



FILE COPY

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

Company No. 6612051

The Registrar of Companies for England and Wales hereby certifies that

50 LEICESTER ROAD LIMITED

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

Given at Companies House on **5th June 2008**



N066120518



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

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THE COMPANIES ACT 1985
COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL
MEMORANDUM OF ASSOCIATION

of

50 LEICESTER ROAD LIMITED

WEDNESDAY



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04/06/2008

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COMPANIES HOUSE

1. The Company's name is "50 LEICESTER ROAD LIMITED".
2. The Company's registered office will be situate in England and Wales.
3. The Company's objects are:-
 - (a) To regulate control the use of and maintain the properties situate at 50 Leicester Road, London, N2 9EA in the London Borough of Barnet and for that purpose to acquire hold manage maintain administer and deal in every way with the lands and to layout provide services and manage administer maintain in good order gardens amenity areas recreation grounds and facilities garage areas and entrances garages parking spaces accessways and footpaths to take over and maintain in good repair and condition the structures walls load bearing beams retaining walls common drains and common parts of buildings (whether the same be inside the external walls or not) and to carry out such repairs and decorations thereto as may from time to time become necessary to provide and maintain for the benefit of residents in buildings master television aerial arrays common water supplies and other amenities by all means available to the Company and to provide such renewals and additions to such amenities from time to time to negotiate on behalf of and act as agents for such of the owners (whether of an estate in fee simple or of a term of years) occupiers and residents of lands and buildings and to negotiate and enter into contracts for the maintenance repair and upkeep of houses flats maisonettes and garages to acquire the benefit of and to enforce by all means available at law or equity for the benefit of all lessees occupiers and residents all covenants (restrictive or otherwise) choses in action and contracts which will have a direct or indirect effect on the value of any property or properties to carry on all or any of the businesses of gardeners horticulturists builders and contractors and dealers in fertilisers plants turf stone sand lime bricks and timber and dealers repairers and engineers of and in radio and television sets and aerials and of and in other requisites for the creation and maintenance of supplies facilities and amenities whether the same shall have been provided by the Company or not to negotiate

and enter into contracts with radio and television suppliers and maintenance companies for the bulk or common use of maintenance of radio and television sets equipment and aerials and to enter into contracts with Water Boards or other relevant body or authority for the supply of water and to enter into contracts for painting and maintenance of buildings (whether or not the said buildings shall belong to the Company) and to enter into any other contracts or arrangements which may be beneficial to the residents of buildings or any one of them to assume liability and responsibility for carrying out obligations in connection with the residents of buildings on such terms as may be thought expedient.

(b) To carry on any other trade or business which can in the opinion of the members or directors of the Company be conveniently or advantageously or profitably carried on in connection with or ancillary to any of the businesses of the Company or calculated directly or indirectly to enhance the value or render more profitably any of the Company's assets.

(c) To assume the obligations of any of them arising from the formation of the Company and in particular but without limit to pay all costs charges and expenses incurred or sustained in or about the promotion or establishment of the Company or which the directors may consider to be in the nature of preliminary expenses.

(d) To undertake or acquire all or any part of the business assets and liabilities of or any share in any company partnership or person carrying on or proposing to carry on all or any of the objects for the time being of the Company or to amalgamate enter into partnership share profits co-operate or engage in mutual assistance with any such company partnership or person or for subsidising or otherwise assisting any such company partnership or person and to give or accept by way of consideration for any of the acts or things aforesaid or property acquired any shares debentures stock or securities that may be agreed upon and to hold and retain or sell mortgage charge and deal with any shares debentures debenture stock or securities however received and to conduct and carry on liquidate or wind up any such business.

(e) To apply for subscribe take purchase or otherwise acquire hold and deal with shares debentures options or other interests in or securities of any other company so as to benefit directly or indirectly the Company or enhance the value of its property and to co-operate finance manage supervise or control the business and operations of any company in which the Company may hold such interest.

(f) To acquire and take options over and deal with any property whatsoever including but without limit any shares in the capital of the Company and any rights or privileges of any kind over or in respect of any property and without limit to purchase take on lease exchange hire or otherwise acquire any estate or interest in any real or personal property and to deal with the same or any part thereof.

(g) To promote any other business for the purpose of acquiring the whole or any part of the business property undertaking or liabilities of the Company or of any business property undertaking or liabilities which may appear likely to assist or benefit the Company or to enhance the value of any property or business of the Company and to subscribe for purchase or otherwise acquire or place or guarantee the placing of or underwrite all or any of the shares debentures or securities of any such company as aforesaid.

