

**FILE COPY**



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

Company No. 4066299

The Registrar of Companies for England and Wales hereby certifies that  
**FIVE ELMS LIMITED**

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

Given at Companies House, Cardiff, the 6th September 2000



\*N04066299N\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



**C O M P A N I E S H O U S E**

HC007B



**Companies House**  
— for the record —

Please complete in typescript,  
or in bold black capitals.

CHWP000

## Declaration on application for registration

Company Name in full

**FIVE ELMS LIMITED**

I, **Robert Stephen Kelford** a duly authorised Officer of Chettleburgh

of **International Limited of Temple House 20 Holywell Row London EC2A 4XH**

† Please delete as appropriate.

do solemnly and sincerely declare that Chettleburgh International Limited is the body corporate named as Secretary of the Company in the statement delivered to the registrar under section 10(2), and that all the requirements of the 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 by virtue of the Statutory Declarations Act 1835.

Declarant's signature

Declared at **135 High Street Hornchurch Essex RM12 4UH**

On 

Day	Month	Year
01	08	2000

• Please print name.

before me • **P.D.ROBINS**

Signed

Date **1/8/00**

† A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

**CHETTLEBURGH'S LIMITED**

**Temple House 20 Holywell Row London**

**EC2A 4XH Tel 020 7377 0381**

DX number **119511** DX exchange **FinsburySquare**



ED7  
COMPANIES HOUSE  
Form revised June 1996

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When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ** DX 33050 Cardiff  
for companies registered in England and Wales

or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**  
for companies registered in Scotland

DX 235 Edinburgh



Companies House

for the record

Please complete in typescript,  
or in bold black capitals.

CHWP000

Notes on completion appear on final page

First directors and secretary and intended situation of  
registered office

Company Name in full

FIVE ELMS LIMITED

Proposed Registered Office

(PO Box numbers only, are not acceptable)

Temple House

20 Holywell Row

Post town

London

County / Region

Postcode

EC2A 4XH

If the memorandum is delivered by an agent  
for the subscriber(s) of the memorandum  
mark the box opposite and give the agent's  
name and address.



Agent's Name

CHETTLEBURGH'S LIMITED

Address

Temple House

20 Holywell Row

Post town

London

County / Region

Postcode

EC2A 4XH

Number of continuation sheets attached

0

Please give the name, address,  
telephone number and, if available,  
a DX number and Exchange of  
the person Companies House should  
contact if there is any query.

CHETTLEBURGH'S LIMITED

Temple House 20 Holywell Row London

EC2A 4XH

Tel 020 7377 0381

DX number 119511 DX exchange FinsburySquare



ED7  
COMPANIES HOUSE

0091  
01/09/00

Form revised July 1999

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or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh

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## Company Secretary (see notes 1-5)

Company name			
NAME	*Style / Title	*Honours etc	
* Voluntary details	Forename(s)		
	Surname	Chettleburgh International Limited	
	Previous forename(s)		
	Previous surname(s)		
Address	Temple House		
Usual residential address	20 Holywell Row		
For a corporation, give the registered or principal office address.	Post town	London	
	County / Region	Postcode	EC2A 4XH
	Country	England	

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

Consent signature

Date 1<sup>st</sup> August 2000

## Directors (see notes 1-5)

Please list directors in alphabetical order

Robert Stephen Kellard for and on behalf of Chettleburgh International Limited as Secretary

NAME	*Style / Title	*Honours etc	
	Forename(s)		
	Surname	Chettleburgh's Limited	
	Previous forename(s)		
	Previous surname(s)		
Address	Temple House		
Usual residential address	20 Holywell Row		
For a corporation, give the registered or principal office address.	Post town	London	
	County / Region	Postcode	EC2A 4XH
	Country	England	

Day Month Year

Date of birth

2 9 0 8 1 9 5 8

Nationality British

Business occupation

CORPORATE REGISTRATION AGENT

Other directorships

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

Consent signature

Date 1<sup>st</sup> August 2000

Robert Stephen Kellard for and on behalf of Chettleburgh's Limited

**Directors** (continued) (see notes 1-5)

<b>NAME</b>	<b>*Style / Title</b>	<input type="text"/>	<b>*Honours etc</b>	<input type="text"/>						
<b>* Voluntary details</b>	<b>Forename(s)</b>	<input type="text"/>								
	<b>Surname</b>	<input type="text"/>								
	<b>Previous forename(s)</b>	<input type="text"/>								
	<b>Previous surname(s)</b>	<input type="text"/>								
<b>Address</b>	<input type="text"/>									
<b>Usual residential address</b>	<input type="text"/>									
For a corporation, give the registered or principal office address.	<b>Post town</b>	<input type="text"/>								
	<b>County / Region</b>	<input type="text"/>	<b>Postcode</b>	<input type="text"/>						
	<b>Country</b>	<input type="text"/>								
	<b>Date of birth</b>	<table border="1"><tr><td>Day</td><td>Month</td><td>Year</td></tr><tr><td><input type="text"/></td><td><input type="text"/></td><td><input type="text"/></td></tr></table>	Day	Month	Year	<input type="text"/>	<input type="text"/>	<input type="text"/>	<b>Nationality</b>	<input type="text"/>
Day	Month	Year								
<input type="text"/>	<input type="text"/>	<input type="text"/>								
	<b>Business occupation</b>	<input type="text"/>								
	<b>Other directorships</b>	<input type="text"/>								
		<input type="text"/>								
	I consent to act as director of the company named on page 1									
<b>Consent signature</b>	<input type="text"/>	<b>Date</b>	<input type="text"/>							

