and alter any buildings or erections which the Company may think necessary for the promotion of its objects.

(i) To conduct appeals for money or other gifts or for any other assistance for any of the purposes of the Company, and to solicit and accept subscriptions and donations (whether of real or personal property) and devises and bequests for any of the purposes of the Company.

(j) To print and publish, or procure to be printed and published, and to circulate, or procure to be circulated (whether gratuitously or not) any newspaper, periodicals, magazines, books, pamphlets, leaflets, or other documents on subject which are within the objects of the Company.

(k) Subject to Clause 4 hereof to employ and pay architects, surveyors, solicitors and other professional persons, workmen, clerks and other staff for the purpose of fulfilling the objects of the Company.

(l) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Company as may be thought expedient with a view to the promotion of its objects.

(m) To borrow and raise money for the purposes of the Company in such manner and on such security as the Company may think fit.

(n) To invest the moneys of the Company not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided

(o) To pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company.

(p) To establish and support or aid in establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with or calculated or further any of the objects of the Company.

(q) To do all such other lawful things as are necessary for the attainment of the above objects or any of them.

Provided that:-

(i) In case the Company shall take or hold any property which may be subject to any trusts, the Company shall only deal with or invest the same in such manner as allowed by law, having regard to such trusts.

(ii) The objects of the Company shall not extend to the regulation or relations between workers and employers or organisations of workers and organisations of employers.

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

Provided that nothing herein shall prevent any payment in good faith by the Company:-

- (a) of reasonable and proper remuneration to any member, officer or servant of the Company for any services rendered to the Company;
- (b) of interest on money lent by any member of the Company or of its Council of Management or Governing Body at a reasonable and proper rate;
- (c) of reasonable and proper rent for premises demised or let by any member of the Company or of its Council of Management or Governing Body;
- (d) of fees, remuneration or other benefit in money or money's worth to a company of which a member of the Council of Management or Governing Body may be a member holding not more than 1/100th part of the capital of that Company; and
- (e) to any member of its Council of Management or Governing Body of outofpocket expenses.

5. The liability of the members is limited.

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

7. If upon the winding-up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Company, but shall be given or transferred to Birmingham Roman Catholic Diocesan Trustees Registered of Archbishop's House St. Chad's Queensway Birmingham B4 6EX

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.

NAMES, ADDRESSES AND DESCRIPTIONS
OF SUBSCRIBERS

P. J. J. J.
Archbishop's House
St. Chad's Queensway
Birmingham B4 6EX
Vicar General

H. G. Withers
Archbishop's House
St. Chad's Queensway
Birmingham B4 6EX
Diocesan Treasurer

L. M. Boyle
Our Lady Christ Presbytery
Griffiths Drive
Ashmore Park
Wolverhampton
Parish Priest

DATED THIS 12th day of March 1980

Witness to the above Signatures:-

T. A. Johnson
Solicitor
West Bromwich

The Companies Acts 1948 to 1976

COMPANY LIMITED BY GUARANTEE WITHOUT A SHARE CAPITAL

1489135/3

ARTICLES OF ASSOCIATION

OF

CORPUS CHRISTI SOCIAL CENTRE LIMITED



INTERPRETATION

1. In these articles:-

- "the Act" means the Companies Act 1948
- "the seal" means the common seal of the Company.
- "secretary" means any person appointed to perform the duties of the secretary of the Company.
- "the United Kingdom" means Great Britain and Northern Ireland.

Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form.

Unless the context otherwise requires, words or expressions contained in these articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these articles become binding on the Company.

MEMBERS

2. The number of the members with which the Company proposes to be registered is 3, but the directors may from time to time register an increase of members.

3. The subscribers to the memorandum of association and such other persons as the directors shall admit to membership be members of the company.

GENERAL MEETINGS

4. The company shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of the company and that of the next. Provided that so long as the company holds its first annual general meeting within eighteen months of its incorporation, it need not hold it in the year of its incorporation or in the following year. The annual general meeting shall be held at such time and place as the directors shall appoint.

