FILE COPY



OF A PRIVATE LIMITED COMPANY

Company No. 6286200

The Registrar of Companies for England and Wales hereby certifies that 13 PRINCES STREET MANAGEMENT COMPANY 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 19th June 2007



N06286200B







Please complete in typescript, or in bold black capitals.

† Please delete as appropnate

CHWP000

Declaration on application for registration

1	
L	

Company Name in full

13 PRINCES STREET HANAGEHENT CO.LTD

BARBARA

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 of the Companies Act 1985] and that all the requirements of the Companies Act 1985 in respect of the registration of the above company and of matters

And I make this solemn Declaration conscientiously believing the same to be true and by virtue of the Statutory Declarations Act 1835.

Declarant's signature

Declared at

before me 0

Day Month Year

precedent and incidental to it have been complied with.

RITA

DX number

OMMON, GAST SX

Please print name

PETER J BAILEY, See L C.

Signed

Date 11-06-07

01435 866532,

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

WESTDOWN LANE

DX exchange

BARBAKA QUINLAN

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form The contact information that you give will be visible to searchers of the public

12/06/2007 COMPANIES HOUSE

onn revised 10/03

arge

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

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

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh or LP - 4 Edinburgh 2

e milianise 200

ec 18 1 com on an



Companies House

for the record

Please complete in typescript, or in bold black capitals.
CHWP000

10

First directors and secretary and intended situation of registered office

CHWP000					
Notes on completion appear on final page					
Company Name in full	13 PRINCES STREET MAMAGEMENT. PO LTD.				
Proposed Registered Office (PO Box numbers only, are not acceptable)	MODESTY.				
(FO Box Humbers unity, are not acceptable)	WESTDOWN LANE				
Post town	BURWASH COMMON, ETCHING HAM.				
County / Region	EAST SUSSEX Postcode THIP 75T.				
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					
Address					
Post town					
County / Region	Postcode				
Number of continuation sheets attached					
You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a guery on	RITA QUINLAN.				

the form. The contact information that you give will be visible to searchers of the public record.

ASNAJQCK A23 12/06/2007 322

A23 12/06/2007 COMPANIES HOUSE MODESTY, WESTDOWN LANE BURWASH
COMMON TEL 01435 883423
EAST SUSSEX 07702 580339.

DX number DX exchange

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

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

or LP - 4 Edinburgh 2

The section of the se

. . . **.**

Directors (see no						
	NAME *Style / Title	MR.	*Honours etc			
* Voluntary details	Forename(s	STEPHEN PETER.				
	Surnam	QUINLAN.				
	Previous forename(s					
th Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address	Previous sumame(s	(s)				
	Address ^{††}	7 WHARFE	ice ·			
		KEEDS				
	Post tow					
	County / Regio	WEST YORKS. Postcode LS72LG				
	Countr					
	Date of birth	Day Month Year	Notice of the Co.			
	Business occupation	[3]D[Q#[17]]#				
Other directorships		FIMANCIAL PUNTROLOR				
		I consent to act as director of the company named on page 1				
ı	Consent signature		Date	7/6/07		
This section signed by eith	her an Signed	5P0>	Date	7/6/07		
agent on beh subscribers of subscribers (i.e those who as members memorandum association).		i	Date			
	signed Signed	4	Date			
	on the		Date			
	Signe	i	Date			
	Signe	i	Date			
	Signe	1	Date			
	Signe	3	Date			

- 2.5

-

• •

• - -

Company Secretary (see notes 1-5)

