



FILE COPY

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

Company No. 6971205

The Registrar of Companies for England and Wales hereby certifies that

ABBA KIDS

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

Given at Companies House on **23rd July 2009**



N06971205H



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

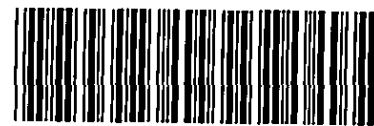
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**THE COMPANY ACTS 1985 AND 1989
CHARITY LIMITED BY GUARANTEE AND NOT
HAVING A SHARE CAPITAL**

**MEMORANDUM OF ASSOCIATION
OF**

Abba Kids

WEDNESDAY



PAPJABRJ

PC3

22/07/2009

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COMPANIES HOUSE

- 1 The name of the Company's is the **Abba Kids** (hereinafter called "the charity")
- 2 The registered office of the Charity will be situated in England and Wales.
- 3 The objects for which the Charity is established is:
The charity is established for the advancement of services, including education, training and recreational facilities and activities for those in need, in particular individuals from poor communities including orphans, street children and Refugees in a common effort to relieve poverty and sickness, with the object of improving the condition of life for all including citizens in other counties outside of the EU.
- 4 In furtherance of the objects but not otherwise Charity may exercise the following powers:
 - 4.1 To provide information and advice on care, education, health and allied matters
 - 4.2 To develop and facilitate training, seminars, workshop and conferences on , health, social services and educational issues both locally and with international partners.
 - 4.3 To develop links, networks and consult various with key national and international agencies, statutory and private sectors bodies with a view to attain the objects of this charity.
 - 4.4 To work in partnership with charities with similar object from any part of the world
 - 4.5 To provide and manage facilities for socially disadvantaged and vulnerable people.
 - 4.6 To raise funds, invite and receive contributions from any person or persons, agencies, bodies, charities whatsoever, by way of subscription, donation or otherwise provided that this shall be without prejudice to the ability of the Charity to disclaim any gift, legacy or bequest in whole or in parts in such circumstance as the Charity may think fit and provided the Charity shall not undertake any permanent trading activities in raising funds for the above mentioned charitable objects and shall conform to any relevant requirement of the law.
 - 4.7 To acquire, take on lease or in exchange, hire, alter, improve, charge or otherwise dispose of property and rights or privilege (subject to such consents as may be required by law) which the Trustees may think necessary for the achievement of the objects and to maintain and equip it for use;
 - 4.8 To employ paid or unpaid staff, helpers and advisers, solicit professional person or persons to carry out the work of the Charity and make all reasonable and vital provision for payment of pension, superannuation to staff and their dependants;
 - 4.9 To establish learning resource, local branches, autonomous or support any charitable trusts, association or institution formed for all or any of the objects;
 - 4.10 To draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments, and to operate bank accounts in the name of the company;
 - 4.11 To promote good practice in care management through publications and multi media application.
 - 4.12 To borrow money with charge on any part of the property of the network with repayment of the money so borrowed;