5. All general meetings other than annual general meetings shall be called extraordinary general meetings.

6. The directors may, whenever they think fit, convene an extraordinary general meeting, and extraordinary general meetings shall also be convened on such requisition, or, in default, may be convened by such requisitionists, as provided by section 132 of the Act. If at any time there are not within the United Kingdom sufficient directors capable of acting to form a quorum, any director or any two members of the company may convene an extraordinary general meeting in the same manner as nearly as possible as that in which meetings may be convened by the directors.

NOTICE OF GENERAL MEETINGS

7. An annual general meeting and a meeting called for the passing of a special resolution shall be called by twenty one days' notice in writing at the least, and a meeting of the company other than an annual general meeting or a meeting for the passing of a special resolution shall be called by fourteen days' notice in writing at the least. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given, and shall specify the place, the day and the hour of meeting and, in case of special business, the general nature of that business and shall be given, in manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the company in general meeting, to such persons as are, under the articles of the company, entitled to receive such notices from the company:

Provided that a meeting of the company shall, notwithstanding that it is called by shorter notice than that specified in this article be deemed to have been duly called if it is so agreed:-

- (a) in the case of a meeting called as the annual general meeting, by all the members entitled to attend and vote thereat; and
- (b) in the case of any other meeting, by a majority in number of the members having a right to attend and vote at the meeting, being a majority together representing not less than ninety five per cent. of the total voting rights of that meeting of all the members.

8. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

PROCEEDINGS AT GENERAL MEETINGS

9. All business shall be deemed special that is transacted at an extraordinary general meeting, and also all that is transacted at an annual general meeting, with the exception of declaring a dividend, the consideration of the accounts, balance sheets, and the reports of the directors and auditors, the election of directors in the place of those retiring and the appointment of, and the fixing of the remuneration, of the auditors.

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 herein otherwise provided, two members present in person shall be a quorum.

11. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week, at the same time and place, or to such other day and at such other time and place as the directors may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.

12. The chairman, if any, of the board of directors shall preside as chairman at every general meeting of the company, or if there is no such chairman, or if he shall not be present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act the directors present shall elect one of their number to be chairman of the meeting.

13. If at any meeting no director is willing to act as chairman or if no director is present within fifteen minutes after the time appointed for hold the meeting, the members present shall choose one of their number to be chairman of the meeting.

14. The chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

15. 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:-

- (a) by the chairman; or
- (b) by at least two members present in person or by proxy; or
- (c) by any member or members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting.

Unless a poll be 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 and an entry to that effect in the book containing the minutes of proceedings 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.

The demand for a poll may be withdrawn.

16. Except as provided in article 18, if a poll is duly demanded it shall be taken in such manner as the chairman directs, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

17. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a second or casting vote.

18. A poll demanded on the election of a chairman, or on a question of adjournment, shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the chairman of the meeting directs and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.

19. Subject to the provisions of the Act a resolution in writing signed by all the members for the time being entitled to receive notice of and to attend and vote at general meetings (or being corporations by their duly authorised representatives) shall be as valid and effective as if the same had been passed at a general meeting of the company duly convened and held.

VOTES OF MEMBERS

20. Every member shall have one vote.

21. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee, receiver, curator bonis or other person in the nature of a committee, receiver curator bonis appointed by that court, and any such committee, receiver, curator bonis or other person may, on a poll vote by proxy.

23. On a poll votes may be given either personally or by proxy.

23. On a poll votes may be given either personally or by proxy.

25. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notorially certified copy of that power or authority shall be deposited at the registered office of the company or at such other place within the United Kingdom as is specified for that purpose in the notice convening the meeting, not less than forty-eight hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, and in default of the instrument of proxy shall not be treated as valid.

26. An instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit:-

LIMITED

" I/We _____ of _____ in the county of _____
being a member/members of the above named company, hereby appoint _____
or failing him _____ of _____
as my/our proxy to vote for me/us on my/our behalf at the (annual or
extraordinary, as the case maybe) general meeting of the company to be
held on the _____ day of _____ 19____ and at any adjournment
thereof.

Signed this day of 19 "

27. Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form of a form as near thereto as circumstances admit:

"I/We _____ of _____ in the county of _____
being a member/members of the above named company, hereby appoint
_____ of _____
or failing him _____ of _____
as my/our proxy to vote for me/us on my/our behalf at the (annual or
extraordinary, as the case may be) general meeting of the company to be
held on the _____ day of _____ 19____ and at any
adjournment thereof.

