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COMPANIES FORM No. 12

**Statutory Declaration of compliance
with requirements on application
for registration of a company****12**Please do not
write in
this margin

Pursuant to section 12(3) of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering* Insert full
name of Company† delete as
appropriate

To the Registrar of Companies

For official use

For official use

Name of company

8 Hilltop Road Management Company Limited

I, Hugh Martin Lee Doherty
of Flat D, 8 Hilltop Road, London NW6

do solemnly and sincerely declare that I am a ~~(Solicitor engaged in the formation of the company)†~~
(person named as director or secretary of the company in the statement delivered to the registrar
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 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 1935

Declared at 18 Southampton Place
London WC1

Declarant to sign below

the 30th day of October
One thousand nine hundred and ninety-one
before me Nicholas Allen

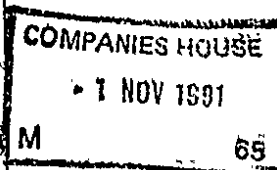
A Commissioner for Oaths or Notary Public or Justice of
the Peace or Solicitor having the powers conferred on a
Commissioner for Oaths.

H. M. DohertyH. M. DOHERTYPresenter's name address and
reference (if any):

Fraser's
695 Holloway Road
London N19 5SE
Ref: IF.524/91

For official Use
New Companies Section

Post room





10

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

This form should be completed in black.

Company name (in full)

CR

2661360

For official use

H

8 HILLTOP ROAD MANAGEMENT COMPANY LIMITED

Registered office of the company on
incorporation.

RO

8 Hilltop Road London N16

Post town

County/Region

Postcode

If the memorandum is delivered by an
agent for the subscribers of the
memorandum mark 'X' in the box
opposite and give the agent's name
and address.

X

Name Frasers

RA

695 Holloway Road
London N19 5SE

Post town

County/Region

Postcode

Number of continuation sheets attached

To whom should Companies House
direct any enquiries about the
information shown in this form?

Frasers

695 Holloway Road

London

Postcode N19 5SE

Telephone

071 281 3665

Extension

Company Secretary (See notes 1 - 5)

Name *Style/Title

Forenames

Surname

*Honours etc

Previous forenames

Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Consent signature

CS

Mr

Hugh Martin Lee

Doherty

AD

Flat D

8 Hilltop Road

Post town

London

County/Region

Postcode

NW6

Country

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

Signed

Date

28/6/91

Directors (See notes 1 - 5)

Please list directors in alphabetical order.

Name

*Style/Title

Forenames

Surname

*Honours etc

Previous forenames

Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

Business occupation

Other directorships

* Voluntary details

Page 2

Consent signature

CD

Mr

Hugh Martin lee

Doherty

AD

Flat D

8 Hilltop Road

Post town

London

County/Region

Postcode

NW6

Country

DO

11 02 61

Nationality

NA

BRITISH

OC

Accountant

OD

None

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

Signed

Date

28/6/91



The Companies Acts 1948 to 1980

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

Memorandum of Association

OF

8 Hilltop Road Management Company Limited

2661360

- 1 The name of the Company is 8 Hilltop Road Management Company Limited
- 2 The registered office of the Company will be situate in England
- 3 The objects for which the Company is established are
 - (A) To acquire the freehold property together with the building erected thereon known as 8 Hilltop Road, London NW6 and to hold the same as an investment for the benefit of the lessees of the flats comprised in the said building
 - (B) To collect the rents and income of the property and to apply the same in the proper and convenient arrangement thereof including (but without prejudice to the generality of the foregoing) the matters recited in paragraph (c)
 - (C) To keep in repair renew rebuild decorate maintain and procure the repair renewal rebuilding decoration and maintenance of the building erected on the property including the main structure roof foundations interior exterior the common parts the common gas and water pipes drains and electric cables and wires and the grounds parking areas forecourts walls fences accessways public ways hedges and generally the whole of the property including all buildings comprising aforesaid including the cleaning and lighting of the common parts the cleaning of the windows the repair renewal replacement and maintenance of fixtures and fittings the placing and maintaining of policies of insurance in respect of the premises

