



**FILE COPY**

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

Company No. 7318708

The Registrar of Companies for England and Wales, hereby certifies that

**ABBROOK PARK (2010) LIMITED**

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by guarantee, and the situation of its registered office is in England/Wales

Given at Companies House on **19th July 2010**



**\*N07318708L\***



**Companies House**  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



IN01

Application to register a company



iris  
LASERFORM

000004/50

A fee is payable with this form.  
Please see 'How to pay' on the last page

✓ **What this form is for**  
You may use this form to register a  
private or public company

✗ **What this form is NOT for**  
You cannot use this form to register  
a limited liability partnership. To do  
this, please use form LL IN01

TUESDAY SATURDAY



A12 17/07/2010 360  
COMPANIES HOUSE  
A39 13/07/2010 7  
COMPANIES HOUSE  
A21 08/07/2010 124  
COMPANIES HOUSE

Part 1 Company details

→ **Filling in this form**  
Please complete in typescript or in  
bold black capitals  
  
All fields are mandatory unless  
specified or indicated by \*

A1 Company details

Please show the proposed company name below

Proposed company name in full ①

ABBROOK PARK (2010) LIMITED

For official use

① **Duplicate names**  
Duplicate names are not permitted. A  
list of registered names can be found  
on our website. There are various rules  
that may affect your choice of name.  
More information is available at  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

A2 Company name restrictions ②

Please tick the box only if the proposed company name contains sensitive  
or restricted words or expressions that require you to seek comments of a  
government department or other specified body

☐ I confirm that the proposed company name contains sensitive or restricted  
words or expressions and that approval, where appropriate, has been  
sought of a government department or other specified body and I attach a  
copy of their response

② **Company name restrictions**  
A list of sensitive or restricted words  
or expressions that require consent  
can be found in guidance available  
on our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

A3 Exemption from name ending with 'Limited' or 'Cyfyngedig' ③

Please tick the box if you wish to apply for exemption from the requirement to  
have the name ending with 'Limited', 'Cyfyngedig' or permitted alternative

☐ I confirm that the above proposed company meets the conditions for  
exemption from the requirement to have a name ending with 'Limited',  
'Cyfyngedig' or permitted alternative

③ **Name ending exemption**  
Only private companies that are  
limited by guarantee and meet other  
specific requirements are eligible to  
apply for this  
For more details, please go to our  
website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

A4 Company type ④

Please tick the box that describes the proposed company type and members'  
liability (only one box must be ticked)

☐ Public limited by shares  
☐ Private limited by shares  
☒ Private limited by guarantee  
☐ Private unlimited with share capital  
☐ Private unlimited without share capital

④ **Company type**  
If you are unsure of your company's  
type, please go to our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)



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**A5**

## Situation of registered office ①

Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked)

- ☒ England and Wales  
☐ Wales  
☐ Scotland  
☐ Northern Ireland

### ① Registered office

Every company must have a registered office and this is the address to which the Registrar will send correspondence

For England and Wales companies, the address must be in England or Wales

For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively

**A6**

## Registered office address ②

Please give the registered office address of your company

Building name/number

CASA MIA

Street

NEW PARK ROAD

KINGSTEIGNTON

Post town

NEWTON ABBOT

County/Region

DEVON

Postcode

T Q 1 2 3 J J

### ② Registered office address

You must ensure that the address shown in this section is consistent with the situation indicated in section A5

You must provide an address in England or Wales for companies to be registered in England and Wales

You must provide an address in Wales, Scotland or Northern Ireland for companies to be registered in Wales, Scotland or Northern Ireland respectively

**A7**

## Articles of association ③

Please choose one option only and tick one box only

Option 1

I wish to adopt one of the following model articles in its entirety Please tick only **one** box

- ☐ Private limited by shares  
☐ Private limited by guarantee  
☐ Public company

Option 2

I wish to adopt the following model articles with additional and/or amended provisions I attach a copy of the additional and/or amended provision(s) Please tick only **one** box

- ☐ Private limited by shares  
☐ Private limited by guarantee  
☐ Public company

Option 3

☒ I wish to adopt entirely bespoke articles I attach a copy of the bespoke articles to this application

③ For details of which company type can adopt which model articles, please go to our website [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**A8**

## Restricted company articles ④

Please tick the box below if the company's articles are restricted

☐

④ Restricted company articles Restricted company articles are those containing provision for entrenchment For more details, please go to our website [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)



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Application to register a company

**Part 2****Proposed officers**

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1, For a corporate secretary, go to Section C1, For a director who is an individual, go to Section D1, For a corporate director, go to Section E1.