<b>This section must be signed by</b>			
<b>Either</b>			
<b>an agent on behalf of all subscribers</b>	<b>Signed</b>	<input type="text"/>	<b>Date</b> <input type="text" value="1&lt;sup&gt;st&lt;/sup&gt; August 2000"/>
<b>Or the subscribers</b>	<b>Signed</b>	<input type="text"/>	<b>Date</b> <input type="text"/>
<b>( i.e those who signed as members on the memorandum of association).</b>	<b>Signed</b>	<input type="text"/>	<b>Date</b> <input type="text"/>
	<b>Signed</b>	<input type="text"/>	<b>Date</b> <input type="text"/>
	<b>Signed</b>	<input type="text"/>	<b>Date</b> <input type="text"/>
	<b>Signed</b>	<input type="text"/>	<b>Date</b> <input type="text"/>

## Notes

1. Show for an individual the full forename(s) NOT INITIALS and surname together with any previous forename(s) or surname(s).

If the director or secretary is a corporation or Scottish firm - show the corporate or firm name on the surname line.

Give previous forename(s) or surname(s) except that:

- for a married woman, the name by which she was known before marriage need not be given,

- names not used since the age of 18 or for at least 20 years need not be given.

A peer, or an individual known by a title, may state the title instead of or in addition to the forename(s) and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

Address:

Give the usual residential address.

In the case of a corporation or Scottish firm give the registered or principal office.

Subscribers:

The form must be signed personally either by the subscriber(s) or by a person or persons authorised to sign on behalf of the subscriber(s).

2. Directors known by another description:

- A director includes any person who occupies that position even if called by a different name, for example, governor, member of council.

3. Directors details:

- Show for each individual director the director's date of birth, business occupation and nationality.  
**The date of birth must be given for every individual director.**

4. Other directorships:

- Give the name of every company of which the person concerned is a director or has been a director at any time in the past 5 years. You may exclude a company which either **is or at all times during the past 5 years, when the person was a director, was:**

- dormant,

- a parent company which wholly owned the company making the return,

- a wholly owned subsidiary of the company making the return, or

- another wholly owned subsidiary of the same parent company.

If there is insufficient space on the form for other directorships you may use a separate sheet of paper, which should include the company's number and the full name of the director.

5. Use Form 10 continuation sheets or photocopies of page 2 to provide details of joint secretaries or additional directors.

004505

# THE COMPANIES ACTS 1985 and 1989

0093544  
0093544



A PRIVATE COMPANY LIMITED BY SHARES.

MEMORANDUM OF ASSOCIATION of

## FIVE ELMS LIMITED

1. The name of the Company is:- FIVE ELMS LIMITED
2. The Registered Office of the Company will be situated in England and Wales.
3. The object of the Company is to carry on business as a general commercial company.
4. The liability of the members is limited.
5. The company's share capital is £100 divided into 100 ordinary shares of £1 each.

I, the person whose name and address is subscribed hereafter, am desirous of being formed into a Company in pursuance of this Memorandum and I respectively agree to take the number of shares in the capital of the Company set opposite my name.

Name, Address and Description  
of the Subscriber.

Number of Shares taken  
by the Subscriber.

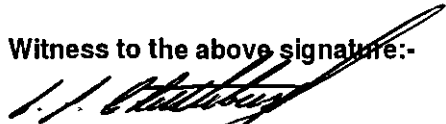
Chettleburgh's Limited  
by Robert Stephen Kelford  
a duly authorised Officer  
Temple House  
20 Holywell Row  
London EC2A 4XH

One Ordinary Share

Company Registration Agents

Dated the 1st day of August, 2000

Witness to the above signature:-

  
Roland John Chettleburgh  
17 Down Hall Close  
Rayleigh  
Essex SS6 9LU

Company Registration Agent



# **THE COMPANIES ACTS 1985 and 1989**

## **A PRIVATE COMPANY LIMITED BY SHARES.**

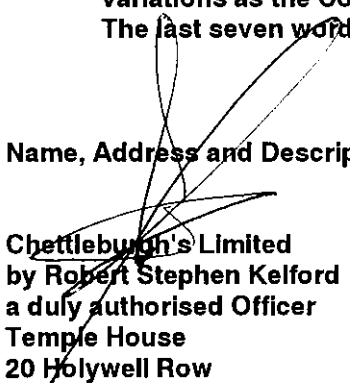
### **ARTICLES OF ASSOCIATION of**

## **FIVE ELMS LIMITED**

#### **PRELIMINARY.**

1. The Company is a private Company within the meaning of Section 1 of the Companies Acts 1985 and 1989. Accordingly the Company shall not offer to the public (whether for cash or otherwise) any shares in or debentures of the Company or 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 the shares or debentures being offered for sale to the public.
2. The Regulations set out in Table A of the Schedule to the Companies (Tables A to F) Regulations 1985 as amended by the Companies (Tables A to F) (Amendment) Regulations 1985 shall apply to this Company either in their entirety or with such variations as the Company shall by special Resolution from time to time prescribe. The last seven words of Regulation 64 shall not apply to the Company.

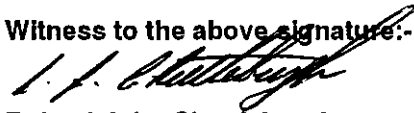
**Name, Address and Description of the Subscriber.**

  
Chettleburgh's Limited  
by Robert Stephen Kelford  
a duly authorised Officer  
Temple House  
20 Holywell Row  
London EC2A 4XH

**Company Registration Agents**

**Dated the 1st day of August, 2000**

**Witness to the above signature:-**

  
Roland John Chettleburgh  
17 Down Hall Close  
Rayleigh  
Essex SS6 9LU

**Company Registration Agent**