Signed this day of 19

This form is to be used _____ the resolution. Unless otherwise
against

instructed, the proxy will vote as he thinks fit.

*Strike out whichever is not desired."

28. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

29. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, provided that no intimation in writing of such death, insanity or revocation as aforesaid shall have been received by the company at the office before the commencement of the meeting or adjourned meeting at which the proxy is used.

CORPORATIONS ACTING BY REPRESENTATIVES AT MEETINGS

30. Any corporation which is a member of the company may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the company, and the person so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual member of the company.

DIRECTORS

31. The following persons shall be the first Directors of the company:

The Vicar General of the Archdiocese of Birmingham namely The Right Reverend Monsignor Daniel Leonard

The Diocesan Treasurer of the Archdiocese of Birmingham namely The Very Reverend Canon William James Withers and

The Parish Priest of the Parish of Corpus Christi at Ashmore Park Wolverhampton West Midlands namely The Reverend William Matthew Boyle

The holders of each of the above three offices shall ex officio be permanent directors of the Company and accordingly:-

(a) subject to the provisions of Article 40 hereof each of them shall be entitled to retain his appointment as permanent director so long as he shall remain the holder of such office and accordingly Articles 41 to 49 hereof shall not apply to any permanent director and

(b) each of them shall on vacating such office be deemed immediately to have resigned from his appointment as a director of the company with immediate effect and without any claim for compensation and

(c) each successor to each of such offices shall be appointed as a permanent director of the company pursuant to this Article.

32. The number of the directors shall be determined by the Company in General Meeting. In the event of the minimum number of directors fixed by or pursuant to these Articles being one, a sole director shall have authority to exercise all the powers and discretions by these Articles expressed to be vested in the directors generally.

33. The remuneration of the directors shall from time to time be determined by the company in general meeting. Such remuneration shall be deemed to accrue from day to day. The directors shall also be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the directors or any committee of the directors or general meetings of the company or in connection with the business of the company.

BORROWING POWERS

34. The directors may exercise all the powers of the company to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the company or of any third party.

POWERS AND DUTIES OF DIRECTORS

35. The business of the company shall be managed by the directors, who may pay all expenses incurred in promoting and registering the company, and may exercise all such powers of the company as are not, by the Act or by these articles, required to be exercised by the company in general meeting, subject nevertheless to the provisions of the Act or these articles and to such regulations, being not inconsistent with the aforesaid provisions, as may be prescribed by the company in general meeting; but no regulation made by the company in general meeting shall invalidate any prior act of the directors which would have been valid if that regulation had not been made.

36. The directors may from time to time and at any time by power of attorney appoint any company, firm or person or body of persons, whether nominated directly or indirectly by the directors, to be the attorney or attorneys of the company for such purposes and with such powers, authorities and discretions (not exceeding those vested in or exercisable by the directors under these articles) and for such period and subject to such conditions as they may think fit, and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorney as the directors may think fit and may also authorise any such attorney to delegate all or any of the powers authorities and discretions vested in him.

37. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for moneys paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed as the case may be, in such manner as the directors shall from time to time by resolution determine.

38. The directors shall cause minutes to be made in books provided for the purpose:-

- (a) of all appointments of officers made by the directors;
- (b) of the names of the directors present at each meeting of the directors and of any committee of the directors;
- (c) of all resolutions and proceedings at all meetings of the company, and of the directors, and of committees of directors;

and every director present at any meeting of directors or committee of directors shall sign his name in a book: to be kept for that purpose.

39. The directors shall have full overall powers of management of the company and shall accordingly ensure that the company as proprietor of the Corpus Christi Social Centre ensures that the rules of the Centre are observed in all respects.

DISQUALIFICATIONS OF DIRECTORS

40. The office of director shall be vacated if the director:-

- (a) without the consent of the company in general meeting holds any other office of profit under the company; or
- (b) becomes bankrupt or makes any arrangement or composition with his creditors generally; or
- (c) becomes prohibited from being a director by reason of any order made under section 188 of the Act or under section 28 of the companies Act 1976; or
- (d) becomes of unsound mind; or
- (e) resigns his office by notice in writing to the company; or
- (f) ceases to be a director by virtue of section 185 of the Act; or
- (g) is directly or indirectly interested in any contract with the company and fails to declare the nature of his interest in manner required by section 199 of the Act.

