

COMPANIES FORM No. 12

Statutory Declaration of compliance with requirements on application for registration of a company



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Pursuant full occion 12(3) of the Companies Act 1865

Piesza complete łogibiy, preferably	To the Registrar of Companies	For official w	se Forceticaluse	
in black type, or bold block lettering	Name of company	र्वेद का की का की का	The state of the s	
	. 1 FIRST AVENUE HOVE MA	nagement compant	LINITED	
* insert full name of Company				
	, RICHARD ADRIAN FRANK OGDEN.	Solicitor		
	of 29 HIGH STREET, SHOREHAM BY	SEA, WEST SUSSEX, SM	143 SDR	
	- International Control of the Contr	· · · · · · · · · · · · · · · · · · ·		
† delete as appropriate	do solemnly and sincerely declare that I a		1 44	
	[person-named-as-director or secretary of	, ,		
	under-section-10(2))† and that all the requirements of the above Act in respect of the registration of the above company and of matters precedent and incidental to it have been complical with.			
	And 'make this solemn declaration consc	1		
	provisions of the Statutory Declarations A	,	io to pa dag sila på siltris pi ilia	
₩.	Declared at Shorehoe.	•	larant to sign below	
	the Country D West Suise	1		
•	\	·	A.	
	the day of	March		
	One thousand nine hundred and 1 thm	elig	I ON IV	
	before me	\(\)		
•	A Commissioner for Oaths or Notary Publi	lic or Justice of		
	the Peace or Solicitor having the powers Commissioner for Oaths.	conferred on a		
			y '	
D. & D. LAW AGENCY				
SERVICES LIMITED 50, Lincoln's Inn Fields, Laislan WC2A 37F	(1)			
Company Registration Agents		r official Use	,	
Law Stationers, and Printers	reference (if any): \$ D LAW All factors with another the	w Companies Section	Post voor	
Telephone, 01-103-1062 01-409-7213	50 LINCOLNS IN HELDS		INC/	
	LONDON WEZA 3FF		-8 MAR 1990 .	
	TEL 01.405 1082/7215		COMPANIES	



COMPANIES FORM No. 10

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



For official was

Please do not write in this margin Pursuant to section 10 of the Companies Act 1985

Please comple/e
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in black type, o:
hold block lettering

To the Registrar of Companies

* Insert full name of company

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1 FIRST	AVENUE	HOVE	MANAGEMENT	COMPANY	TIMITED

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

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1 First Avenue	W. W. Charles and			(MANAGE PER
Hove				,
East Sussex	Postcode	BN3	2FG	Name of the last o

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

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Į	X	١.

D & D LAW MOSTICE TO	
50, LINCOLNS INN FIELDS	
TEL 01-405 1082/7215	
	Postcode

Number of continuation sheets attached (see note 1)



D. & D. LAW ACETCY SERVICES LIMITED 50, threefn's fan Fields, London WCZA IPF

Company Registration Agents Law Stationers, and Printers

Zelephanet Gt-405-1032 01-4-5-7215



Page 1

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

D & D LAW AGENCY SERVE ES LID

50, LINCOLNS INN FIELDS LONDON WC3A 3FF TEL 01-405 1082/7215 For official Use General Section



The name(s) and particulars of the person who is, or the persons who are, to be the first offertor or ಕ್ರೀಡಾಭಾ ರೋಗವಾಗ directors of the company (note 2) are as follows: 84,13 C) ದಿವ್ಯಕ್ಷಣ್ಣದ ಜದ Name (note 3) Business encupation Joseph Patrick McFulty Surveyor Previous name(s) (note 3) Nationality Aritish Address (note 4) Flat 1, 1 First Avenue Hove Date of birth (where applicable) East Sussex Postcode (note 6) BN3 2FG Other directorships † esplusiting retirg t italiques anns el Aleitora du politica du propieta du propieta de la propieta de Nack ar asage einth ansufficient use a tagga neithunitness. I consent to act as director of the company named on page 1 Date 15/1/12/0 Signature Signature Name (note 3) **Business** occupation Christopher Holmes Banker Nationality Previous name(s) (note 3) British Address (note 4) Flat 2, 1 First Avenue, Hove Date of birth (where applicable) East Sussex Postcode BN3 2FG (note 6) Other directorships † I consent to act as director of the company named on page] Date 31/01/90 Signature **Business occupation** Name (note 3) Alma Patricia Gregory Mother Nationality Previous name(s) (note 3) Address (note 4) British Flat 3, 1 First Avenue, Hove East Sussex Date of birth (where applicable) (note 6) Postcode BN3 2FG Other directorships † NONE