(h) To sell let exchange dispose of turn to account grant licences options rights or privileges in respect of mortgage charge or otherwise deal with all or any part of the business or property of whatever nature of the Company and to deal in any manner as aforesaid with the same or any part thereof either together or in portions for such consideration whether shares debentures options cash or real or personal property of any other nature without limit as the members or the directors of the Company may think fit.

(i) To erect build manufacture improve manage construct repair maintain alter or develop any real or personal property.

(j) To invest and deal with any moneys in any manner and to hold alter dispose or of otherwise without limit deal with any investments so made.

(k) To receive money on deposit or loan and to borrow or raise money or credit as may seem expedient without limit and whether with or without any security or guarantee therefor and to issue any debentures or debenture stock whether perpetual irredeemable or otherwise.

(l) To issue or grant any mortgage charge standard security lien or other security upon all or any part of the property or assets whether present or future and also by any such means to secure and guarantee the performance by the Company any subsidiary or associated company of the Company or any other person firm or company of any obligation undertaken by the Company or any of them as the case may be and to stand security or guarantor for or otherwise support any obligation of any other person firm or company whether by personal covenant mortgage charge standard security or lien upon the whole or any part of the undertaking property and assets of the Company whether present or future.

(m) To advance or lend money or give any credit to any person firm or company as the directors or members may think fit.

(n) To draw issue accept endorse discount negotiate make or deal with as may seem expedient cheques bills of exchange or lading promissory notes warrants coupons debentures and other negotiable or transferable notes or instruments.

(o) To seek any permission order privilege charter concession decree right or licence from any government department national local or other statutory authority or official body in any part of the world where the Company does or may do business or other official sanctions for enabling the Company to pursue any of its objects for the time being or for any other purpose which may seem calculated directly or indirectly to promote the Company's interests and comply with the same and to oppose or defend any proceedings or application which may seem directly or indirectly to advance or prejudice the Company's interests as the case may be.

(p) To seek in any part of the world and deal with grant or obtain licences in respect of manufacture under operate test improve or experiment on any invention discovery copyright patent brevet d'invention licence secret process trade mark service mark design registration protection and concession as may seem expedient or beneficial and to register re-register disclaim alter modify use and turn to account the same or any of them.

(q) To act as principal nominee agent (whether disclosed or undisclosed) broker trustee factor contractor or sub-contractor in any part of the world.

(r) To pay reward or remunerate anyone supplying goods or services to the Company by cash goods services or any securities of the Company.

(s) To give any charitable benevolent or public cause or object which may be for the benefit of the Company or any holding subsidiary or associated company of the Company or any directors or employees thereof and to provide or pay towards any pensions annuity gratuity insurance superannuation or other allowance or benefit and generally to provide advantages facilities and services for any persons who are or have been directors of employed by or serving the Company or any subsidiary or associated company of the Company or any predecessor thereof and to the members of the family dependants personal representatives or nominated beneficiaries of any such persons.

(t) To distribute among the members of the Company in specie or otherwise any property of the Company or whatever nature including but without limit the shares debentures or other securities of any other company taking over the whole or any part of the undertaking assets or liabilities of the Company.

(u) To carry on any of the objects for the time being of the Company in any part of the world as principal or by or through agents trustees brokers sub-contractors or otherwise and either alone or with any other person firm or company.

(v) To do all things specified for the time being in the Articles of Association of the Company.

The object of each preceding sub-clause shall not be in any way limited or restricted by reference to or inference from the terms of any other sub-clause herein except as may be expressly stated or by the name place or date of incorporation of the Company. Each sub-clause object and power herein shall be

a main object of the Company and not ancillary or subsidiary to any other sub-clause object or power herein. The Company shall have as full a power to exercise all or any of the objects and powers in each sub-clause herein as if each sub-clause contained the objects of a separate company. Reference to any company herein shall be deemed to include any body whether incorporated or not and wherever in any part of the world set up established or registered.

4. The liability of the members is limited.

5. Every member of the Company undertakes to contribute such amount not exceeding £1 as may be required to the Company's assets if it should be wound up while he is a member or within one year after he ceases to be a member for payment of the Company's Debts and liabilities 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.

6. Unless otherwise resolved by the Company in general meeting and notwithstanding anything contained in the Articles of Association of the Company.

(a) Any person except an owner tenant or lawful occupier of any property in which the Company has any interest or has agreed to manage administer supervise regulate or control of the common parts thereof and except the Subscribers of the Memorandum of Association or any other nominee thereof shall not be or continue to be a member of the Company and in the event of any member other than a Subscriber of the Memorandum of Association or nominee thereof as aforesaid ceasing to be an owner tenant or occupier as aforesaid such member shall thereupon be deemed to have resigned as a member of the Company.