A director shall not vote in respect of any contract in which he is interested or any matter arising thereout, and if he does so vote his vote shall not be counted.

ROTATION OF DIRECTORS

41. At the first annual general meeting of the company all the directors shall retire from office, and at the annual general meeting in every subsequent year one third of the directors for the time being, or, if their number is not three or a multiple of three, then the number nearest one third shall retire from office.

42. The directors to retire in every year shall be those who have been longest in office since their last election, but as between persons who became directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot

43. A retiring director shall be eligible for re-election.

44. The company at the meeting at which a director retires in manner aforesaid may fill the vacated office by electing a person thereto, and in default the retiring director shall, if offering himself for re-election, be deemed to have been re-elected unless at such meeting it is expressly resolved not to fill such vacated office or unless a resolution for the re-election of such director shall have been put to the meeting and lost.

45. No person other than a director retiring at the meeting shall unless recommended by the directors be eligible for election to the office of director at any general meeting unless, not less than three nor more than twenty one days before the date appointed for the meeting, there shall have been left at the registered office of the company notice in writing, signed by a member duly qualified to attend and vote at the meeting for which such notice is given, of his intention to propose such person for election, and also notice in writing signed by that person of his willingness to be elected.

46. The company may from time to time, by ordinary resolution increase or reduce the number of directors, and may also determine in what rotation the increased or reduced number is to go out of office.

47. The directors shall have power at any time, and from time to time, to appoint any persons to be a director, either to fill a casual vacancy or as an addition to the existing directors, but so that the total number of directors shall not at any time exceed the number fixed in accordance with these articles. Any director so appointed shall hold office only until the next following annual general meeting, and shall then be eligible for re-election, but shall not be taken into account in determining the directors who are to retire by rotation at such meeting.

48. The company may by ordinary resolution, of which special notice has been given in accordance with section 142 of the Act, remove any director before the expiration of his period of office notwithstanding anything in these articles or in any agreement between the company and such director. Such removal shall be without prejudice to any claim such director may have for damages for breach of any contract of service between him and the company.

49. The company may by ordinary resolution appoint another person in place of a director removed from office under the immediately preceding article. Without prejudice to the powers of the directors under article 47 the company in general meeting may appoint any person to be a director either to fill a casual vacancy or as an additional director. The person appointed to fill such a vacancy shall be subject to retirement at the same time as if he had become a director on the day on which the director in whose place he is appointed was last elected a director.

PROCEEDINGS OF DIRECTORS

50. The directors may meet together for the despatch of business, adjourn, and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes the chairman shall have a second or casting vote. A director may, and the secretary on the requisition of a director 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 absent from the United Kingdom.

51. The quorum necessary for the transaction of the business of the directors may be fixed by the directors, and unless so fixed shall be two.

52. The continuing directors may act notwithstanding any vacancy in their body but, if and so long as their number is reduced below the number fixed by or pursuant to the articles of the company as the necessary quorum of directors, the continuing directors or director may act for the purpose of increasing the number of directors to that number, or of summoning a general meeting of the company, but for no other purpose.

53. The directors may elect a chairman of their meetings and determine the period for which he is to hold office; but, if no such chairman is elected, or if at any meeting the chairman is not present within five minutes after the time appointed for holding the same, the directors present may choose one of their number to be chairman of the meeting.

54. The directors may delegate any of their powers to committees consisting of such member or members of their body as they think fit; any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the directors.

55. A committee may elect a chairman of its meetings; if no such chairman is elected, or if at any meeting the chairman is not present within five minutes after the time appointed for holding the same, the members present may choose one of their number to be chairman of the meeting.

56. A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes the chairman shall have a second or casting vote.

57. All acts done by any meeting of the directors or of a committee of directors or by any person acting as a director, shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such director or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a director.