05620



against loss or damage by all risks covered by a normal comprehensive policy of insurance and the placing and maintaining of policies of insurance against all third party claims normally included under Property Owners liability policies the payment of rates under rates outgoings and other charges and assessments which may become payable in respect of the premises

(D) To make rules and regulations for the observance of members of the Company for the use and control of the property

(E) To borrow and raise money for the purpose of the Company on such terms and on such security as may be thought fit

(F) To do all such other things as are incidental or conducive to the attainment of the above objects or are calculated to enhance the value and beneficial advantage of the property and the flats comprised in the building thereon


4 The liability of the members is limited


5 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 £1.00

6 No person shall be admitted to Membership of the Company other than the subscribers hereto and the persons in whom from time to time are vested leases for terms granted originally for not less than 99 years of flats in the Building erected on the premises. Section 23 of the Companies Act shall not apply to this paragraph

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, ADDRESSEES AND DESCRIPTIONS OF SUBSCRIBERS


HUGH MARTIN LEE DOHERTY
Flat D
8 Hilltop Road
London NW6


DEREK COLIN HARNDEN
Flat C
8 Hilltop Road
London NW6

DATED this 28th day of October 1991

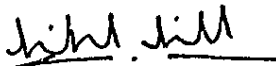
WITNESS to the above signatures:

Signature :

Name :

Address :

Occupation:



MICHAEL HILL

8 MEADOWCOURT ROAD
LONDON SE3 9DY

ACCOUNTANT

The Companies Acts 1948 to 1980
COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

Articles of Association

OF

8 Hilltop Road Management Company Limited

GENERAL

1 In these presents the words standing in the first column of the Table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column thereof, if not inconsistent with the subject or context:

WORDS

MEANINGS

The Act

The Companies Act 1948

These presents

These Articles of Association and the regulations of the Association from time to time in force

The Association

The above-named Company

The Council

The Council of Management for the time being of the Association

The Office

The registered office of the Association

The Seal

The common seal of the Association

The United Kingdom

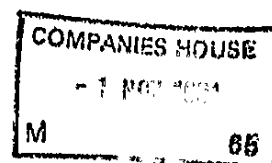
Great Britain and Northern Ireland

Month

Calendar month

In writing

Written, printed or lithographed, or partly one and partly another and other modes of representing or reproducing words in a



visible form

Owner

A person in whom is vested a lease for a term granted originally for not less than 99 years of a flat in the Building erected on the premises at 8 Hilltop Road London NW6

And words importing the singular number only shall include the plural number, and vice versa

Word importing the masculine gender only shall include the feminine gender, and vice versa

Words importing persons shall include corporations

Subject as aforesaid, any words or expressions defined in the Act or any statutory modification thereof in force at the date on which these presents became binding on the Association shall, if not inconsistent with the subject or context, bear the same meanings in these presents

2 The number of members with which the Association proposes to be registered is not more than 4 but the Council may from time to time register an increase of members

3 The provisions of Section 110 of the Act shall be observed by the Association, and every member of the Association shall either sign a written consent to become a member or sign the register of members on becoming a member

4 The Association is established for the purposes expressed in the Memorandum of Association

5 The Subscribers to the Memorandum of Association and all owners who apply in writing for membership shall be members of the Association. Where two or more persons are the lessees of one flat they shall together constitute one member and the person whose name first appears on the register of members shall exercise the voting and other powers vested in

such member

- 6 (a) Until such time as all of the subscribers to the Memorandum of Association shall cease to be members of the Council of Management the members shall not be entitled to receive notice of any General Meeting of the Association nor shall they be entitled to attend or vote at any such meeting
- (b) Except where a subscriber is also an owner the subscribers to the Memorandum of Association shall cease to be members as soon as owners of all of the flats erected on the premises shall have been registered as members
- (c) A member shall cease to be such on ceasing to be an owner and on the registration as a member of his successor in title
- (d) Subject as aforesaid no member shall cease to be a member of the Association

7 The Trustee in bankruptcy of any bankrupt member or personal representative of any deceased member shall be entitled to become a member of, at the time of his application for membership, such bankrupt member or deceased member was an owner