**Secretary****B1****Secretary appointments ①**

Please use this section to list all the secretary appointments taken on formation.  
For a corporate secretary, complete Sections C1-C5.

Title *	MR
Full forename(s)	MARK
Surname	HARVEY
Former name(s) ②	

**① Corporate appointments**

For corporate secretary appointments, please complete section C1-C5 instead of section B.

**Additional appointments**

If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page.

**② Former name(s)**

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

**B2****Secretary's service address ③**

Building name/number	CASA MIA
Street	NEW PARK ROAD
	KINGSTEIGNTON
Post town	NEWTON ABBOT
County/Region	DEVON
Postcode	T Q 1 2 3 J J
Country	UK

**③ Service address**


This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of secretaries as the company's registered office.

If you provide your residential address here it will appear on the public record.

**B3****Signature ④**

I consent to act as secretary of the proposed company named in Section A1.

Signature	Signature X  X
-----------	--

**④ Signature**

The person named above consents to act as secretary of the proposed company.



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Application to register a company

**Corporate secretary****C1****Corporate secretary appointments ①**

Please use this section to list all the corporate secretary appointments taken on formation

Name of corporate body/firm

Building name/number

Street

Post town

County/Region

Postcode

Country

**① Additional appointments**

If you wish to appoint more than one corporate secretary, please use the 'Corporate secretary appointments' continuation page

**Registered or principal address**

This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

**C2****Location of the registry of the corporate body or firm**

Is the corporate secretary registered within the European Economic Area (EEA)?

→ **Yes** Complete **Section C3** only→ **No** Complete **Section C4** only**C3****EEA companies ②**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/firm is registered ③

Registration number

**② EEA**A full list of countries of the EEA can be found in our guidance [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)**③** This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)**C4****Non-EEA companies**

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the corporate body or firm

Governing law

If applicable, where the company/firm is registered ④

Registration number

**④ Non-EEA**

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

**C5****Signature ⑤**I consent to act as secretary of the proposed company named in **Section A1**

Signature

Signature

X

X

**⑤ Signature**

The person named above consents to act as corporate secretary of the proposed company



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## Director

D1

## Director appointments ①

Please use this section to list all the director appointments taken on formation  
For a corporate director, complete Sections E1-E5

Title *	MR
Full forename(s)	MARK
Surname	HARVEY
Former name(s) ②	
Country/State of residence ③	UK
Nationality	BRITISH
Date of birth	<div> <div>d</div> <div>2</div> <div>d</div> <div>1</div> <div>m</div> <div>0</div> <div>m</div> <div>5</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>7</div> <div>y</div> <div>0</div> </div>
Business occupation (if any) ④	

## ① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

## ② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

## ③ Country/State of residence

This is in respect of your usual residential address as stated in section D4.

## ④ Business occupation

If you have a business occupation, please enter here. If you do not, please leave blank.

## Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2

## Director's service address ⑤

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	CASA MIA
Street	NEW PARK ROAD
	KINGSTEIGNTON
Post town	NEWTON ABBOT
County/Region	DEVON
Postcode	<div> <div>T</div> <div>Q</div> <div>1</div> <div>2</div> <div>3</div> <div>J</div> <div>J</div> </div>
Country	UK

## ⑤ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

D3

## Signature ⑥

I consent to act as director of the proposed company named in Section A1.

Signature	<div>Signature</div> <div>X</div> <div>M Harvey</div> <div>X</div>
-----------	--

## ⑥ Signature

The person named above consents to act as director of the proposed company.



IN01

Application to register a company

## Director

D1

## Director appointments ①

Please use this section to list all the director appointments taken on formation  
For a corporate director, complete Sections E1-E5.