58. A resolution in writing, signed by all the directors for the time being entitled to receive notice of a meeting of the directors, shall be as valid and effectual as if it had been passed at a meeting of the directors duly convened and held and they consist of several documents in the like form each signed by one or more of the directors.

SECRETARY

59. Subject to section 21 (5) of the Companies Act 1976 the secretary shall be appointed by the directors for such term, at such remuneration and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.

60. A provision of the Act or these articles requiring or authorising a thing to be done by or to a director and the secretary shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, the secretary.

THE SEAL

61. The directors shall provide for the safe custody of the seal, which shall only be used by the authority of the directors or of a committee of the directors authorised by the directors in that behalf, and every instrument to which the seal shall be affixed shall be signed by a director and shall be countersigned by the secretary or by a second director or by some other person appointed by the directors for the purpose.

ACCOUNTS

62. The directors shall cause accounting records to be kept in accordance with section 12 of the Companies Act 1976.

63. The accounting records shall be kept at the registered office of the company or, subject to section 12 (6) and (7) of the Companies Act 1976, at such other place or places as the directors think fit, and shall always be open to inspection of the officers of the company.

64. The directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the company or any of them shall be

open to the inspection of members not being directors, and no member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by statute or authorised by the directors or by the company in general meeting.

65. The directors shall from time to time in accordance with sections 150 and 157 of the Act and, sections 1, 6 and 7 of the Companies Act 1976, cause to be prepared and to be laid before the company in general meeting such profit and loss accounts, balance sheets, group accounts (if any) and reports as are referred in those sections.

66. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the company in general meeting, together with a copy of the auditors' report and directors' report, shall not less than twenty one days before the date of the meeting be sent to every member of, and every holder of debentures of, the company. Provided that this article shall not require a copy of those documents to be sent to any person of whose address the company is not aware or to more than one of the joint holders of any debentures.

AUDIT

67. Auditors shall be appointed and their duties regulated in accordance with section 161 of the Act, section 14 of the Companies Act 1967 and sections 13 to 18 of the Companies Act 1976.

NOTICES

68. A notice may be given by the company to any member either personally or by sending it by post to him or to his registered address, or (if he has no registered address within the United Kingdom) to the address, if any, within the United Kingdom supplied by him to the company for the giving of notice to him. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of twenty four hours after the letter containing the same is posted, and in any other case at the time at which the letter would be delivered in the ordinary course of post.

69. Notice of every general meeting shall be given in any manner hereinbefore authorised to:-

- (a) every member except those members who (having no registered address within the United Kingdom) have not supplied to the company an address within the United Kingdom for the giving of notices to them;
- (b) every person being a legal personal representative or a trustee in bankruptcy of a member where the member but for his death or bankruptcy would be entitled to receive notice of the meeting; and
- (c) the auditor for the time being of the company

No other person shall be entitled to receive notices of general meetings.

PRIVATE COMPANY

70. The Company is a Private Company and accordingly:-

- (a) the number of members for the time being of the Company is not to exceed fifty.
- (b) the Company shall not offer any of its shares (if and whenever the Company shall have any share capital) or any of its debentures to the public for subscription.
- (c) if and whenever the Company shall have any share capital the Directors may, in their absolute discretion and without assigning any reason therefor decline to register any transfer of any share in the Company.

NAMES, ADDRESSES AND DESCRIPTIONS
OF SUBSCRIBERS

P. J. J. J.
Archbishop's House
St. Chad's Queensway
Birmingham B4 6EX
Vicar General

W. J. Withers
Archbishop's House
St. Chad's Queensway
Birmingham B4 6EX
Diocesan Treasurer

W. W. Boyle
Catholics Christ Presbytery
Griffiths Drive
Ashmore Park
W. N. V. C. C. C.
Parish Priest

DATED this 12th day of March 1980

Witness to the above signatures:-

T. A. Johnson

Minister

West Bromwich

THE COMPANIES ACTS 1948 TO 1976

Form No. 1

G

Statement of first directors and
secretary and intended situation
of registered office

Pursuant to Sections 21 and 23(2) of the Companies Act 1976

1

Please do not
write in this
binding margin.