I consent to act as director of the

Signature

Page 2

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering The name(s) and particulars of the person who is, or the persons who ere to be the first secretary or joint secretaries, of the company are as follows:

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Den 13 Am 1980
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The second secon
Pastcode
Date

delete if the form is algned/by the subcribers

Signature of agent on behalf of subsribers

Date 6/3/90

delete if the form id signed by an agent on behalf of the subscribers.

All the subscribers must sign either personally or by a person or persons authorised to sign for them.

	· · · · · · · · · · · · · · · · · · ·		
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The name(s) and particulars of the person who is, or the persons who are, to be the first director or ನಿರ್ಣಾಭ ಮಾಡ directors of the company (note 2) are as follows: WEST CO. असम्बद्धाः Name (note 3) הכה פכניםם מפות בעל Dorothea Sivel Petired Previous name(s) (ricte 3) Nationally Eritish Address (note 4) Flat 4, 1 First Avenue. Hove, East Sussex Date of Earth (where explinable) Postcode (Acte 6) Other directorships ? र्वात्राध्याक्ष्यकार्वे स्वतिकार्वे । स्वतिकारकार्वे स्वतिकार्वे । स्वतिकारकार्वे स्वतिकार्वे । Marke -Austractions mist be up the absorbed (lass while 2) control (lass while 2) control (lass while 2) control (lass while 2) control (lass while 2) continuation sheet I consent to act as director of the company named on page 1 Don'ther Swell Date 15. 1 min. Name (note 3) Christine Gladys Mannering Business occupation This Co. Previous name(s) (note 3) Nationality British Address (note 4) Flat 6, 1 First Avenue Hove, East Sussex Date of birth (where applicable) Postcode (nota 6) BN3 2FG Other directorships † NONE I consent to act as director of the company named on page 1 Date 15-1-90 Signature Stephen Peter Graves Business occupation Name (note 3) Financial Advisor Previous name(s) (note 3) Nationality Address (note 4) Flat- 7, 1 First Avenue British Hove,: East Sussex Date of birth (where applicable) Postcode (note 6) BN3 2FG Other directorships t Money I consent to act as directof of the company named on page 1 Date Co Signature

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Previous name(s) (note 3).	Nationality	1
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Hove, East Sussex.	Date of both (where applicable)	1
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Name (note 3) Richard Scott Murray Templeton	Business occupation	e e
Attended Occopy Harray Manhtason	Retired Oil Executive	
Previous name(s) (note 3)	Nationality	1
	British .	
Address (note 4) Flat 10,1 First Avenue.	Date of birth (where applicable)	•••
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THE COMPANIES ACT 1985

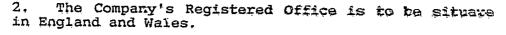
COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSICIATION

-OF-

1 FIRST AVENUE HOVE MANAGEMENT COMPANY LIMITED

1. The Company's name is "I FIRST AVENUE HOVE MANAGEMENT COMPANY LIMITED".



- 3.(a) The Company's objects are to acquire the freehold property known as 1 First Avenue, Hove, East Sussex (hereinafter referred to as "the property") and to hold the same as an investment for the benefit of the Lessees of the Flats comprised therein.
- (b) To manage the property aforesaid and to collect the rents and income thereof and to supply to the lesse's the services undertaken by the Lessor under the Leases of the Flats comprised in the property aforesaid and generally to discharge the duties of the freeholder of the property aforesaid from time to time.
- (c) To acquire and deal with or invest in any property real or personal to carry on any trade or business and to erect any buildings and generally to do all acts and things which in the opinion of the Company or the Directors may be conveniently or profitably or usefully acquired or dealt with invested in carried on erected or done by the Company in connection with or as ancillary to any of the above wisinesses or the general business of the design.
- To do all or any of the following acts or things, viz:- to pay all expenses of and incidental to the formation and registration or the Company; to sell, lease or dispose of any property of the Company; to draw, accept and negotiate negotiable instruments; to borrow money on the security of the undertaking or on all or any of the assets of the Company including uncalled capital, or without security; to invest monies of the Company in such manner as the Directors detarmine; to promote other Companies; to sell the undertaking of the Company for cash or any other consideration; to distribute among the Members in specie any property of the Company or any proceeds of sale, disposal, or realisation of any property of the Company, but so that no distribution amounting to a reduction of capital be made except with the

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sanction (if any) for the tame being required by law.

- te) To lend and advance money or give credit to such persons firms or companies and on such terms as may seem expedient and in particular to customers and others having dealings with the Company and to give quarantees or become surety for any such persons firms or companies.
- (f) To do all such other things as are incidental to or conductive to the attainment of the above objects or any of them or as are calculated to enhance the value and beneficial advantage of the property aforesaid and the Flats comprised therein.
- 4. The liability of the members is limited.
- 5. No person shall be admitted to membership of the Company other than the subscribers hereto and the Lessees from time to time of the Flats comprised in the property aforesaid holding under Head Leases derived immediately out of the freehold interest therein. Section 17 of the Companies Act, 1985 shall not apply to this paragraph.
- 6. The Company's share capital is £100 divided into 100 Shares of £1 each. The Shares in the original or any increased capital may be divided into several classes and there may be attached to any such class any preferential deferred or other special rights privileges conditions or restrictions as to dividend capital voting or otherwise.

We, the subscribers to this pemorandum of association, wish to be formed into a Company pursuant to this memorandum; and we agree to take the number of shares shown opposite our respective names.

NAMES AND ADDRESSES OF SUBCCRIBERS

MERRES OF SHARES TAKEN BY EACH SUBSCRIBER

NAME: ALEGA PATTUCIA GREGORY

ONE.

ADDRESS: FLAT 3, I FIRST AVENUE.

HOVE, EAST SUSIEX, BN3 2FG.

SIGN

Of by regard

NAME: BRIAN KEITH ROY NEAL ONE.
ADDRESS: FUTG, I FIRST AVENUE,
HOVE, EAST SUSSEE AND 2 FG.

Total shares taken

Mikeuli

DATED the 15th day of James :-

1990

NAME: MS. LISA FRY

ADDRESS: Plot 1
1505+ Avenue
More Susses.

SIGN:

hia fy

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

-OF-

1 FIRST AVENUE HOVE MANAGEMENT COMPANY LIMITED

PRELIMINARY

- 1. The Company shall be a Private Company within the meaning of the Companies Act, 1985 and the Regulations contained in Table "A" in the Schedule to the Companies (Table A to F) Regulations 1985 (hereinafter called "Table A") shall apply to the Company save in so far as they are excluded or varied hereby.
- 2.(a) The Clauses of Table A numbered 2, 3, 24, 32, 73 to 80 inclusive, 87, 89, 102 and 108 inclusive and 110 shall not apply and in lieu thereof and in addition to the remaining Clauses of Table A the following shall be the regulations of the Company,
- (b) In Regulation 4 of Table A the word "provisions" shall be substituted for the word "provision".
- (c) Regulation 41 of Table A shall apply to this Company as if the word "to" had been inserted between the words "or" and "such".
- (d) Regulation 115 of Table A shall apply to this Company with the exclusion of the words "unless the contrary is proved".

