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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

To the Registrar of Companies
(Address overleaf)

For official use

For official use

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

Name of company

* ALEXA COURT FREEHOLD LIMITED

* insert full
name of Company

I, ADRIAN MANDEL signing on behalf of SEMKEN LIMITED
of The Studio
St Nicholas Close
Elstree, Herts WD6 3EW

† delete as
appropriate

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 1835

Declared at 78 Mill Lane
London NW6 1NL

Declarant to sign below

the 3rd day of JUNE
One thousand nine hundred and ninety two
before me [Signature]

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

[Signature]

QUICK COMPANIES FORMATIONS
reference (if any):
THE STUDIO
ST. NICHOLAS CLOSE
ELSTREE
HERTS. WD6 3EW

For official Use
New Companies Section

N C
-4 JUN 1992
COMPANIES

Post room



COMPANIES HOUSE

10

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

This form should be completed in black.

Company name (in full)

CN 2721807

For official use

ALEXA COURT FREEHOLD LIMITED

Registered office of the company on
incorporation.

RO The Studio,

St. Nicholas Close,

Post town Elstree,

County/Region Hertfordshire,

Postcode WD6 3EW.

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 Quick Company Formations

RA The Studio,

St. Nicholas Close,

Post town Elstree,

County/Region Hertfordshire,

Postcode WD6 3EW.

Number of continuation sheets attached

☐

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

Quick Company Formations

As Above

Postcode

Telephone

Extension

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

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

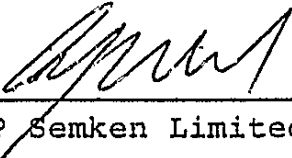
Voluntary details

Consent signature

CS SEMKEN LIMITED

AD The Studio,
St. Nicholas Close,
Post town Elstree,
County/Region Hertfordshire,
Postcode WD6 3EW Country England


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

Signed  Date 3-6-92

PP Semken Limited


CD LUFMER LIMITED

AD The Studio,
St. Nicholas Close,
Post town Elstree,
County/Region Hertfordshire,
Postcode WD6 3EW Country England

DO  Nationality **NA**

OC
OD

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

Signed  Date 3-6-92

PP Lufmer Limited

Directors (continued)

Notes 1 - 5)

Name
*Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Full 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

Additional details

Consent signature

CD	
AD	
Post town	
County/Region	
Postcode	Country
DD	Nationality NA
CO	
OD	
I consent to act as director of the company named on page 1	
Signed	Date

If the form
is signed by the
directors.

	
Signature of agent on behalf of all subscribers	Date 3-6-92

If the form
is signed by an
agent on behalf of
the subscribers.

Subscribers
must sign either
individually or by a
person authorised
to sign on their
behalf.

Signed	Date
Signed	Date
Signed	Date
Signed	Date
Signed	Date

The Companies Act 1985

COMPANY LIMITED BY SHARES



MEMORANDUM OF ASSOCIATION

of

ALEXA COURT FREEHOLD LIMITED

1. The Company's name is ALEXA COURT FREEHOLD LIMITED
2. The Company's registered office is to be situated in England and Wales.
3. The objects of the company are:-

(a)

(1) To acquire and manage the freehold title to land at 173 Lexham Gardens, London W8, title no NGL 484683 together with the block of flats thereon known as Alexa Court and to grant leases of the said flats on such terms as may from time to time seem expedient.

(2) To act as an association of and for the owners of the leases of the said flats and to manage and administer the said property and in particular to provide such services for the residents thereof and to carry out such reconstruction, renewal, repairs, maintenance and renovation thereto as the Directors may consider necessary or desirable and to provide or procure the provision of such services as may be required or expedient.

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

82942



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

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

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

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

(g) To lend or advance money and to give credit and to enter into guarantees or indemnities of any kind, whether secured or unsecured, and whether in respect of its own obligations or those of some other person or company in such circumstances and upon such terms as the Directors may think fit.

(h) To invest and deal with the moneys of the Company not immediately required for the purposes of the business of the Company in or upon such investments and in such manner as may from time to time be determined.

(i) To remunerate any person, firm or company for services rendered, or to be rendered, to, or in connection with the conduct of the business of, the Company.