GENERAL MEETINGS

8 The Association shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place as may be determined by the Council, and shall specify the meeting as such in the notices calling it, provided that every Annual General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding Annual General Meeting, and that so long as the Association holds its first

Annual General Meeting within Eighteen months after its incorporation it need not hold it in the year of its incorporation or in the following year

9 All General Meetings, other than Annual General Meetings, shall be called Extraordinary General Meetings

10 The Council 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

11 Twenty-one days' notice in writing at the least of every Annual General Meeting and of every meeting convened to pass a Special Resolution and fourteen days' notice in writing at the least of every other General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given), specifying the place, the day and the hour of the meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons (including the Auditors) as are under these presents or under the Act entitled to receive such notices from the Association; but with the consent of all the members having the right to attend and vote thereat or of such proportion of them as is prescribed by the Act in the case of meetings other than Annual General Meetings, a meeting may be convened by such notice as those members may think fit

12 The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceeding had, at any meeting

PROCEEDINGS AT GENERAL MEETINGS

13 All business shall be deemed special that is transacted at an

Extraordinary General Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the income and expenditure account and balance sheet, and the reports of the Council and of the Auditors, the election of members of the Council in the place of those retiring, and the appointment of, and the fixing of the remuneration of, the Auditors

14 No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business Save as herein otherwise provided two members personally present shall be a quorum

15 If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present the meeting, if convened on 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 at such other place as the Council may determine, and if at such adjourned meeting a quorum is not present within half an hour from time appointed for holding the meeting the members present shall be a quorum

16 The Chairman (if any) of the Council shall preside as Chairman at every General Meeting, but if there be no such Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the members present shall choose some member of the Council, or if no such member be present, or if all the members of the Council present decline to take the chair, they shall choose some member of the Association who shall be present to preside

17 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 room in which the adjournment took place. Whenever a meeting is adjourned for thirty days or more a notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, the members shall not be entitled to any notice of an adjournment, or of the business to be transacted at an adjourned meeting.

18 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 upon the declaration of the result of the show of hands, demanded by the Chairman or by a member or members present in person or by proxy and representing one-quarter of the total voting rights of all the members having the right to vote at the meeting, and unless a poll be so demanded a declaration by the Chairman of the meeting that a resolution had been carried, or carried unanimously or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minute book of the Association, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution. The demand for a poll may be withdrawn.

19 Subject to the provisions of Article 20, if a poll be demanded in manner aforesaid, it shall be taken at such time and place, and in such manner, as the Chairman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

20 No poll shall be demanded on the election of a Chairman of a meeting, or on any question of adjournment.

21 In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting shall be entitled to a second or casting

vote

22 The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded

VOTES OF MEMBERS

23 Subject as hereinbefore provided, every member shall have one vote

24 Save as herein expressly provided no member other than a member duly registered, who shall have paid every subscription and other sum (if any) which shall be due and payable to the Association in respect of his membership or in respect of his obligations to the Association as the lessor of his flat under the lease of his flat, shall be entitled to vote on any question either personally or by proxy or as a proxy for another member at any General Meeting

25 Votes may be given on a poll either personally or by proxy, Save as hereinafter provided on a show of hands a member present only by proxy shall have no vote, but a proxy for a corporation may vote on a show of hands. A corporation may vote by its duly authorised representative appointed as provided by Section 139 of the Act. A proxy need not be a member. A proxy who is also a mortgagee or chargee of a member's leasehold interest in a flat comprised in the property or a representative of such mortgagee or charge shall be a Special proxy and shall have the right to speak at meetings of the Association and to vote upon a show of hands

26 The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing, or if such appointor is a corporation under its common seal, if any, and if none, then under the hand of some officer duly authorised in that behalf

27 The instrument appointing a proxy and the power of attorney or other

authority (if any) under which it is signed or a notarially certified or office copy thereof shall be deposited at the office not less than forty-eight hours before the time appointed 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 not less than twenty-four hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of twelve months from the date of its execution