SHARES

- 3. The Share Capital of the Company is £100 divided into 100 Shares of £1 each.
- 4. The lien conferred by Clause 8 of Table A shall attach to all shares whether fully paid or not and to all shares registered in the name of any person indebted or under liability to the Company whether he be the sole holder thereof or one of two or more joint holders.
- 5. The only persons eligible to be members of the Company shall be the subscribers to these Articles and the lessees of Flats contained in the property known as 1 First Avenue, Hove, East Sussex (hereinafter called "the Building") or their Personal Representatives and their Successors in Title. Save as aforesaid no shares may be allotted or issued except with the previous sanction of a Special Resolution of the Company in General Meeting.

- 6. Shares shall be transferred and may only be transferred upon or immediately before a change in the ownership of the Flat in respect of which they are held and to the person becoming or about to become upon such change the owner of the Flat.
- 7. The price to be paid on the transfer of shares shall in default of egreement between the Transferor and the Transferoe be the nominal value of such shares.
- a. If the holder of a share refuses or neglects to transfer it in accordance with these Articles the Chairman for the time being of the Directors or, failing him, one of the Directors duly nominated by resolution of the Board for that purpose, shall forthwith be deemed to be the duly appointed Attorney of that holder with full power in his name and on his behalf to execute complete and deliver a transfer of the share to the person to whom it should be transferred thereunder and the Company may receive and give a good discharge for the purchase money and enter the name of the Transferee in the Register of Members as the holder by transfer of that share.
- 9. If more than one person is jointly the owner of a Flat those persons shall jointly hold the corresponding share in the Company but shall have only one vote in right of such share whether as members or Directors which shall be cast by or on behalf of the Holder whose name first appears in the Register of Members.
- 10. Upon the death or bankruptcy of a member unless his Personal Representatives or Trustee in Bankruptcy shall within 90 days from such event execute a salid transfer or request for registration of the member's share to a permitted holder of the share including if applicable themselves, the Directors shall be empowered to authorise one of their number to execute a transfer to a permitted holder of the said share on behalf of those entitled to the same.
- 11. In the event of a permitted holder ceasing to be a tenant of a flat contained in the Building (a) he shall not be entitled to exercise any of the powers of a member of the Company (b) he shall cease to be a Director of the Company and (c) in default of his executing a transfer of his share within one month after such event the Directors may authorise some person to transfer the share to any other person qualified to be the permitted holder thereof.

SECRETARY

12. The First Secretary of the Company shall be the person named as the first Secretary of the Company in the statement delivered under Section 10 of the Companies Act, 1985.

DIRECTORS

- 13. The number of Directors shall not be less than one nor more than ten. The first Director or Directors of the Company shall be the person or persons named as the First Director or Directors of the Company in the statement delivered under Section 10 of the Companies Act, 1985. The qualification for a Director shall be the holding of one share in the Company. The Office of a Director shall be vacated if he shall cease to hold his share qualifications.
- 14. A person may be appointed a Director notwithstanding that he shall have attained the age of 70 years and no Director shall be liable to vacate office by reason of his attaining that or any other age.
- 15. The provisions of Table A as to appointment rotation and removal of Director shall not apply. All the members of the Company for the time being shall be its Directors provided that a member being a body corporate shall not be a Director but shall appoint a natural person to be a Director and provided also that any one of any two or more joint holders of a share shall be entitled to hold office at any one time and in the case of such holders the first person named in the Register of Members of the Company shall be the Director.
- 16. Provided that any Director declares his interest in a contract or arrangement or a fresh contract or arrangement of the Company in manner provided by Section 317 of the Companies Act, 1995 such Director may contract with and participate in the profits of any contract or arrangement with the Company as if he were not a Director. A Director shall also be capable of voting in respect of such contract or arrangement where he has previously disclosed his interest to the Company or in respect of his appointment to any office or place of the relevant Company or of the arrangement of the terms thereof and may be counted in the quorum at any meeting of which any such matter is considered. Regulation 94 of Table A shall not apply to this Company.
- 17. The quorum necessary for the transaction of the business of the Directors shall be two.