Title *	MRS
Full forename(s)	DOROTHY
Surname	HARVEY
Former name(s) ②	
Country/State of residence ③	UK
Nationality	BRITISH
Date of birth	d 1 d 8 m 5 m y 1 y 9 y 6 y 0
Business occupation (if any) ④	

## ① Appointments

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

## ② Former name(s)

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

## ③ Country/State of residence

This is in respect of your usual residential address as stated in Section D4.

## ④ Business occupation

If you have a business occupation, please enter here. If you do not, please leave blank.

## Additional appointments

If you wish to appoint more than one director, please use the 'Director appointments' continuation page.

D2

## Director's service address ⑤

Please complete the service address below. You must also fill in the director's usual residential address in Section D4.

Building name/number	CASA MIA
Street	NEW PARK ROAD KINGSTEIGNTON
Post town	NEWTON ABBOT
County/Region	DEVON
Postcode	T Q 1 2 3 J J
Country	UK

## ⑤ Service address

This is the address that will appear on the public record. This does not have to be your usual residential address.

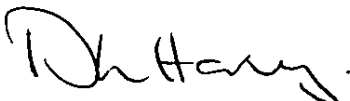
Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.

If you provide your residential address here it will appear on the public record.

D3

## Signature ⑥

I consent to act as director of the proposed company named in Section A1.

Signature	Signature X  X
-----------	--

## ⑥ Signature

The person named above consents to act as director of the proposed company.



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Application to register a company

**Corporate director****E1****Corporate director appointments ①**

Please use this section to list all the corporate directors taken on formation

Name of corporate  
body or firm

Building name/number

Street

Post town

County/Region

Postcode

Country

**① Additional appointments**

If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page

**Registered or principal address**

This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

**E2****Location of the registry of the corporate body or firm**

Is the corporate director registered within the European Economic Area (EEA)?

→ **Yes** Complete **Section E3** only→ **No** Complete **Section E4** only**E3****EEA companies ②**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/  
firm is registered ③

Registration number

**② EEA**A full list of countries of the EEA can be found in our guidance [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)**③** This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)**E4****Non-EEA companies**

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the  
corporate body  
or firm

Governing law

If applicable, where  
the company/firm is  
registered ④If applicable, the  
registration number**④ Non-EEA**

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

**E5****Signature ⑤**I consent to act as director of the proposed company named in **Section A1**

Signature

Signature

X

X

**⑤ Signature**

The person named above consents to act as corporate director of the proposed company



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**Part 3 Statement of capital**

Does your company have share capital?

→ **Yes** Complete the sections below→ **No** Go to **Part 4 (Statement of guarantee)****F1 Share capital in pound sterling (£)**

Please complete the table below to show each class of shares held in pound sterling

If all your issued capital is in sterling, only complete **Section F1** and then go to **Section F4**

Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
				£
				£
				£
				£
<b>Totals</b>				£

**F2 Share capital in other currencies**

Please complete the table below to show any class of shares held in other currencies

Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
<b>Totals</b>				

Currency				
Class of shares (E g Ordinary/Preference etc )	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
<b>Totals</b>				

**F3 Totals**

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares	
Total aggregate nominal value ④	

**④ Total aggregate nominal value**  
Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc

① Including both the nominal value and any share premium

③ Number of shares issued multiplied by nominal value of each share

② Total number of issued shares in this class

**Continuation Pages**

Please use a Statement of Capital continuation page if necessary



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Application to register a company

**F4**

**Statement of capital** (Prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1 and F2**

Class of share

Prescribed particulars

1

**1 Prescribed particulars of rights attached to shares**

The particulars are

- a particulars of any voting rights, including rights that arise only in certain circumstances,
- b particulars of any rights, as respects dividends, to participate in a distribution,
- c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
- d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares

A separate table must be used for each class of share

**Continuation pages**

Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary



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## Application to register a company