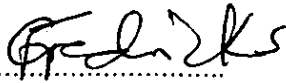
- 4.13 To co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or similar charitable purpose and to exchange information and best practices;
 - 4.14 To pay out of the funds of Charity the costs, charges and expenses of and incidental to the formation and registration of company;
 - 4.15 To invest the money's of Charity not immediately required for the furtherance of its objects in or upon such investments, securities or property as may thought fit, subject nonetheless to such conditions (if any) and such consents (if any) as may be imposed or required by law;
 - 4.16 To provide, promote or join in arranging and providing for the holding of exhibitions, lectures, seminars, discussions, classes, conference, workshops, training courses, and carry out research, survey or investigation on the terms that the useful results are disseminated or published thereof.
 - 4.17 To publish, and print or otherwise reproduced and circulate, gratuitously or otherwise, perhaps, books, periodicals, surveys, leaflets, pamphlets, or other documents, films, records, tapes, either audio or visual or both, (subject to such consents as may be required by law) as shall further Charity objects;
 - 4.18 To do all such lawful things as necessary or incidental to the attainment of the above objects;
- 5 The income and property of Charity shall be applied solely towards the promotion of the Objects and no part shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to members of company. Provided that nothing in this document shall prevent any payment in good faith by the company.
- 5.1 Of the usual professional charge for business done by any Trustee who is a solicitor, consultants, accountant or other person engaged in a profession, or by partner of his or hers, when instructed by the Charity to act in a professional capacity on its behalf: provided that at no time a majority of the Trustee benefit under this provision and that a trustee shall withdraw from any meeting at which his or her partner, is under discussion;
 - 5.2 Of reasonable and proper remuneration for any services rendered by any member, officer or servant of company;
 - 5.3 Of interest on money lent by any member of Charity or Trustee at a reasonable and proper rate per annual not exceeding 2 percent less than the published lending rate of clearing bank to be selected by Trustees;
 - 5.4 Reasonable and proper rent for premises demised or let by any member of the Charity or a Trustee;
 - 5.5 Of reasonable and proper out of pocket expenses may be repaid to any member or a Trustee who incur them for the purpose of company;
- 6 The liability of the members is limited;
- 7 Every member of Charity undertakes to contribute such amount as may be required (not exceeding £5) to Charity assets if it should be wound up while he or she is a member or within a year after he or she ceases to be a member, for payment of Charity debts and liabilities contracted before he or she 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.
- 8 If the Charity is wound up or dissolved and after all its debts and liabilities have been satisfied there remains any property it shall not be paid to or distributed among members of company, but shall be given or transferred to some other Charity or charities having objects similar to the objects which prohibits the distribution of its or their income and property to an extent at least as great as is imposed on Charity by Clause 5 above, chosen by the members of Charity at or before the time of dissolution and if that cannot be done then to some other charitable object.

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

NAME: Grace Fredrick

Address: 61 Creukhorne Road, London, NW10 9DJ

SIGNATURE:.....

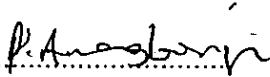


Date: 1/7/2009

NAME: Pamela Happiness Amagboruju

Address: 37 Lancelot Road, Wembley,
Middlesex, HA0 2AL

SIGNATURE:.....



Date: 1/7/2009

NAME: Hindatu Yvonne Comma

Address: 63B Chaplin Road, London NW2 5PS

SIGNATURE:.....



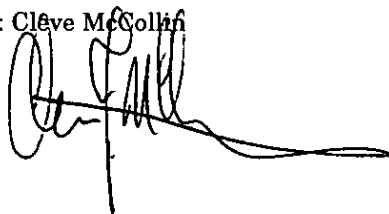
Date: 1/7/2009

Witness to the above Signatures on this date:

Name: Clève McCollin

Address: 38 Lewin Road, Streatham, London, SW16 6JR

Sign:.....



Date: 1/7/2009

**THE COMPANY ACTS 1995 AND 1989
COMPANY LIMITED BY GUARANTEE AND NOT
HAVING A SHARE CAPITAL**

**ARTICLES OF ASSOCIATION
OF
Abba Kids**

1 Interpretation.

- "the company" means the charity, intended to be regulated by these articles;
- "the Act" means the charity Act 1985 including anti statutory modification or re-enactment thereof for the being in force;
- "the articles" means these Articles of Association of the charity;
- "clear days" in relation the period of notice means the period excluding the day for when the notice is given or deemed to be given or on which it take effect;
- "executed" includes any mode of execution;
- "Trustee/s" means the Trustee/s of the charity
- "the memorandum" means the memorandum of association of the company;
- "office" means the registered office of the charity;
- "the seal" means the common seal of the charity
- "the United Kingdom" means Great Britain and Northern Ireland;

Subject as aforesaid, words or expressions contained in these articles shall, unless the context requires otherwise, bear the same meaning as in the Act.

2 Members

- 2.1 Membership of the Charity shall be open primarily to all, regardless of political affiliation, religion, race or where they reside. The subscribers to the memorandum and such other person as admitted to membership in accordance with clause 63 of this Articles of Association and approved by the Trustees.
- 2.2 Membership of the charity shall be limited to 30 members
- 2.3 Unless the Trustees in general meetings shall make other provision, the Trustees may in their absolute discretion permit any member of the charity to retire, provided that after such retirement the number of members is not less than two.