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

*delete if
inappropriate

Company number

1489135/4

Name of Company

CORPUS CHRISTI SOCIAL CENTRE Limited*

The intended situation of the registered office of the company
on incorporation is as stated below

CORPUS CHRISTI PRESBYTERY GRIFFITHS DRIVE ASHMORE PARK WOLVERHAMPTON
WEST MIDLANDS.

If the memorandum is delivered by an agent for the subscribers of
the memorandum, please mark 'X' in the box opposite and insert the
agent's name and address below

X

LYON CLARK & CO. DAVIOT HOUSE, LOMBARD ST. WEST, WEST BROMWICH.

If the spaces provided on page 2 are insufficient and use has been made
of continuation sheets (see note 1), please enter in the box opposite
the number of continuation sheets which form part of this statement

Presenter's
reference (if any):

LYON CLARK & CO. DAVIOT HOUSE
LOMBARD ST. WEST, WEST BROMWICH

TAJ/SA.



For official use

General section

Post room

page 1

The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company are as follows:

Name (note 2)	WILLIAM MATTHEW BOYLE	Business occupation	PARISH PRIEST
Former name(s) (note 3)	NONE	Nationality	IRISH
Address (note 4)	CORPUS CHRISTI PRESEYTERY GRIFFITHS DRIVE, ASHMORE PARK WEDNESFIELD, WOLVERHAMPTON.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)	NONE		
I hereby consent to act as director of the company named on page 1			
Signature	<i>W. M. Boyle</i>	Date	12 th March 1980

Name (note 2)	WILLIAM JAMES WITHERS	Business occupation	DIOCESAN TREASURER
Former name(s) (note 3)	NONE	Nationality	BRITISH
Address (note 4)	ARCHBISHOP'S HOUSE, ST. CHAD'S QUEENSWAY, BIRMINGHAM.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)	NONE		
I hereby consent to act as director of the company named on page 1			
Signature	<i>W. J. Withers</i>	Date	12 th March 1980

Name (note 2)	DANIEL LEONARD	Business occupation	VICAR GENERAL OF THE ARCH DIOCESE OF BIRMINGHAM.
Former name(s) (note 3)	NONE	Nationality	IRISH
Address (note 4)	ARCHBISHOPS HOUSE, ST. CHAD'S QUEENSWAY, BIRMINGHAM.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)	NONE		
I hereby consent to act as director of the company named on page 1			
Signature	<i>D. Leonard</i>	Date	12 th March 1980

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Please do not write in this binding margin

Important
The particulars to be given are those referred to in section 21(2)(a) of the Companies Act 1976 and section 200(2) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

Important
The particulars to be given are those referred to in section 21(2)(b) of the Companies Act 1976 and section 200(3) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

The name(s) to be the first director or directors of the company are as follows:

Name (note 2)

Former name(s) (note 3)

Address (note 4)

I hereby consent to act as director of the company named on page 1

Signature

Name (note 2)

Former name(s) (note 3)

Address (note 4)

I hereby consent to act as director of the company named on page 1

Signature

*as required by Section 21(3) of the Companies Act 1976

†delete as appropriate

Signed

Signature

Signature

Please do not
write in this
binding margin



Important

The particulars
to be given are
those referred to
in section 21(2)(a)
of the Companies
Act 1976 and
section 200(2) of
the Companies Act
1948. Please read
the notes on page 4
before completing
this part of the form.

Please do not
write in this
binding margin



Important

The particulars
to be given are
those referred to
in section 21(2)(b)
of the Companies
Act 1976 and
section 200(3) of
the Companies Act
1948. Please read
the notes on page 4
before completing
this part of the form.

The name(s) and particulars of the person who is, or the persons who are,
to be the first secretary, or joint secretaries, of the company are as follows:

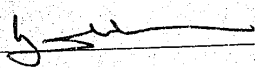
Name (notes 2 & 7)	SHEILA ANN HOOD
Former name(s) (note 3)	
Address (notes 4 & 7)	80 LICHFIELD ROAD NEW INVENTION, WILLENHALL, WEST MIDLANDS.
I hereby consent to act as secretary of the company named on page 1	
Signature	Sheila Ann Hood
Date	12 th March 1980

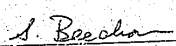
Name (notes 2 & 7)	
Former name(s) (note 3)	
Address (notes 4 & 7)	
I hereby consent to act as secretary of the company named on page 1	
Signature	Date

*as required by
Section 21(3) of
the Companies
Act 1976

†delete as
appropriate

Signed by or on behalf of the subscribers of the memorandum*

Signature  [Subscriber] [Agent]† Date 12th March 1980.