Class of share		
<b>Prescribed particulars</b> <b>1</b>		<p><b>1 Prescribed particulars of rights attached to shares</b></p> <p>The particulars are</p> <ul style="list-style-type: none"><li>a particulars of any voting rights, including rights that arise only in certain circumstances,</li><li>b particulars of any rights, as respects dividends, to participate in a distribution,</li><li>c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and</li><li>d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares</li></ul> <p>A separate table must be used for each class of share</p> <p><b>Continuation pages</b></p> <p>Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary</p>



# IN01

## Application to register a company

**F5**

### Initial shareholdings

This section should only be completed by companies incorporating with share capital

Please complete the details below for each subscriber

The addresses will appear on the public record. These do not need to be the subscribers' usual residential address

#### Initial shareholdings

Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

Subscriber's details	Class of share	Number of shares	Currency	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						



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Application to register a company

**Part 4****Statement of guarantee**

Is your company limited by guarantee?

→ **Yes** Complete the sections below→ **No** Go to **Part 5** (Statement of compliance)**G1****Subscribers**

Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below

I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for

- payment of debts and liabilities of the company contracted before I cease to be a member,
- payment of costs, charges and expenses of winding up, and,
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below

**1 Name**

Please use capital letters

**2 Address**

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address

**3 Amount guaranteed**

Any valid currency is permitted

**Continuation pages**

Please use a 'Subscribers' continuation page if necessary

**Subscriber's details**

Forename(s) <b>1</b>	MARK									
Surname <b>1</b>	HARVEY									
Address <b>2</b>	CASA MIA, NEW PARK ROAD, KINGSTEIGNTON									
	NEWTON ABBOT, DEVON									
Postcode	T	Q	1	2	3	J	J			
Amount guaranteed <b>3</b>	£1 00									

**Subscriber's details**

Forename(s) <b>1</b>	DOROTHY									
Surname <b>1</b>	HARVEY									
Address <b>2</b>	CASA MIA, NEW PARK ROAD, KINGSTEIGNTON									
	NEWTON ABBOT, DEVON									
Postcode	T	Q	1	2	3	J	J			
Amount guaranteed <b>3</b>	£1 00									

**Subscriber's details**

Forename(s) <b>1</b>										
Surname <b>1</b>										
Address <b>2</b>										
Postcode										
Amount guaranteed <b>3</b>										



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Application to register a company

**Subscriber's details**

Forename(s) ①

Surname ①

Address ②

Postcode

Amount guaranteed ③

**Subscriber's details**

Forename(s) ①

Surname ①

Address ②

Postcode

Amount guaranteed ③

**Subscriber's details**

Forename(s) ①

Surname ①

Address ②

Postcode

Amount guaranteed ③

**Subscriber's details**

Forename(s) ①

Surname ①

Address ②

Postcode

Amount guaranteed ③

**Subscriber's details**

Forename(s) ①

Surname ①

Address ②

Postcode

Amount guaranteed ③

**① Name**

Please use capital letters

**② Address**

The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.

**③ Amount guaranteed**

Any valid currency is permitted

**Continuation pages**

Please use a 'Subscribers' continuation page if necessary



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Application to register a company

**Part 5****Statement of compliance**

This section must be completed by all companies



Is the application by an agent on behalf of all the subscribers?

→ **No** Go to **Section H1** (Statement of compliance delivered by the subscribers)→ **Yes** Go to **Section H2** (Statement of compliance delivered by an agent)**H1****Statement of compliance delivered by the subscribers ①**

Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association

I confirm that the requirements of the Companies Act 2006 as to registration have been complied with

**① Statement of compliance delivered by the subscribers**  
Every subscriber to the memorandum of association must sign the statement of compliance

Subscriber's signature	Signature  <b>X</b> MARK HARVEY	<b>X</b>
Subscriber's signature	Signature  <b>X</b> DOROTHY HARVEY	<b>X</b>
Subscriber's signature	Signature <b>X</b>	<b>X</b>
Subscriber's signature	Signature <b>X</b>	<b>X</b>
Subscriber's signature	Signature <b>X</b>	<b>X</b>
Subscriber's signature	Signature <b>X</b>	<b>X</b>
Subscriber's signature	Signature <b>X</b>	<b>X</b>
Subscriber's signature	Signature <b>X</b>	<b>X</b>