3 General meetings

There must be an Annual General Meeting once in every calendar year in addition to any other meetings in that year, and shall specify the meetings as such notice in the notice calling it; and not more than fifteen months shall elapse between the date of one annual general meetings of Charity and that of the next: provided that so long as charity holds its first Annual General Meeting within eighteen months of its incorporation or in the following year. The annual general meeting shall be held at such times and places as the Trustees shall appoint. All general meetings other than Annual General Meetings shall be called extraordinary general meetings;

- 4 The Trustees may call general meetings and, hold on the requisition of members pursuant to the provisions of the Act, shall forthwith proceed to convene an extraordinary general meetings for the date not within the United Kingdom sufficient Trustees to call a general meeting, any Trustee or any member of the charity may call a general meeting;

5 Notice of general meetings

Annual general meetings and extraordinary general meetings called for the passing of a special resolution appointing a person as a Trustee shall be called by at least twenty-one clear days' notice. All other extraordinary general meetings shall be called by at least fourteen clear days' notice but a general meeting may be called by shorter notice if it is so agreed;

- 5.1 In the case of an annual general meeting, by all the members entitled to attend and vote; and
- 5.2 In the case of any other meeting by a majority in number of members having a right to attend and vote, being a majority together holding not less than 80 percent of the total voting rights at the meeting of all members.

The notice shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case of any Annual General Meetings, shall specify the time of meetings such as:

The notice shall be given to all the members and to the Trustees and auditors.

- 6 The accidental omission to give notice of a meeting to, or the non-receipts of notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings at that meeting.
- 7 **Proceedings at general meetings**
No business shall be transacted at any meeting unless a quorum is present. In any of the General Meetings, a quorum shall comprise of 3 persons entitled to vote upon the business to be transacted, each being a member or a duly authorised representative of a member organisation, or one tenth of the total number of such person for the time being, whichever is greater, shall constitute a quorum.
- 8 If a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the trustees may determine.
- 9 The chairman, if any, of the Trustees or in his absence some other Trustee nominated by the Trustees shall preside as chairman of the meeting, but if neither the chairman nor such other Trustee (if any) be present within fifteen minutes after the time appointed for holding the meeting and willing to act, the Trustees present shall elect one of their number to be chairman and, if there is only one Trustees present and will to act, he shall be the chairman.
- 10 If no Trustee is willing to act as chairman, or if no Trustee is present within fifteen minutes after the time appointed for holding the meeting, the members present and entitled to vote shall choose one of their number to be chairman.
- 11 A Trustee shall, notwithstanding that he/she is not a member be entitled to attend and speak at any general meeting.
- 12 The chairman may, with the consent of a meeting at which a quorum is present (and shall if so directed by meetings), adjourn the meeting from time to time and from place to place, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had adjournment not taken place. When a meeting is adjourned for fourteen days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall - not be necessary to give any such notice.
- 13 A resolution put to the vote of a meeting shall be decided on a show of hands unless before, or on the declaration of the result of, the show of hands a poll is duly demanded. Subject to the provisions of the Act, a poll may be demanded:
 - 13.1 by the chairman; or
 - 13.2 by at least two members having the right to vote at the meeting; or
 - 13.3 by a member or members representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting.
- 14 Unless a poll is duly demanded a declaration by the chairman that a resolution has 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 minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the resolution.
- 15 The demand for a poll may be withdrawn, before the poll is taken, but only with the consent of the chairman. The withdrawal of a demand for a poll shall not invalidate the result of a show of hands declared before the demand for the poll was made.
- 16 A poll shall be taken as the chairman directs and he may appoint scrutineer (who not need be members) and fix a time and place for declaring the results of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded.
- 17 In the case of an equality of votes, whether on show of hands or a poll, the chairman shall be entitled to casting vote in addition to other vote he may have.
- 18 A poll demanded on the election of a chairman or on a question of adjournment shall be taken immediately or at such a time and place as the chairman directs not being more

than thirty days after the poll is demanded. The demand for a poll shall not prevent continuance of a meeting for the transaction of any business other than the question on which the poll is demanded. If a poll is demanded before the declaration of the results of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.

- 19 No notice need be given of a poll not taken immediately if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In other cases at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken.

Votes of members.