								
	Company name		13 PRIL	(CES	ETU	EET	HANAG	ENGAT CULLED
	NAME	*Style / Title	HRS			*Hono	urs etc	
* Voluntary details	Forename(s)		RITA	BA	RBAR	LAN.		
	Surname		QUMLAN					
	Previous forename(s)			•				
^{††} Tick this box if the	Previous sumame(s)		HAWKING					
address shown is a service address for the beneficiary of a			ФОМ	CS T	۲.			
Confidentiality Order granted under section 723B of the			WESTDOWN LAME BURLASH FORMON					
723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation or	Post town		ETCH	INGH	A M·	·		
	C	County / Region	EAST	Sus	SGX		Postcode	THI9 75T.
Scottish firm, give the registered or principal office address		Country	ETIGL	QUA				
office address		·	I consent to act as secretary of the company named on page 1					
		nt signature	- B	<u> </u>			Date	7/6/2007
Directors (see a Please list directors in		tical order	,					
	NAME	*Style / Title				*Hono	urs etc	
		Forename(s)		-				
Tick this box if the								
address shown is a service address for the								
beneficiary of a Confidentiality Order granted under section								
723B of the Companie: Act 1985 otherwise,	5	Post town						
give your usual residential address ir the case of a	•	County / Region	Postcode					
corporation or Scottisl firm, give the registered or principal		Country						
office address	Date of birth Business occupation		Day Month	Ye	ar		_	
						Natio	nality	
				/ 		·		
	Other di	rectorships						
							4	
<u>.</u>			I conșent to a	t as dire	ctor of th	e comp	any named	on page 1
	Conse	nt signature					Date	

- - : -

/ Table 1

A TO MAY REPORT OF A CONTRACT OF A SECOND OF A SECOND

•

415.3 _ 700

• • • •

in the state of th

Control of the Contro

. .

, +r ~ \-

•

~ ~ ~

to modern and the

The second secon

in the

€ F + F

Fersion 1.

क्रिकेट ५ व

. 27 n. 2²

his is a safe of the safe of t

121286 -

er the process much

THE COMPANIES ACT 1985

TUESDAY



A23 12/06/2007

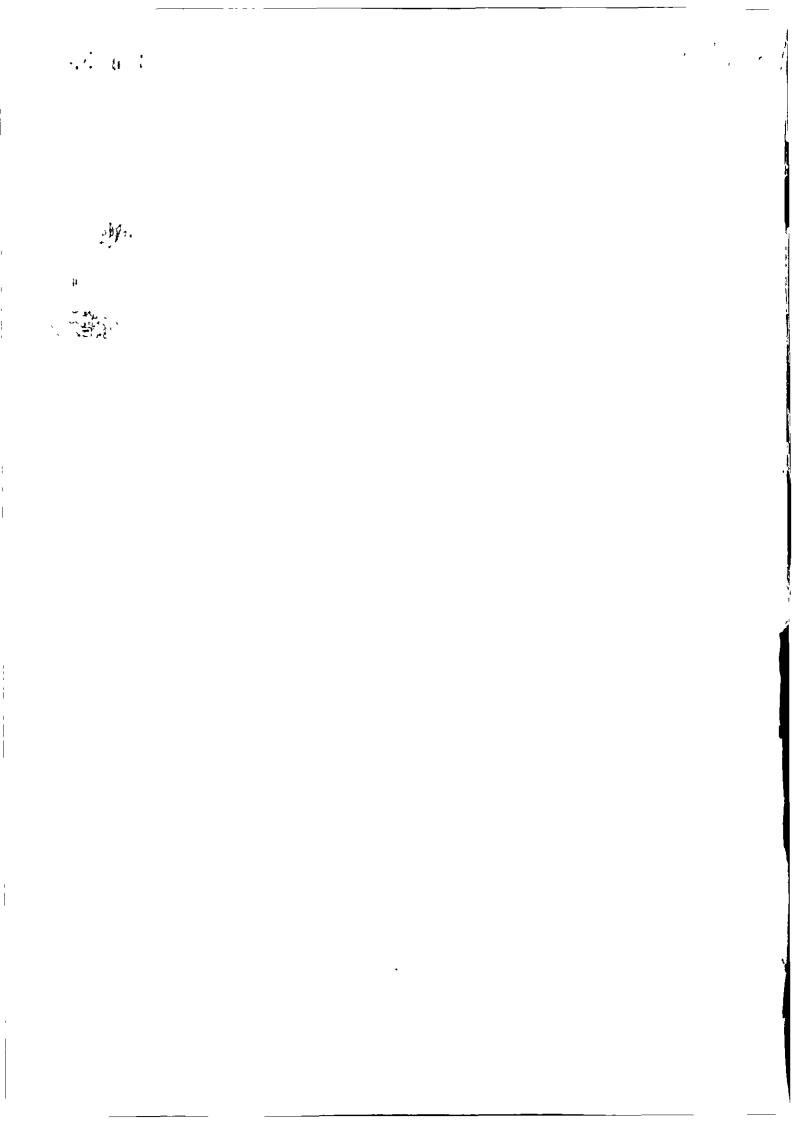
COMPANIES HOUSE

MEMORANDUM OF ASSOCIATION OF 13 PRINCES STREET MANAGEMENT COMPANY LIMITED

- 1 The name of the Company is 13 PRINCES STREET MANAGEMENT COMPANY LIMITED
- 2 The Registered Office will be situate in England