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Subscriber's signature	Signature X	X	<b>Continuation pages</b> Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature X	X	
Subscriber's signature	Signature X	X	

**H2**

**Statement of compliance delivered by an agent**

Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association

Agent's name		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with	
Agent's signature	Signature X	X



# IN01

## Application to register a company



### Presenter information

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

Contact name SAC/JSE/HARVEY

Company name WBW

Address CHURCH HOUSE

QUEEN STREET

Post town NEWTON ABBOT

County/Region DEVON

Postcode T Q 1 2 2 Q P

Country UK

DX

Telephone 016260202410



### Certificate

We will send your certificate to the presenter's address (shown above) or if indicated to another address shown below.

- ☐ At the registered office address (Given in Section A6)  
☐ At the agent's address (Given in Section H2)



### Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ You have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website.
- ☐ If the name of the company is the same as one already on the register as permitted by The Company and Business Names (Miscellaneous Provisions) Regulations 2008, please attach consent.
- ☐ You have used the correct appointment sections.
- ☐ Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number.
- ☐ The document has been signed, where indicated.
- ☐ All relevant attachments have been included.
- ☐ You have enclosed the Memorandum of Association.
- ☐ You have enclosed the correct fee.



### Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses.



### How to pay

A fee of £20 is payable to Companies House to register a company.

Make cheques or postal orders payable to 'Companies House'.



### Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

**For companies registered in England and Wales:**  
The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

**For companies registered in Scotland:**  
The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post)

**For companies registered in Northern Ireland:**  
The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 N R Belfast 1

### Section 243 exemption

If you are applying for, or have been granted a section 243 exemption, please post this whole form to the different postal address below:  
The Registrar of Companies, PO Box 4082,  
Cardiff, CF14 3WE



### Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)



This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)



## COMPANY NOT HAVING A SHARE CAPITAL

### Memorandum of association of ABBROOK PARK (2010) LIMITED

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company

<i>Name of each subscriber</i>	<i>Authentication by each subscriber</i>
MARK HARVEY	
DOROTHY HARVEY	

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Dated 2/7/2010



# **THE COMPANIES ACT 2006**

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## **COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL**

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### **ARTICLES OF ASSOCIATION OF ABBROOK PARK (2010) LIMITED**

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#### **INTERPRETATION**

- 1.1 The following terms shall for the purposes of these Articles bear the meanings set opposite them:

the Act	the Companies Act 2006 and as further modified by any statutory modification or re-enactment for the time being in force;
Articles	these Articles of Association;
Chairman	the person elected from time to time in accordance with these Articles as the chairman of the Club;
clear days	a period of days exclusive of the day on which a notice is served or deemed to be served and of the day for which it is given;
Club	the above named company;
Company Secretary	such person as the Board appoints as company secretary from time to time;
directors or the Board	the Board of the Club the members of which are the directors of the Club for the purposes of the Act;
electronic form	has the same meaning as in the Companies Act 2006;



general meeting	an annual or an extraordinary general meeting of the Club;
hard copy form	has the same meaning as in the Companies Act 2006;
Life Member	a member who is appointed as a life member pursuant to Article 10(e);
members	the persons admitted into membership of the Club in accordance with Article 3 and any Rules from time to time in force;
Rules	the rules and regulations of the Club made by the Board or the Club in general meeting and amended from time to time;
Secretary	the secretary of the Club appointed from time to time in accordance with these Articles who shall be the company secretary for the purposes of the Act or such other person as the directors of the Board shall direct;
the Office	the registered office of the Club;
Voting Members	the members of the Club who, under the Rules from time to time in force, are entitled to receive notice of, attend and vote at general meetings and who shall be the members of the Club for the purposes of the Act;
Website	the Club's website or such other successor website as is notified to the members from time to time (if any)

1.2 Words importing the singular number only shall include the plural number, and vice versa. Words importing the masculine gender only shall include the feminine gender. Words importing persons shall include corporations.

1.3 Subject as aforesaid, any words or expressions defined in the Act or any statutory modification thereof in force at the date on which these Articles become binding on the Club shall, if not inconsistent with the subject or context, bear the same meanings in these Articles.