- 20 Subject to Article 17, every member shall have one vote.
- 21 No member shall be entitled to vote at any general meeting unless all moneys then payable by him/her to the Charity have been paid.
- 22 No objection shall be raised to the qualification of any voter except at the meeting or adjourned meetings at which the vote objected to is tendered, and every vote not disallowed at the meetings shall be valid. Any objection made in due time shall be referred to the chairman whose decision shall be final and conclusive.
- 23 A vote given or poll demanded by the duly authorised representative of a member organisation shall be valid notwithstanding the previous determination of the authority of the person voting or demanding a poll unless notice of the determination was received by the charity at the office before the commencement of the meeting or adjourned meeting at which the vote is given or the poll demanded or (in the case of a poll taken otherwise than on the same day as the meeting or adjourned meeting) the time appointed for taking the poll.
- 24 Any organisation which is a member of the charity may by resolution of its council or other governing body authorised such person as it thinks fit to act as its representative at any meeting of the company, and the person so authorised shall be entitled to exercise the same powers on behalf of the organisation which he represents as the organisation could exercise if it were an individual member of the company.

Board of Trustees.

- 25 Members of the Board of Trustees shall not be less than three but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum).
- 26 The Trustees may be any member of the public, or any representative nominated by voting member and elected at the Annual General Meeting, provided no organisation is allow to have more than one person at the Board.
- 27 The first Trustees shall be those persons named in the statement delivered pursuant to section 10(2) of the Act, who shall be deemed to have been appointed under the articles. Future Trustees shall be appointed as provided subsequently in the articles.

Powers of Trustees.

- 28 Subject to the provisions of the Act, the memorandum and the articles and to any directions given by special resolution, the business of the Charity shall be managed by the Trustees who may exercise all the powers of the Trustee. No alteration of the memorandum or the articles and no such direction shall invalidated any prior act of the Trustees which would have been valid if that alteration had not been made or that direction had not been given. The powers given by this articles shall not be limited by any special power given to the Trustees by the articles and a meetings of Trustees at which a quorum is present may exercise all the powers exercisable by the Trustees.
- 29 In addition to all powers hereby expressly conferred upon them and without detracting from the generality of their powers under the articles the Trustees shall have the following powers. Namely:
- 29.1 To expend the funds for the charity in such manner as they shall consider most beneficial for the achievement of the objects and to invest in the name of the charity such funds as they may see fit and to direct the sale or transposition of any such sale in furtherance of the company's objects.
- 29.2 To enter into contracts on behalf of company.

Appointment and retirement of Trustees.

- 30 At the first Annual General Meetings all the Trustees shall retire from office, and at every subsequent Annual General Meetings one-third of the Trustees who are subject to