COMPANY LIMITED BY SHARES

- 3 The objects for which the Company is established are -
- (A) To manage the building known as 13 Princes Street comprising three flats namely numbers 1-3 inclusive and to supply to the lessees and occupiers of such flats such services as are mentioned in the respective leases of such flats
- (B) To exercise the functions of a Residents Association and Management Company formed to safeguard and promote the common interest of the residents of such building aforesaid
- (C) To borrow and raise money in such manner as the Company shall think fit
- (D) To do such things as are incidental or conducive to the attainment of the above objects or as are calculated to enhance the value, amenities and beneficial advantage of such building aforesaid
- (E) To purchase, take on lease or otherwise acquire all or any part of such building as aforesaid and its curtilage or easements or other rights over or in respect of all or any of the same (with power to negotiate or accept any modifications of or deletion from any lease, grant or agreement of or affecting the same) and to sell or otherwise dispose of any property or rights for the time being belonging to the Company which it shall not be deemed expedient to retain for the benefit of the members of the Company
- (F) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Company may think necessary or convenient for the promotion of its objects, and to construct, maintain and alter any buildings or erections necessary or convenient for the work of the Company
- (G) To sell, lease, let, mortgage, dispose of or turn to account all or any of the property or assets of the Company as may be thought expedient with a view to the promotion of its objects
- (H) To invest the moneys of the Company not immediately required for its purposes in or upon such investments, securities or property as may be thought fit
- (I) To establish and support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes in any way connected with the purposes of the Company or calculated to further its objects
- (J) To do such other things as are incidental or conducive to the attainment of the above objects or any of them
- 4 The liability of the Members is limited
- 5 The Share capital of the Company is three pounds divided into three Ordinary Shares of one pound each No person shall be admitted to membership of the Company other than the persons who are the lessees for the time being of the leases of the flats in such building as aforesaid Section 17 of the Companies Act 1985 shall not apply to this Clause



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 Address and Descriptions of Subscribers

Number of shares taken by each Subscriber

7 Wharfedale Place LEEDS LS7 2LG

3

Director

5P0

Dated 7th June 2007 Witness to the above Signature:-

CHRISTOPHER JOHNATHAN GENE SIMMONDS

Modesty
Westdown Lane
Burwash Common
East Sussex TN19 TJT.

Engineer.

Anne

in the contract of the appropriate for the material feet of the contract of

The residence of the first party of the second 3r 4 2 4 21 . 140

è

A MARGARIA SA A MARKET STATE ART FOR ST

4

And the second of the second o

and the second of the second o

1. 16.

manuel, er t

A. Carryon & some

16, " #"

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION OF 13 PRINCES STREET MANAGEMENT COMPANY LIMITED

PRELIMINARY

- 1 Subject as hereafter provided, the regulations contained in Table A as prescribed pursuant to Section 8 of the Companies Act 1985 (hereinafter called "the Act") and as in force at the date of Incorporation of the Company (hereinafter called "Table A") shall apply to the Company
- 2 Regulations 8, 24, 64, 82, 87, 94, 95 and 96 of Table A shall not apply to the Company but the Articles hereinafter contained and the remaining regulations of Table A, subject to the modifications hereinafter contained, shall constitute the regulations of the Company Unless the context otherwise requires words or expressions contained in these Articles bear the same meaning as in the Act but excluding any statutory modification thereof not in force at the date of Incorporation of the Company
- 3 In these Articles -
- (a) "Flat" means one of the three flats in the building referred to in Clause 3(A) of the Memorandum of Association
- (b) "Owner" means the lessee for the time being of a Flat
- (c) "Ordinary Share" means the share in the Company which is acquired by the Owner on the occasion of the grant or assignment to him of a lease of a Flat