Signature  [Subscriber] [Agent]† Date 13/3/80



COPY
CERTIFICATE OF INCORPORATION

No. 1489135

I hereby certify that

CORPUS CHRISTI SOCIAL CENTRE LIMITED

is this day incorporated under the Companies Acts 1948 to 1976 and that the
Company is Limited.

Given under my hand at Cardiff the 2ND APRIL 1980

A handwritten signature in dark ink, appearing to read 'E. A. Wilson'.

E. A. WILSON

Assistant Registrar of Companies

A

THE COMPANIES ACTS 1948 TO 1976

Annual return of a company not having a share capital

Pursuant to sections 125 of the Companies Act 1948
as amended by the Companies Act 1976 and to section
126 of the Companies Act 1948

Form No. 7

7



Please do not
write in this
binding margin

For official use

Company number

112

1489135

Annual return of

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

CORPUS CHRISTI SOCIAL CENTRE

Limited*

*delete if
inappropriate

made up to the 12th DECEMBER 19 83 † being the fourteenth
day after the date of the annual general meeting for the year 19 83 †

†The year
entered in both
these spaces
should be the
same unless the
annual general
meeting is held
in the last 14
days of the
calendar year.

Address of registered office of the company

CORPUS CHRISTI PRESBYTERY, GRIFFITHS DRIVE
ASHMORE PARK, WOLVERHAMPTON, WEST MIDLANDS.

Situation of the Registers of Members and Debenture Holders, if kept at an address
other than the registered office or where the Register of Members or the Register of
Debenture Holders is kept otherwise than in a legible form and the place for
inspection of such register is elsewhere than at the registered office, the
situation of such place for inspection.

Register of members (notes 1 and 2)

Register of debenture holders (notes 1 and 2)

Total amount of indebtedness of the company in respect of all
mortgages and charges which are required to be registered with
the Registrar of Companies (note 3) £

†enter number
of continuation
sheets attached

We certify this return which comprises pages 1 and 2 [plus † continuation sheets]*

Signed Gerard N. Hodge Director, and Sheela Ann Hand Secretary

Banking companies see note 13

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

For official use
General section

CLASSI DATE

26 SEP 1984

CRC

Postroom



Lloyds
260254
£20

Particulars of the person who is the secretary of the company at the date of this return

Name (notes 5, 10 and 11)	SHEILA ANN HOOD
Former name(s) (note 6)	
Address (notes 11 and 12)	80 LICHFIELD ROAD NEW INVENTION BILLENHALL WEST MIDLANDS.

Please do not write in this binding margin



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

Particulars of the persons who are directors of the company at the date of this return (note 4)

Name (note 5)	FRANCIS GERARD MCARDLE	Nationality	IRISH.
Former name(s) (note 6)		Date of birth (note 7)	
Address (note 8)	CORPUS CHRISTI PRESBYTERY GRIFFITHS DRIVE, ASHMORE PARK WOLVERHAMPTON.		
Business occupation and particulars of other directorships (note 9)	PARISH PRIEST.		

Name (note 5)	WILLIAM JAMES DITHERS	Nationality	BRITISH
Former name(s) (note 6)		Date of birth (note 7)	
Address (note 8)	ARCHBISHOP'S HOUSE, ST. CHAD'S QUEENSWAY BIRMINGHAM.		
Business occupation and particulars of other directorships (note 9)	DIOCESAN TREASURER.		

Name (note 5)	DANIEL LEONARD	Nationality	IRISH
Former name(s) (note 6)		Date of birth (note 7)	
Address (note 8)	ARCHBISHOP'S HOUSE, ST. CHAD'S QUEENSWAY BIRMINGHAM.		
Business occupation and particulars of other directorships (note 9)	VICAR GENERAL OF THE ARCHDIOCESE OF BIRMINGHAM.		

STAMPED