- retirement by rotation or, if their numbers is not three or multiple of three, the number nearest to one-third shall retire from office but if there is only one Trustee who is subject to retirement by rotation, he shall retire.
- 31 Subject to the provision of the Act, the Trustees to retire by rotation shall be those who have been longest in office since their last appointment or reappointment but as between persons who become or were last reappointed Trustees on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.
- 32 If the charity at the meeting at which a Trustee retires by rotation, does not fill the vacancy the retiring Trustee shall, if willing to act, be deemed to have reappointed unless at the meeting it is resolved not to fill the vacancy or unless a resolution for the reappointment of the Trustee is put to the meetings and lost.
- 33 No person other than a trustee retiring by rotation shall be appointed or reappointed a Trustee at any general meeting unless:
- 33.1 He/she is recommended by the Trustee; or not less than fourteen nor more than thirty-five clear days before the date appointed for the meeting, notice executed by a member qualified to vote at the meeting has been given to the Charity of the intention to propose that person for appointment or reappointment stating the particulars which would, if he were so appointed or reappointed, be required to be included in the charity register of Trustees together with a notice executed by that person of his willingness to be appointed or reappointed.
- 34 No person may be appointed as a Trustee:
- 34.1 Unless he/she attained the age of 18 years; or
- 34.2 In circumstance such that, had he/she already been a Trustee, would have been disqualified from acting under the provisions of Article 39.
- 35 Not less than seven nor more than twenty-eight clear days before the date appointed for holding a general meeting notice shall be given to all person who are entitled to received notice of meeting of any person (other than a Trustee retiring by rotation at the meeting) who is recommended by them the Trustees for appointment or reappointed as a Trustee at the meeting or in respect of whom notice has been duly given to the Charity of the intention to propose him/her at the meeting for appointment or reappointment as a Trustee. The notice shall give the particulars of that person which would, if he/she were so appointed or reappointed, be required to be included in Charity register of Trustees.
- 36 Subject as aforesaid, the Charity may by ordinary resolution appoint a person who is willing to act to be a Trustee either to fill a vacancy or as an additional Trustee and may also determine the rotation in which any additional Trustee are to retire.
- 37 The Trustees may appoint a person who is willing to act to be a Trustee either to fill a vacancy or as an additional Trustee provided that the appointment does not cause the numbers of the Trustee to exceed any number fixed by or in accordance with the articles as the maximum number of Trustees. A Trustee so appointed shall hold office only until the next following Annual General Meeting and shall not be taken into account in determining the Trustees who are to retire by rotation at the meeting. If not reappointed at such Annual General Meeting, he/she shall vacate office at the conclusion thereof.
- 38 Subject as aforesaid, a Trustee who retires at an Annual General Meeting may, if willing to act be reappointed.
- 39 **Disqualification and removal of Trustees.**
Trustee shall cease to hold office if he/she
- 39.1 Ceases to be a Trustee by virtue of any provision in the Act or is disqualified from acting as a Trustee by virtue of section 45 of the charity Act 1992 (or any statutory re-enactment or modification of that provision);
- 39.2 Becomes incapable by reason of mental disorder, illness or injury of managing and administering his own affairs;
- 39.3 Resigns his/her office by notice to the Charity (but only if at least two Trustees will remain in office when the notice of resignation is to take effect); or
- 39.4 Is absent without the permission of the Trustee from their meetings held within a period of six months and the Trustees resolve that his/her office be vacated.
- 40 **Trustees expenses**
The Trustees may be paid all reasonably travelling, hotel and other expenses properly incurred by them in connection with their attendance at meetings of Trustees or general

meetings or otherwise in connection with the discharge of their duties, but shall otherwise be paid no remuneration.

41 Trustees' appointments

Subject to the provisions of the Act and to clause 5 of the memorandum, the Trustees may appoint any member to remunerated office of Managing Trustee under the charity. Any such appointment may be made upon such terms as the Trustees determine. The Managing Trustee or the Trustee holding any other executive office shall not be subject to retirement by rotation.

42 Except to the extent permitted by clause 5 of the memorandum, no Trustee shall take or hold any interest in property belonging to the company.

43 Proceedings of Trustees.

Subject to the provisions of the articles, the Trustees may regulate their proceedings as they think fit. A Trustee may, and the Secretary at the request of a Trustee shall, call a meeting of the Trustees. It shall not be necessary to give notice of a meeting to a Trustee who is absent from the United Kingdom. Questions arising at a meeting shall be decided by a majority votes. In the case of an equality of votes, the Chair Person shall have a second or casting vote.

44 The quorum for the transaction of the business of the Trustees may be fixed by the Trustees but shall not be less than one-third of the number or four Trustees, whichever is greater.

45 The Trustee may act notwithstanding any vacancies in their number but, if the number of Trustees is less than number fixed as the quorum, the continuing Trustees or Trustee may act only for the purpose of filling vacancies or of calling a General Meeting.

46 The Trustee may appoint one of their numbers to be the chairman of their meetings and may at any time remove him/her from that office. Unless he/she is unwilling to do so, the Trustee so appointed shall preside at every meeting of the Trustees at which he/she is present. But if there is no Trustee holding that office, or if the Trustee holding it is unwilling to preside or is not present within five minutes after the time appointed for the meeting, the Trustees present may appoint one of their number to be chairman of the meeting.

47 The Trustees may appoint one or more subcommittees consisting of three or more Trustees for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Trustees would be more conveniently undertaken or carried out by a subcommittee: provided that all acts and proceedings of any such subcommittees shall be fully and promptly reported to the Trustees.

48 All acts done by a meeting of Trustees, or of a committee of Trustees, shall, notwithstanding that it be afterwards discovered that there was a defect in the appointment of any Trustee or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be Trustee and had been entitled to vote.