(j) To accept, draw, make, execute discount or endorse bills of exchange, promissory notes, or other negotiable instruments.

(k) To pay or agree to pay all or any of the costs of promotion, formation and registration of the Company.

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

And it is hereby declared that:-

(A) the word "Company" in this clause, except where used in reference to this Company, shall be deemed to include any partnership or other body of persons, whether corporate or unincorporate, and whether incorporated, registered, resident or domiciled in the United Kingdom or elsewhere, and

(B) the objects of the Company specified in each of the foregoing paragraphs of this clause shall be distinct and separate objects of the Company and shall be no way limited by reference to any other paragraphs hereof or to the order in which the same occur, but shall be construed in as wide a sense as possible as if each of the said paragraphs defined the objects of a separate and distinct company.

4. The income and property wheresoever and whensoever derived of the Company shall be applied solely towards the promotion of the objects of the Company as set forth in the 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 profits, to members of the Company. Provided that nothing herein shall prevent the payment, in good faith, or remuneration to any officer or servant of the Company, or to any member of the Company in return for any services actually rendered to the Company.

5. The liability of the members is limited.

6. The Company's share capital is £100, divided into 100 shares of £1.00 each.

We, the subscribers to this Memorandum 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 SUBSCRIBERS	Number of shares taken by each Subscriber
------------------------------------	--

Semken Limited
The Studio,
St. Nicholas Close,
Elstree,
Hertfordshire WD6 3EW.



ONE

Lufmer Limited
The Studio,
St. Nicholas Close,
Elstree,
Hertfordshire WD6 3EW.



ONE

Dated this 3rd day of June, 1992

Witness to the above Signatures:-

Ruth Payne
The Studio,
St. Nicholas Close,
Elstree,
Hertfordshire WD6 3EW.



The Companies Act 1985

COMPANY LIMITED BY SHARES

ARTICLES of ASSOCIATION
of
ALEXA COURT FREEHOLD
LIMITED

PRELIMINARY

1. In these Articles:-

"flat" means a flat forming part of the said property referred to in clause 3(a) of the Memorandum of Association of the Company.

"lease" means a lease of a flat.

"owner" in relation to a flat means the lessee of that flat holding under a lease or a successor in title to such a lessee.

"Table A" means Table A in the Companies (Tables A to F) Regulations 1985.

2. (a) Subject as hereinafter provided or except where inconsistent with the provisions hereinafter contained, the regulations contained in Table A shall apply to the Company.

(b) Regulations 2 to 4 inclusive, 8 to 22 inclusive, 24, 40, 64, 73 to 75 inclusive, 78 to 80 inclusive, 102 to 108 inclusive and 110 of Table A shall not apply to the Company.

ALLOTMENT TRANSFER AND TRANSMISSION OF SHARES

3. The Company is a private company and accordingly no offer or invitation shall be made to the public (whether for cash or otherwise) to subscribe for any shares in or debentures of the Company, nor shall the Company allot or agree to allot (whether for cash or otherwise) any shares in or debentures of the Company with a view to all or any of those shares or debentures being offered to the public, and the Company shall not have the power to issue share warrants to bearer.

4. At the date of adoption of these Articles the capital of the Company is £100 divided into 100 Ordinary Shares of £1 each.

5. Subject as hereinafter provided and to any directions contained in any resolution or resolutions of the Company creating the same, the unissued shares of the Company shall be under the control of the Directors who may allot, grant options over or otherwise dispose of the shares. The provisions of Section 89(1) and Section 90 (1) to (6) shall not apply to the Company. The maximum number of shares which may be allotted pursuant to this authority shall be the entire unissued share capital of the Company and this authority will expire five years after the date of incorporation of the Company provided that it may be extended for further periods of up to five years by ordinary resolution of the Company.

6. All sums payable to the Company in respect of the allotment of any share (whether as to the nominal value or by way of premium) shall be paid in full on or before the date of allotment, and no share shall be allotted other than as a fully paid share.

7. Except as to shares subscribed for and issued to the subscribers to the Memorandum of Association, no owner shall be registered as the holder of more than one share for each flat of which he is the owner, and no share shall be allotted to a person other than an owner. A share allotted to an owner shall be deemed to be allocated to such owner's flat.