## **OBJECTS**

2. The Club is established for the purposes expressed in the Memorandum of Association of the Club.

## **LIABILITY OF MEMBERS**

3. The liability of each member is limited to £1, being the amount that each member undertakes to contribute to the assets of the company in the event of its being wound up while he is a member or within one year after he ceases to be a member, for:
  - (a) payment of the company's debts and liabilities contracted before he ceases to be a member,
  - (b) payment of the costs, charges and expenses of winding up, and
  - (c) adjustment of the rights of the contributories among themselves.

## **MEMBERSHIP**

4. The subscribers to the Memorandum of Association of the Club and such other persons as are admitted to membership by the Board in accordance with these Articles, shall be the members of the Club. Every person who wishes to become a member shall deliver to the Club an application for membership in such form as the Board requires executed by him. The provisions of the Act shall be observed by the Club and every member shall either sign a written consent to become a member or sign the register of members on becoming a member.

For the purposes of registration the number of members is declared to be unlimited, and:

- (a) Membership of the Club shall be open to anyone interested in the sport on application regardless of sex, age, disability, ethnicity, nationality, sexual orientation, religion or other beliefs. However, limitation of membership according to available facilities is allowable on a non-discriminatory basis;
- (b) The Club may have different classes of membership and subscription on a non-discriminatory and fair basis. The Club will keep subscriptions at levels that will not pose a significant obstacle to people participating; and
- (c) The Board may refuse membership, or remove it, only for good cause such as conduct or character likely to bring the Club or sport into disrepute. Appeal against refusal or removal may be made to the members.



5. A member may withdraw from membership of the Club on seven clear days' notice to the Club. Membership shall not be transferable in any event and shall cease immediately on death or dissolution or on the failure of the member to comply or to continue to comply with any condition of membership set out in these Articles or the Rules.
6. All members shall be subject to the Rules.
7. Subject to Article 3(b), the Board may from time to time fix the levels of entrance fees and annual subscriptions to be paid by the different categories of members.
8. The members shall pay any reasonable entrance fees and annual subscription set by the Board. Any member whose subscription fee is more than [three months] in arrears shall be deemed to have resigned his membership of the Club.
9. Any person ceasing to be a member forfeits all rights in relation to and claims upon the Club, its property and its funds and has no right to the return of any part of his subscription. The Board may refund an appropriate part of a resigning member's subscription if it considers it appropriate taking account of all the circumstances.

#### **GENERAL MEETINGS**

10. The Club shall hold a general meeting in every calendar year as its annual general meeting at such time and place as may be determined by the Board, and shall specify the meeting as such in the notices calling it.
11. The annual general meeting shall be held for the following purposes:
  - (a) to receive from the Board accounts, pursuant to Article 58;
  - (b) to receive from the Board a report of the activities of the Club since the previous annual general meeting;
  - (c) to appoint the Club's auditors or accountants;
  - (d) to announce the election (as appropriate) of the Chairman, Vice-Chairman, and the Directors to be appointed in accordance with these Articles; and
  - (e) to transact such other business as may be brought before it by the Board (including without limitation the appointment of Life Members (in recognition of outstanding contribution or long service to the Club)).



12. All general meetings, other than annual general meetings, shall be called extraordinary general meetings.
13. The Board may call general meetings and, on the requisition of one-tenth of the Voting Members in hard copy form, shall forthwith proceed to convene an extraordinary general meeting for a date not later than eight weeks after receipt of the requisition. Such requisition must state the object of the meeting. If there are not within Great Britain sufficient directors to call a general meeting, any director or the Secretary may call a general meeting.
14. There shall be given at least 21 clear days' notice of every annual general meeting and of every extraordinary general meeting called for the passing of a special resolution and 14 clear days' notice of every other extraordinary general meeting, specifying the place, the day and the hour of the meeting, and in the case of special business the general nature of that business, to such persons (including, if any, the auditors) as are under these Articles or under the Act entitled to receive such notices from the Club.
15. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceedings, at that meeting.