(b) The directors shall register as a member any person becoming such owner tenant or lawful occupier as aforesaid under application therefor in writing in any such form as the directors may reasonably require. Provided always that there shall not be more than one member in respect of each dwelling to which the Company provides any management or other services. Provided further that a member shall not withdraw from membership of the Company notwithstanding anything for the time being in the Articles of Association of the Company so long as he is an owner tenant or lawful occupier of any property as mentioned in Clause 6(a) of this Memorandum unless some other person being an owner tenant or lawful occupier of the same property in respect of which the withdrawing member is an owner tenant or lawful occupier becomes a member.

(c) Every member shall pay to the Company a proportionate share of all moneys expended or anticipated by and for the purposes of the Company as the Company may from time to time demand.

(d) It is hereby declared that the deletion or alteration of all or any part of this Clause 6 is prohibited.


We, the subscribers to this Memorandum of Association, wish to be formed into a company pursuant to this Memorandum.

NAMES AND ADDRESSES OF SUBSCRIBERS

**KEITH STEPHEN DUNGATE
188 BRAMPTON ROAD
BEXLEYHEATH
KENT DA7 4SY**

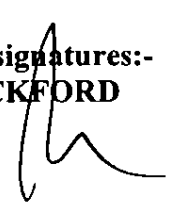


**BRIAN ROBERT GRIFFIN
1 ST MARY'S DRIVE
RIVERHEAD
SEVENOAKS
TN13 2AR**



DATED: 1st day of June 2008

**Witness to the above signatures:-
ROBERT ALAN HICKFORD
10 HELENA PLACE
LONDON
E9 7NJ**



THE COMPANIES ACT 1985
COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

of

50 LEICESTER ROAD LIMITED

PRELIMINARY

1.(a) Regulations 2 to 35 inclusive, 54, 55, 57, 101 to 108 inclusive, 110, 114, 116 and 117 inclusive of Table A as set forth in The Companies (Tables A to F) Regulations 1985 as amended shall not apply to the Company named above (hereinafter called "the Company") but the Articles hereinafter set forth as may be amended from time to time ("the Articles") and, subject to the modifications hereinafter expressed, the remaining Regulations of the said Table A (hereinafter called "Table A") shall constitute the Articles of Association of the Company.

(b) The Articles are deemed to be delivered and completed as a Deed at the same time as incorporation, or adoption of the Articles by Special Resolution, of the Company as the case may be, and the Members for the time being are deemed to be bound accordingly by the Articles and acknowledge the effect under Section 14 of the Companies Act 1985 as to the Memorandum and Articles of Association of the Company.

INTERPRETATION

2. In Regulation 1 of Table A, the definition of “the Holder” shall be omitted.

MEMBERS

3. The Subscribers to the Memorandum of Association of the Company and such other persons as are admitted to membership in accordance with the Articles shall be Members of the Company. A person shall not be admitted as a Member of the Company unless permitted by the Memorandum of Association. Every person who wishes to become a Member shall execute and deliver to the Company an application in writing for membership in any such form as the Directors may require.

4. Subject to the Memorandum of Association a Member may at any time withdraw from the Company by giving at least seven days' clear notice in writing to the Company. Membership shall not be transferable and shall cease on death.

NOTICE OF GENERAL MEETINGS

5. In Regulation 38 of Table A

(a) in paragraph (b) the words “of the total voting rights at the meeting of all the Members” shall be substituted for and to the exclusion of “in nominal value of the shares giving that Right” and

(b) the words “The notice shall be given to all the Members and to the Directors and Auditors” shall be substituted for and to the exclusion of the last sentence.

PROCEEDINGS AT GENERAL MEETINGS

6. The words “and at any separate meeting of the holders of any class of shares in the Company” shall be omitted from Regulation 44 of Table A.

7. Paragraph (d) of Regulation 46 of Table A shall be omitted.

VOTES OF MEMBERS

8. On a show of hands every Member present in person shall have one vote. On a poll every Member present in person or by proxy shall have one vote.

DIRECTORS' EXPENSES

9. The words “of any class of shares or” shall be omitted from Regulation 83 of Table A.

PROCEEDINGS OF DIRECTORS

10. In Paragraph (c) of Regulation 94 of Table A the word “debentures” shall be substituted for the words “shares, debentures or other securities” in both places where they occur.

MINUTES

11. The words “of the holders of any class of shares in the Company” shall be omitted from Regulation 100 of Table A.

NOTICES

12. The second sentence of Regulation 112 of Table A shall be omitted.

13. The words “or of the holders of any class of shares in the Company” shall be omitted from Regulation 113 of Table A.

BYE-LAWS

14. The Members, or the Directors if so authorised in general meeting by the Members, may make, amend, revoke and replace such bye-laws from time to time as they think fit Provided always that the Articles shall prevail in the case of inconsistency with any such bye-laws and the same shall not be or be deemed to be included in or form part of the Articles.