BORROWING POWERS OF DIRECTORS

18. The Directors may exercise all the powers of the Company to borrow money whether in excess of the nominal amount of the Share Capital of the Company for the time being issued or not and to mortgage or charge its undertaking property and uncalled capital or any part thereof and to issue debentures debenture stock and other securities whether cutright or as security for any debt liability or obligation of the Company of any third party.

ALTERNATE DIRECTOR

19. A Director may by writing appoint any person to be an alternate Director in his place. The person so appointed shall (a) not be required to hold any qualification share (b) shall be entitled to receive notices of and to attend and vote at Meetings of the Board (c) shall vacate his office when the appointor resolves his appointment or the appointor himself ceases for any reason to hold office as a Director. An appointment of an alternate Director under this Clause shall not prejudice the right of the appointor to receive notices of and to attend and vote at Meetings of the Board and the power of the alternate Director shall automatically be suspended during such time as the Director appointing him is himself present in person at a Meeting of the Board. Regulations 65 and 66 of Table A shall not apply to this Company.

AUDITORS

20. Auditors shall be appointed and their duties regulated in accordance with the Act.

NOTICES

21. The persons mentioned in Clause 116 of Table A (being the persons on whom the ownership of a share devolves as personal representatives or trustee in bankruptcy of a member) shall not, unless and until they become members of the Company, be entitled to receive notices of meetings of the Company.

NAMES AND ADDRESSES OF SUBSCRIBERS

NAME:

ALMA PATRICIA GREGORY

ADDRESS:

Flat 3, 1 First Avenue, Hove, East Sussex, BN3 2FG

SIGN:

ar. Gregory.

NAME:

BRIAN KEITH ROY NEAL

ADDRESS:

Flat 9, 1 First Avenue, Hove, East Sussex, BN3 2FG

SIGN:

DATED the 15th day of James WITNESS to the above Signatures:-

1990.

NAME: MS. LISA FRY

ADDRESS: Flat 1 1 FSrST Avenue Nove, East Sussex

FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 2481536

I hereby certify that

1 FIRST AVENUE HOVE MANAGEMENT COMPANY LIMITED

is this day incorporated under the Companies Act 1985 as a private company and that the Company is limited.

Given under my hand at the Companies Registration Office, Cardiff the 15 MARCH 1990

an authorised officer



COMPANIES FORM No. 224

Notice of accounting reference date (to be delivered within 9 months of incorporation



Please do not world in thas margar

Pursuant to section 224 of the Companies Act 1955 as inserted by section 3 of the Companies Act 1953

Place a complete legibly, profesably in black type, or bold block

To the Registrar of Companies (Address overleaf)

Name of company lettering

> ARST AVENUE. HOVE MANAGEMENT COMPANY CIMITED

*insact full .tame of company

> gives notice that the date on which the company's accounting reference paused as to be treated as coming to an end in each successive year is as shown below

Important The accounting raference date to be entered alongside should be completed as in the following examples

Day Month

5 April Day Month 0.5.0.4

30 June Day Month 3.0.0.6

31 December Day Month 3,1,1,2

+Innert Dimeter, Socretary. Administrator Administrative Rezeivet or Receiver (Scotland) as eppropriate

Signed

Designation + Scottan. Date 23/11/10.

Presentor's name address and raference (if any):

For official usa DEB.

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COMPANIES HOUSE

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Data 31 0070958 1930

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MANAGER COMMENTS

ALMA SELLES CURCES O

THE DIRECTURS
1 PIRST AVENUE HOVE MANAGEMENT COMPANY LIMITED
FLAT Q
1 FIRST ATENUE
HOVE
EAST SUSSEX BN3 2FG

Dear Sirs

COMPANIES ACT 1985

1 PERST AVENUE HOVE MANAGEMENT COMPANY LIMITED

This company has until 15/12/89 to specify an accounting reference date. This may be done on the form 224 overhald.

Should it not do so, the accounting reference date will be 31/33 and the first accounts must cover the period 15/ 3/90 to 31/3/31

Yours falthfully

S B HIGGINS for Registrar

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