49 A resolution in writing, signed by all the Trustees entitled to receive notice of a meeting of Trustees or of a committee of the Trustees, shall be as valid and effective as if it has been passed at a meeting of Trustees or (as the case may be) a committee of Trustees duly convened and held. Such a resolution may consist of several documents in the same form each signed by one or more of the Trustees.

50 Any bank account in which any part of the assets of the charity is deposited shall be operated by Trustees and shall indicate the name of the charity. Two or more of the Trustees shall sign all cheques and others for the payment of money from such account.

51 Secretary.

Subject to the provisions of the Act, the Secretary shall be appointed by the Trustees for such term, at such remuneration (if not a Trustee) and upon such conditions as they may think fit; and any secretary so appointed may be removed by them.

52 Minutes.

The Trustees shall keep minutes in books kept for the purpose:

52.1 Of all appointments of officers made by the Trustees; and

52.2 Of all proceedings at meetings of the charity and of the Trustees including the names of the Trustees present at each meeting.

- 53 The seal.**
The seal shall only be used by the authority of the Trustees authorise by the Trustees. The Trustees may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by a Trustee and by the Secretary or by a second Trustee.
- 54 Annual report**
The Board of Trustees shall comply with their obligations under the charity Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.
- 55 Accounts.**
Accounts shall be prepared in accordance with the provisions of part vii of the Act.
- 56 Annual report**
The Trustees shall comply with their obligations under the Charity Act 1985 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.
- 57 Annual return**
The Trustees shall comply with their obligations under the Charity Act 1985 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners.
- 58 Notices**
Any notice to be given to or by any person pursuant to the articles shall be in writing except that a notice calling a meeting of the Trustees need not be in writing.
- 59** The charity may give any notice to members either personally or by sending it by post in a prepaid envelope addressed to the member at his/her registered address or by leaving it at that address. A member whose registered address is not within the united Kingdom and who give to the Charity an address within the United Kingdom at which notices may be given to him/her shall be entitled to have notices given to him/her at that address but otherwise no such member shall be entitled to receive any notice from the company.
- 60** A member present in person at any meeting of the charity shall be deemed to have received notice of the meeting and, where necessary, of the purpose for which it was called.
- 61** Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of forty-eight hours after the envelope containing it was posted.
- 62 Indemnity.**
Subject to the provision of the Act every Trustee or other officer or auditor of the charity shall be indemnified out of the assets of Charity against any liability incurred by him/her in that capacity in defending any proceedings, whether civil or criminal in which judgement is given in his/her favour or in which he/she is acquitted or in connection with any application in which relief is granted to him/her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the company.
- 63 Rules**
The Trustees may from time to time make such rules or bye laws as they may deem necessary or expedient or convenient for the proper conduct and management of the charity and for the purposes of prescribing classes of and conditions of membership, and in particular but without prejudice to the generality of the foregoing, they may be such rules or bye laws regulate:
- 63.1** The admission and classification of members of the Charity (including the admission of organisations to membership) and the rights and privileges of such members and the condition of members and the terms on which members may resign or have their membership terminated and the entrance fees, subscriptions and other fees payments to be made by members;
- 63.2** The conduct of members of the Charity in relation to one another and to the Charity servants;
- 63.3** The setting aside of the whole or any part or parts of the Charity premises at any particular time or times or for any particular purpose or purposes;
- 63.4** The procedure at general meetings and meetings of the Charity and committees of the Trustees in so far as such procedure is not regulated by the articles;

- 63.5 Generally, all such matters as are commonly the subject matter of Charity law.
- 64 The Charity in general meeting shall have power to alter, add to or repeal the rules or bye laws and the Trustees shall adopt such means as they think sufficient to bring to the notice of the members of the Charity all such rules or bye laws which shall be binding on all members of the company. Provided that no rule or bye law shall be inconsistent with, or shall affect or repeal any thing contained in, the memorandum of the articles

We the subscribers of these Articles of Association wish to be formed into a company pursuant to these Articles

NAME: Grace Fredrick

Address: 61 Creukhorne Road, London, NW10 9DJ

SIGNATURE: 

Date: 1/7/2009

NAME: Pamela Happiness Amagboruju

Address: 37 Lancelot Road, Wembley,
Middlesex, HA0 2AL

SIGNATURE: 