8.

(a) Each owner will retain any share allotted to him whilst he remains an owner and on ceasing to be an owner will transfer such share to the new owner and save and except for the transfer by subscribers of shares in the Company, a share in the Company shall be transferred only upon a change in the ownership of the flat to which the share has been allocated.

(b) The price to be paid upon the transfer of a share shall in default of agreement between the transferor and transferee shall be its nominal value.

(c) If upon the change of ownership of a flat the holder of the share allocated to that flat refuses after being requested in writing so to do by the Secretary of the Company or neglects for a period of one month after the date of such change of ownership to transfer such share in accordance with these Articles to the owner for the time being of that flat the Directors may by resolution appoint some person to transfer such share to the owner for the time being of such flat and a transfer by such person shall be effective and the transferee or transferees shall be registered as the holder or holders of such share, and as against the former registered holder and all persons claiming through him, shall be absolutely entitled to the same. The Company may receive the purchase money on the transferor's behalf and give a good receipt therefor.

9. The Directors may in their absolute discretion and without assigning any reason therefor decline to register any transfer of a share but the Directors shall not refuse to register any transfer of a share pursuant to Article 8.

10. An instrument of transfer need not be signed by or on behalf of the transferee and in regulation 23 of Table A the words from 'and, unless' to the end shall be omitted.

PROCEEDINGS AT GENERAL MEETINGS

11. In regulation 59 of Table A the second sentence shall be omitted.

12. 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.

13. In Regulation 41 of Table A there shall be added at the end: "If at the end of any adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the meeting shall be dissolved.

14. At a general meeting of the Company, owners of more than one share in the Company will only vote in respect of one share. All voting rights in respect of further shares held are disqualified.

DIRECTORS

15. Unless and until the Company in general meeting shall otherwise determine, there shall be no maximum number of Directors and the minimum number of

Directors shall be one. If and so long as there is a sole Director he may exercise all the powers and authorities vested in the Directors by these Articles and Table A and regulation 89 of Table A shall be modified accordingly. The first Directors of the Company shall be as named in the statement delivered to the Registrar of Companies pursuant to section 10 of the Companies Act 1985.

16. The Company shall not be subject to section 293 of the Companies Act 1985, and accordingly any person may be appointed or elected as a Director, whatever his age, and no Director shall be required to vacate his office of Director by reason of his attaining or having attained the age of seventy years or any other age.

17. The qualification of a Director shall be the holding of one share in the Company provided that if any Director having so qualified shall cease to hold one share in the Company his appointment as Director shall automatically determine and his office of Director shall be immediately vacated.

BORROWING POWERS

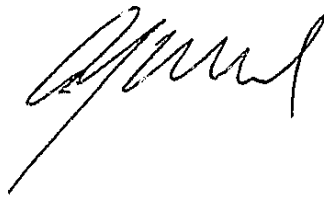
18. The Directors may exercise all the powers of the Company to borrow money, and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof and to issue debentures, debenture stock and other securities whether outright or as security for any debt, liability or obligation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

DIRECTORS' INTERESTS

19. A director may vote in respect of any contract or arrangement.

NAMES AND ADDRESSES OF SUBSCRIBERS

Semken Limited
The Studio,
St. Nicholas Close,
Elstree,
Herts. WD6 3EW



Lufmer Limited
The Studio,
St. Nicholas Close,
Elstree,
Herts. WD6 3EW



Dated this 3rd day of June, 1992

Witness to the above Signatures -

Ruth Payne
The Studio,
St. Nicholas Close,
Elstree,
Herts. WD6 3EW



FILE COPY



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

No. 2721807

I hereby certify that

ALEXA COURT FREEHOLD 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 9 JUNE 1992

A handwritten signature in dark ink, appearing to read 'I. Parry'.

MRS. I. PARRY

an authorised officer

G

COMPANIES FORM No. 224

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

224

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

2721807

Name of company

ALEXA COURT FREEHOLD LIMITED

* insert full name
of company

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



Designation† Director

Date 24th July 1992

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

COLEMAN & CO.
CHARTERED ACCOUNTANTS
67 WEST END LANE
PINNER, MIDDLESEX HA5 1AH

For official use
D E B.

Post room