28 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 the death or insanity or revocation as aforesaid shall have been received at the office before the commencement of the meeting or adjourned meeting at which the proxy is used

COUNCIL OF MANAGEMENT

29 The number of the members of the Council shall be determined by the subscribers to the Memorandum of Association and after the subscribers have ceased to be members unless any subscriber is an owner shall be determined by the members of the Council or by the Association in General Meeting

30 The first members of the Council shall be the subscribers to the Memorandum of Association

31 The Council may from time to time and at any time appoint any member of the Association as a member of the Council, either to fill a casual

vacancy or by way of addition to the Council provided that the prescribed maximum be not thereby exceeded. Any member so appointed shall retain his office only until the next Annual General Meeting, but he shall then be eligible for re-election

32 No person who is not a member of the Association shall in any circumstances be eligible to hold office as a member of the Council

POWERS OF THE COUNCIL

33 The business of the Association shall be managed by the Council who may pay all such expenses of, and preliminary and incidental to, the promotion, formation, establishment and registration of the Association as they think fit, and may exercise all such powers of the Association, and do on behalf of the Association all such acts as may be exercised and done by the Association, and as are not by statute or by these presents required to be exercised or done by the Association in General Meeting, subject nevertheless to any regulations of these presents to the provisions of the statutes for the time being in force and affecting the Association and to such regulation, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Association in General Meeting, but no regulation made by the Association in General Meeting shall invalidate any prior act of the Council which would have been valid if such regulation had not been made

34 The members for the time being of the Council may act notwithstanding any vacancy in their body; provided always that in case the members of the Council shall at any time be reduced in number to less than the minimum number prescribed by or in accordance with these presents, it shall be lawful for them to act as the Council for the purpose of admitting persons to membership of the Association, filling up vacancies in their body, or of

summoning a General Meeting, but not for any other purpose

SECRETARY

35 The Secretary shall be appointed by the Council for such time, at such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. The provisions of Sections 177 and 179 of the Act shall apply and be observed. The Council may from time to time by resolution appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting

THE SEAL

36 The seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Council, and in the presence of one member of the Council or while the subscribers remain members of the Council in the presence of one subscriber, and of the Secretary, and the said member and secretary shall sign every instrument to which the seal shall be so affixed in their presence and in favour of any purchaser or person bona fide dealing with the Association such signatures shall be conclusive evidence of the fact that the seal has been properly affixed

DISQUALIFICATION OF MEMBERS OF THE COUNCIL

37 The office of a member of the Council shall be vacated:

- (a) If a receiving order is made against him or he makes any arrangement or composition with his creditors
- (b) If he becomes of unsound mind
- (c) If he ceases to be a member of the Association

- (d) If by notice in writing to the Association he resigns his office
 - (e) If he ceases to hold office by reason of any order made under Section 188 of the Act
 - (f) If he is removed from office by a resolution duly passed pursuant to Section 184 of the Act
- 38 Section 185 of the Act shall not apply

ROTATION OF MEMBERS OF THE COUNCIL

39 At the first Annual General Meeting and at the Annual General Meeting to be held in every subsequent year, one-quarter of the members of the Council for the time being, or if their number is not a multiple of four then the number nearest to one-quarter shall retire from office

40 The members of the Council to retire shall be those who have been longest in office since their last election or appointment. As between members of equal seniority, the members to retire shall in the absence of agreement be selected from among them by lot. The length of time a member has been in office shall be computed from his last election or appointment. A retiring member of the Council shall be eligible for re-election

41 The Association may, at the meeting at which a member of the Council retires in manner aforesaid, fill up the vacated office by electing a person thereto, and in default the retiring member 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 member shall have been put to the meeting and lost

42 No person not being member of the Council retiring at the meeting shall, unless recommended by the Council for election, be eligible for the election to membership of the Council at any General Meeting, unless within

the prescribed time before the day appointed for the meeting there shall have been given to the Secretary notice in writing, by some member duly qualified to be present 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 the person to be proposed, of his willingness to be elected. The prescribed time above mentioned shall be such that, between the date when the notice is served, or deemed to be served, and the day appointed for the meeting there shall be not less than four nor more than twenty-eight intervening days

43 Without prejudice to the provision of Article 29 hereof the Association may from time to time in General Meeting increase or reduce the number of members of the Council, and determine in which rotation such increased or reduced number shall go out of office, and may make the appointments necessary effecting any such increase.