### **PROCEEDINGS AT GENERAL MEETINGS**

16. All business transacted at an extraordinary general meeting, and all that is transacted at an annual general meeting with the exception of the business set out in Article 10(a) to (d) shall be deemed special business.
17. No business shall be transacted at any general meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided ten Voting Members present in person shall be a quorum.
18. If within half an hour from the time appointed for the holding of a general meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week, at the same time and place, or at such other place as the Board may determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the Voting Members present shall be a quorum.
19. The Chairman shall preside as chairman at every general meeting, but if the Chairman shall be absent, or if at any meeting he is not present within 15 minutes after the time appointed for holding the same, the



Vice-Chairman shall preside. If the Vice-Chairman is not present or is unwilling to preside, the directors present shall choose one of their number who is present to preside.

20. The chairman of the meeting may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time, and place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever such a meeting is adjourned for 14 days or more, notice of the adjourned meeting shall be given in the same manner as of the original meeting. Save as aforesaid, the Voting Members shall not be entitled to any notice of an adjournment, or of the business to be transacted at an adjourned meeting.
21. The chairman of the meeting may at any time without the consent of the meeting adjourn any meeting (whether or not it has commenced or a quorum is present) either without fixing a day for the meeting or to another time or place where it appears to him that:
  - (a) members wishing to attend cannot be conveniently accommodated in the place appointed for the meeting;
  - (b) the conduct of persons present prevents or is likely to prevent the orderly continuation of business; or
  - (c) an adjournment is otherwise necessary so that the business of the meeting may be properly conducted.
22. If an amendment shall be proposed to any resolution under consideration but shall in good faith be ruled out of order by the chairman of the meeting, the proceedings on the substantive resolution shall not be invalidated by any error in such ruling. With the consent of the chairman of the meeting, an amendment may be withdrawn by its proposer before it is voted upon. In the case of a resolution duly proposed as a special or extraordinary resolution, no amendment thereto (other than a mere clerical amendment to correct a typographical error) may in any event be considered or voted upon.
23. 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.
24. In the case of an equality of votes, the chairman shall be entitled to a casting vote in addition to any other vote he may have.
25. A resolution executed by or on behalf of each Voting Member who would have been entitled to vote upon it if it had been proposed at a



general meeting at which he was present shall be as effectual as if it had been passed at a general meeting duly convened and held and may consist of several instruments in the like form each executed by or on behalf of one or more Voting Members.

### **VOTES OF MEMBERS**

26. Every Voting Member shall be entitled to receive notice of, attend general meetings and cast one vote.
27. A Voting Member may appoint one proxy to attend on the same occasion but only one of whom may vote.
28. The appointment of a proxy shall be executed by or on behalf of the appointor and shall be in the following form (or in a form as near thereto as circumstances allow or in any other form which is usual or which the Board may approve)

"Abbrook Park (2010) Limited

I/We, \_\_\_\_\_, of

being a member/members of the above-named Club, hereby appoint

of

\_\_\_\_\_, or failing him,

of

\_\_\_\_\_, as my/our proxy to vote in my/our name(s) and on my/our behalf at the annual/extraordinary general meeting of the Club to be held on \_\_\_\_\_ 200[ ] and at any adjournment thereof.

Signed on \_\_\_\_\_ 200[ ] ."

29. Where it is desired to afford Voting Members an opportunity of instructing the proxy how he shall act the appointment of a proxy shall be in the following form (or in a form as near thereto as circumstances allow or in any other form which is usual or which the Board may approve):

"Abbrook Park (2010) Limited

I/We, \_\_\_\_\_, of

\_\_\_\_\_, being a member/members of the above-named \_\_\_\_\_ Club, hereby appoint  
of \_\_\_\_\_



, or failing him,

of

, as my/our proxy to vote in my/our name(s) and on my/our behalf at the annual/extraordinary general meeting of the Club to be held on 200[ ], and at any adjournment thereof. This form is to be used in respect of the resolutions mentioned below as follows:

Resolution No. 1 \*for \*against

Resolution No. 2 \*for \*against.

\*Strike out whichever is not desired.

Unless otherwise instructed, the proxy may vote as he thinks fit or abstain from voting.