SHARES

- 4 The Directors of the Company are authorised during the period of five years from the date of Incorporation of the Company to allot, grant options over or otherwise dispose of the original shares in the capital of the Company to such persons at such times and on such conditions as they think fit subject to the provisions of Article 6 of these Articles and provided that no shares shall be issued at a discount
- 5 Section 89(1) of the Act shall not apply to the allotment by the Company of equity securities
- 6 No person except an Owner shall be registered as the owner of an Ordinary Share and no Owner shall be registered as the holder of more than one Ordinary Share for each Flat of which he or she holds the lease. One Ordinary share shall be issued to the lessee of a Flat to the intent that ownership of each Flat will carry with it the ownership of one 1/3 of the Company. 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 respect of such share (whether as Members or

Directors) which shall be cast by the holder whose name first appears in the Register of Members

- 7 The Directors shall be bound to register -
- (a) a transfer by an Owner of his Ordinary Share to an assignee of the lease of his Flat
- (b) as a member any person who has by reason of the death, bankruptcy or insolvency of a member become entitled to the member's Ordinary Share and has vested in him the member's lease of his Flat
- (c) a transfer by a mortgagee of any Ordinary Share to a purchaser from such mortgagee under his power of sale of the Flat in respect of which such Ordinary Share was charged to the mortgagee

LIEN

8 The Company shall have a first and paramount lien on every share for all monies (whether presently payable or not) called or payable at a fixed time in respect of that share and the Company shall also have a first and paramount lien on all shares (whether or not they are fully paid shares) standing registered in the name of any person indebted or under liability to the Company for all the monies presently payable by him or his estate to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders, but the Directors may at any time declare any share to be wholly or in part exempt from the provisions of this article. The Company's lien, if any, on a share shall extend to all dividends payable thereon.

TRANSFER AND TRANSMISSION OF SHARES

9 If a member fails to transfer his Ordinary Share to an assignee of the lease of the Flat of which he is the Owner within one month of the date of the relevant assignment of the lease the Directors shall be entitled by resolution to appoint some person to be the attorney of such member to execute the transfer of such Ordinary Share to such assignee for its nominal value and the Company shall upon receiving the purchase price from the assignee register such transfer and thereupon the transferee shall become a member in place of the previous holder of such Ordinary Share

GENERAL MEETING

10 Every notice convening a general meeting shall comply with the provisions of Section 372(3) of the Act as to giving information to members in regard to their right to appoint proxies, and notices of and other communications relating to any general meeting which any member is entitled to receive shall be sent to the Secretary for the time being of the Company

DIRECTORS

- 11 Unless and until the Company in general meeting shall otherwise determine, the number of Directors shall not be less than two nor more than 3. No person other than an Owner shall be a Director and upon that person ceasing to be an Owner he or she shall cease forthwith to be a Director of the Company
- 12 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(2) of the Act

13. 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.

PROCEEDINGS OF DIRECTORS

14. A Director may vote in regard to any contract or arrangement in which he is interested or upon any matter arising thereout and if he shall so vote his vote shall be counted and he shall be reckoned in estimating the quorum present at any meeting at which any such contract or arrangement is considered.

SECRETARY

15.

A person other than an owner may be the Secretary of the Company. 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(2) of the Act.

INDEMNITY

16 In addition to the indemnity contained in regulation 118 of Table A and subject to the provisions of Section 310 of the Act every Director, managing Director, agent, auditor, secretary, and other officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities incurred by him in or about the proper execution and discharge of the duties of his office.

Names Addresses and Descriptions of Subscribers

7 Wharfedale Place LEEDS LS7 2LG

Director.

SP C5-2

Dated 7th June 2007.

Witness to the above signature.

CHRISTOPHER JOHNATHAN GENE SIMMONDS

Modesty Westdown Lane Burwash Common East Sussex TN19 7JT

Engineer.

The second of th

The second of the second of the

The state of the s

114 1.)

TO SECURE FOR A SECURITION OF THE SECURITIES OF THE SECURITION OF THE SECURITIES.

1.7 " 1

The second secon

and the second of the second o

* •

But a second

the state of the s

en in it is a second of the se

4 711.