44 In addition and without prejudice to the provisions of Section 184 of the Act, the Association may by Extraordinary Resolution remove any member of the Council before the expiration of his period of office, and may by an Ordinary Resolution appoint another qualified member in his stead; but any person so appointed shall retain his office so long only as the member whose place he is appointed would have held the same if he had not been removed.

PROCEEDINGS OF THE COUNCIL

45 The Council may meet together for the dispatch of business adjourn and otherwise regulate their meetings as they think fit and determine the quorum necessary for the transaction of business. Unless otherwise determined two shall be a quorum. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman shall have

a second or casting vote.

46 A member of the Council may, and on the request of a member of the Council the Secretary shall, at any time, summon a meeting of the Council by a notice served upon several members of the Council. A member of the Council who is absent from the United Kingdom shall not be entitled to notice of a meeting

47 The Chairman for the time being of the Association shall be the Chairman of the Council and shall be entitled to preside at all meetings of the Council at which he shall be present, and may determine for what period he is to hold office, but if no such Chairman be elected, or if at any meeting the Chairman be not present within five minutes after the time appointed for holding the meeting and willing to preside, the members of the Council present shall choose one of their number to be Chairman of the meeting

48 A meeting of the Council at which the quorum is present shall be competent to exercise all the authorities powers and discretions by or under the regulations of the Association for the time being invested in the Council generally.

49 The Council may delegate any of their powers to committees consisting of such member or members of the Council as they think fit, and any committee so formed shall, in the exercise of the powers so delegated, conform, to any regulations imposed on it by the Council. The meetings and proceedings of any such committee shall be governed by the provisions of these presents for regulating the meetings and proceedings of the Council so far as applicable and so far as the same shall not be superseded by any regulations made by the Council

50 All acts bona fide done by any meeting of the Council or of any committee of the Council, or by any person acting as member of the Council, shall notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member 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 or had duly continued in office and was qualified to be a member of the Council

51 The Council shall cause proper minutes to be made of all appointments of officers made by the Council and of the proceedings of all meetings of the Association and of the Council and of committees of the Council, and all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the Chairman of such meeting, or by the Chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated

52 A resolution in writing signed by all the members for the time being of the Council or of any committee of the Council who are entitled to receive notice of a meeting of the Council or of such committee shall be as valid and effectual as if it had been passed at the meeting of the Council or of such committee duly convened and constituted

ACCOUNTS

53 The Council shall cause proper books of accounts to be kept, with respect to:

- (a) all sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place;
- (b) all sales and purchases of goods by the Association and

(c) the assets and liabilities of the Association

Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of affairs of the Association and to explain its transactions

54 The books of account shall be kept at the office, or subject to Section 147(3) of the Act, at such other place or places as the Council shall think fit, and shall always be open to the inspection of the members of the Council

55 The books of account shall be open to the inspection of any members of the Association on reasonable notice

56 At an Annual General Meeting in every year the Council shall lay before the Association a proper income and expenditure account for the period since the last preceding account (or in the case of the first account since the incorporation of the Association) made up to a date not more than four months before each meeting, together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Council and the Auditors, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than twenty-one clear days before the date of the meeting subject nevertheless to the provisions of Section 158(1)(c) of the Act, be sent to the Auditors and to all other persons entitled to receive notes of General Meetings in the manner in which notices are hereinafter directed to be served. The Auditors' report shall be open to inspection and be read before the meeting as required by Section 162 of the Act.