Date: 1/7/2009

NAME: Hindatu Yvonne Comma

Address: 63B Chaplin Road, London NW2 5PS

SIGNATURE: 

Date: 1/7/2009

Witness to the above Signatures on this date:

Name: Cleve McCollin

Address: 38 Lewin Road, Streatham, London, SW16 6JR

Sign: 

Date: 1/7/2009



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

Abba Kids

Proposed Registered Office

(PO Box numbers only, are not acceptable)

61 Creukhorne Road,

Post town London

County / Region

Postcode NW10 9DJ

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 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

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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
or LP - 4 Edinburgh 2

Company Secretary (see notes 1-5)

Company name		Abba Kids	
NAME	*Style / Title	Ms	*Honours etc
Forename(s)		Grace	
Surname		FredrickS	
Previous forename(s)			
Previous surname(s)			
Address ^{††}		61 Creukhorne Road,	
Post town		London	
County / Region			Postcode NW10 9DJ
Country		England	

^{††} 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.

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

Consent signature

Date

1/7/09

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME	*Style / Title	Ms	*Honours etc
Forename(s)		Grace	
Surname		FredrickS	
Previous forename(s)			
Previous surname(s)			
Address ^{††}		61 Creukhorne Road,	
Post town		London	
County / Region			Postcode NW10 9DJ
Country		England	

^{††} 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.

Day Month Year

Date of birth

0 1 0 9 1 9 6 0

Nationality

British

Business occupation

Civil Servant

Other directorships

Hydra Cleaning Company Ltd

Rock Livinghomes Ltd

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

Consent signature

Date

1st July 2009

Company Secretary (see notes 1-5)**Form 10 Continuation Sheet**

CHWP000

Company Name

Abba Kids

NAME *Style / Title

*Honours etc

* Voluntary details

Forename(s)

Surname

Previous forename(s)

Previous surname(s)

Address †

† 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

Post town

County / Region

Postcode

Country

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

Consent signature

Date

Directors (see notes 1-5)

Please list directors in alphabetical order

NAME *Style / Title

Ms

*Honours etc

Forename(s)

Pamela Happiness

Surname

Amagboruju

Previous forename(s)

Previous surname(s)

Address †

† 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

37 Lancelot Road

Wembley

Post town

London

County / Region

Postcode

HA0 2AL

Country

England

Day Month Year

Date of birth

0 1 0 1 1 9 6 5

Nationality

British

Business occupation

Civil Servant

Other directorships

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

Consent signature

Date

1-7-09



30(5)(a)

Please complete in typescript,
or in bold black capitals.

CHWP000

Declaration on application for registration of a company exempt from the requirement to use the word "limited" or "cyfyngedig"

Company Name in full

Abba Kids

I, Grace Fredrick

of 61 Creukhorne Road, London NW10 9DJ

† Please delete as appropriate.

a [Solicitor engaged in the formation of the company][person named as
director or secretary of the company in the statement delivered under
section 10 of the Companies Act 1985]†do solemnly and sincerely declare
that the company complies with the requirements of section 30(3) of the
Companies Act 1985.

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

Day Month Year

on

● Please print name.

before me ●

Signed

Date

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.

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

Gopal Gupta
Solicitors & Notary Public
99 Harlesden High Street
London NW10 4TS
Tel: 020 8838 0008

DX number

DX exchange

Companies House receipt date barcode

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Form revised June 1998

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for companies registered in Scotland

DX 235 Edinburgh
or LP - 4 Edinburgh 2



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

Abba Kids

61 Creukhorne Road, London, NW10 9DJ

I, Grace FredrickS

of 61 Creukhorne Rd, NW10 9DJ

† Please 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 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

Grace FredrickS

Declared at

61 Creukhorne Rd, London NW10 9DJ

Day Month Year

On

1 0 7 2 0 0 9

Signed by

GRACE FREDRICKS

● Please print name.

before me ●

GUPAL GUPTA

Signed

Gopal Gupta

Date

10-7-09

† 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.

Solicitors & Notary Public

99 Harlesden High Street

London NW10 4TS

Tel: 020 8838 0008

Tel

DX number

DX exchange

Companies House receipt date barcode

**This form has been provided free of charge
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Form revised 10/03

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