15. If the Company has a seal it shall only be used with the authority of the directors or of a committee of directors. The directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a director and by the secretary or second director. Regulation 101 of Table A shall not apply to the Company.

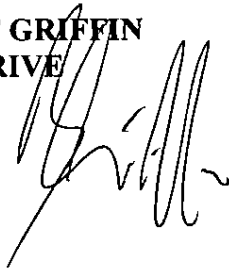
16. All or any of the members of the board or any committee of the board may participate in a meeting of the board or that committee by means of a conference telephone or any communication equipment which allows all persons participating in the meeting to hear each other. A person so participating shall be deemed to be present in person at the meeting and shall be entitled to vote or be counted in a quorum accordingly. Such a meeting shall be deemed to take place where the largest of the group of those participating is assembled, or, if there is no such group where the Chairman of the meeting then is.

NAMES AND ADDRESSES OF SUBSCRIBERS

KEITH STEPHEN DUNGATE
188 BRAMPTON ROAD
BEXLEYHEATH
KENT DA7 4SY



BRIAN ROBERT GRIFFIN
1 ST MARY'S DRIVE
RIVERHEAD
SEVENOAKS
TN13 2AR



DATED: 1st day of June 2008

Witness to the above signatures:-
ROBERT ALAN HICKFORD
10 HELENA PLACE
LONDON
E9 7NJ





Companies House

— for the record —

12

Please complete in typescript,
or in bold black capitals.

CHWP000

Declaration on application for registration

Company Name in full

50 LEICESTER ROAD LIMITED

I, Keith Stephen Dungate (An authorised signatory of L&A Secretarial Limited)

of 188 Brampton Road, Bexleyheath, Kent, DA7 4SY

† Please delete as appropriate

do solemnly and sincerely declare that I am a † ~~Sole trader 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 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 Statutory Declarations Act 1835

Declarant's signature

Declared at 41 Tabernacle Street, London, EC2A 4AA

Day Month Year

On 03 06 2008

● Please print name

before me ●

Kelly Rogers

Signed

Date

3/6/08

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

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 record.

Tel

DX number

DX exchange

Companies House receipt date barcode

**This form has been provided free of charge
by Companies House**

Form revised 10/03

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
or LP - 4 Edinburgh 2



Companies House

for the record

10

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

50 LEICESTER ROAD LIMITED

Proposed Registered Office

(PO Box numbers only, are not acceptable)

31 CORSHAM STREET

Post town

LONDON

County / Region

Postcode

N1 6DR

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

L & A FORMATIONS

Address

DX 36603 FINSBURY

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

L & A FORMATIONS

Tel

DX number 36603

DX exchange FINSBURY

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

DX 235 Edinburgh
or LP - 4 Edinburgh 2

Company Secretary (see notes 1-5)

* Voluntary details

†† 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

Company name			
NAME	*Style / Title	*Honours etc	
Forename(s)			
Surname	L & A SECRETARIAL LIMITED		
Previous forename(s)			
Previous surname(s)			
Address ††	31 CORSHAM STREET		
Post town	LONDON		
County / Region		Postcode	N1 6DR
Country	ENGLAND		

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

Consent signature

Date

1/6/08

Directors (see notes 1-5)

Please list directors in alphabetical order

†† 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

NAME	*Style / Title	*Honours etc	
Forename(s)			
Surname	L & A REGISTRARS LIMITED		
Previous forename(s)			
Previous surname(s)			
Address ††	31 CORSHAM STREET		
Post town	LONDON		
County / Region		Postcode	N1 6DR
Country	ENGLAND		

Day Month Year

Date of birth

Nationality

UK REGISTERED

Business occupation

COMPANY REGISTRATION AGENT

Other directorships

NONE

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

Consent signature

Date

1/6/08

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME	*Style / Title			*Honours etc		
* Voluntary details	Forename(s)					
	Surname	L & A SECRETARIAL LIMITED				
	Previous forename(s)					
	Previous surname(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 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	Address ††	31 CORSHAM STREET				
	Post town	LONDON				
	County / Region		Postcode	N1 6DR		
	Country	ENGLAND				
	Date of birth	Day	Month	Year	Nationality	UK REGISTERED
	Business occupation	COMPANY REGISTRATION AGENT				
	Other directorships	NONE				
	I consent to act as director of the company named on page 1					
	Consent signature				Date	1/6/08

This section must be signed by either an agent on behalf of all subscribers or the subscribers (i.e those who signed as members on the memorandum of association).	Signed		Date	1/6/08
	Signed		Date	
	Signed		Date	
	Signed		Date	
	Signed		Date	
	Signed		Date	