AUDIT

57 Once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure accounts and balance sheet ascertained by one or more properly qualified Auditor or Auditors

58 Auditors shall be appointed and their duties regulated in accordance with Sections 159 to 162 of the Act, the members of the Council being treated as directors mentioned in those sections

NOTICES

59 A notice may be served by the Association upon any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at his registered address as appear in the register of members

60 Any member described in the register of members by an address not within the United Kingdom who shall from time to time give the Association an address within the United Kingdom at which notices may be served upon him shall be entitled to have notices served upon him at such address, but save as aforesaid and as provided by the Act, only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notice from the Association


61 Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office as a prepaid letter


PRIVATE COMPANY

62 The Association is a Private Company and accordingly:

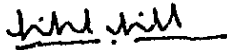
- (A) The number of members for the time being of the Association is not to exceed fifty
- (B) The Association shall not offer any of its shares (if and so long as the Association shall have any share capital) or any of its debentures to the public for subscription
- (C) If and so long as the Association shall at any time have any share capital, the Council may in their absolute discretion and without assigning any reason therefor decline to register any transfer of any share of the Association

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS


HUGH MARTIN LEE DOHERTY
Flat D
8 Hilltop Road
London NW6


DEREK COLIN HARNDEN
Flat C
8 Hilltop Road
London NW6

DATED this 28th day of October 1991

WITNESS to the above signatures: Signature : 
Name : MICHAEL HILL
Address : 8 MEADOWCOURT ROAD
LONDON SE3 9DY
Occupation: ACCOUNTANT



**CERTIFICATE OF INCORPORATION
OF A PRIVATE LIMITED COMPANY**

No. 2661360

I hereby certify that

8 HILLTOP ROAD 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 8 NOVEMBER 1991

A handwritten signature in black ink, appearing to read 'G A Brenton'.

G A BRENTON

an authorised officer

G**COMPANIES FORM No. 224****224**

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

Please do not
write in
this margin

Pursuant to section 224 of the Companies Act 1985
as inserted by section 3 of the Companies Act 1989

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

To the Registrar of Companies
(Address overleaf)

Company number

2661360

*insert full name
of company

Name of company

8 HILLTOP ROAD MANAGEMENT COMPANY LTD

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

Important
The accounting
reference date to
be entered along-
side should be
completed as in the
following examples:

Day Month

3 1 1 2

5 April

Day Month

0 5 0 4

30 June

Day Month

3 0 0 6

31 December

Day Month

3 1 1 2

+ Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

H. M. Doherty

Designation + SECRETARY Date 18 JUNE 92

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

For official use

D.E.B.

Post room

COMPANIES HOUSE
24 JUN 1992
M 52

COMPANIES HOUSE

If you need to contact us regarding
this notice, please quote reference

THE DIRECTORS
8 HILLTOP ROAD MANAGEMENT COMPANY LIMITED
8 HILLTOP ROAD
LONDON
NW6

ARD 1/ 02601360

Date: 11 JUNE 1992

COMPANIES ACT 1985 (as amended by Companies Act 1989)

This company has until 8/ 8/92 to specify an accounting
reference date. This may be done on the form 224 overleaf.

Should it not do so, the accounting reference date will
be 30/11 and the first accounts will cover the period
8/11/91 to 30/11/92

COMPANIES HOUSE
CARDIFF
CF4 3UZ

Tel: Cardiff (0222) 380060

415

dti

Companies House is an executive agency within the Department of Trade and Industry

HR102A

Dormant Company Accounts

Dormant Company Resolution

Company Registration No. 266 1506

Companies Act 1985, Section 260 as amended by Section 14 of the Companies Act 1989 and by SI No 1992/3003.

Special resolution of :-
8 Hilltop Road Management Co. Limited

At a general meeting of the above company, held on the 30 day of September 1993 the following resolution was passed.

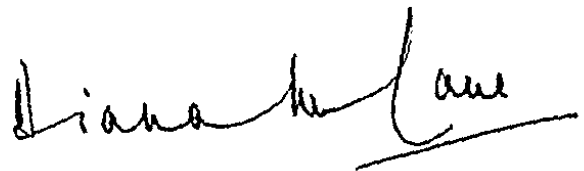
The company, having been dormant since its formation resolves to render itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from obligation to appoint auditors.

Signed



Director of the company

Signed Secretary of the company.



Date 30th September 1993