Signed this                      day of                      200[ ]."]

30. The appointment of a proxy and any authority under which it is executed or a copy of such authority certified notari ally or in some other way approved by the Board may:

(a) in the case of an instrument in hard copy form be deposited at the Office or at such place within England as is specified in the notice convening the meeting or in any instrument of proxy sent out by the Club in relation to the meeting not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote; or

(b) in the case of an appointment contained in an instrument in electronic form, where an address has been specified for the purpose of receiving proxy appointments in electronic form:

(i) in the notice convening the meeting, or

(ii) in any instrument of proxy sent out by the Club in relation to the meeting, or

(iii) in any invitation contained in a communication in electronic form to appoint a proxy issued by the Club in relation to the meeting,



be received at such address not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the appointment proposes to vote;

In this Article 29, "address", in relation to instruments or communications in electronic form, includes any number or address used for the purposes of receiving such instruments or communications by electronic means.

31. If any votes are given or counted at a general meeting which shall afterwards be discovered to be improperly given or counted, the same shall not affect the validity of any resolution or thing passed or done at the said meeting, unless the objection to such votes be taken at the same meeting, and not in that case unless the chairman of the meeting shall then and there decide that the error is of sufficient magnitude to affect such resolution or thing.
32. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the chairman of the meeting whose decision shall be final and conclusive.

#### **COMPANY SECRETARY**

33. Subject to the provisions of the Act, the Company Secretary shall be appointed by the Board for such term and upon such conditions as they may think fit and any Company Secretary appointed may be removed by them.

#### **BOARD**

34. The number of directors shall be not less than two (2) and unless and until varied by ordinary resolution of the Club in general meeting shall be subject to a maximum of four (4) .



### **REMOVAL OF DIRECTORS**

35. The office of director shall be vacated:
- (a) if he becomes bankrupt or makes any arrangement or composition with his creditors generally;
  - (b) if he becomes of unsound mind;
  - (c) if by notice sent in hard copy form to the Board he resigns his office;
  - (d) if he becomes prohibited from holding office by reason of any court order made under the Act;
  - (e) if he is removed from office by a resolution duly passed pursuant to the Act;
  - (f) if he is removed from office by an ordinary resolution passed at a general meeting at which the resolution is proposed;
  - (g) unless the Board resolves otherwise, if he shall, without sufficient reason, absent himself from three consecutive meetings of the Board;
36. Any Director, who is removed from office as a director for whatever reason, by virtue of Article 34 , shall be deemed to have resigned from office and the vacancy arising shall be filled in accordance with these Articles.

### **POWERS OF THE BOARD**

37. The business of the Club shall be managed by the Board who may pay all such expenses of, and preliminary and incidental to, the promotion, formation, establishment and registration of the Club as they think fit and may exercise all such powers of the Club, and do on behalf of the Club all such acts as may be exercised and done by the Club including, without prejudice to the generality of the foregoing, the power to borrow, and as are not by the Act or by these Articles required to be exercised or done by the Club in general meeting, subject nevertheless to any regulations of these Articles, to the provisions of the Act for the



time being in force and affecting the Club, and to such Rules, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Club in general meeting, but no Rule made by the Club in general meeting shall invalidate any prior act of the Board which would have been valid if such Rule had not been made.

38. The Board may delegate any of their powers to any sub-committee consisting of one or more directors. They may also delegate to any managing director or any director holding any other executive office such of their powers as they consider desirable to be exercised by him. Any such delegation may be made subject to any conditions the Board may impose, and either collaterally with or to the exclusion of their own powers, and may be revoked or altered. Subject to any such conditions, the proceedings of a sub-committee with two or more members shall be governed by the Articles regulating the proceedings of directors so far as they are capable of applying. All acts and proceedings of such sub-committees or executive officers shall be reported in due course to the Board.
39. The Board may act notwithstanding any vacancy in their body.
40. If the Board shall at any time be or be reduced in number to less than the number prescribed by law or in accordance with these Articles, it shall be lawful for them to act as the Board for the purpose of admitting persons to membership of the Club, summoning a general meeting, or electing new Directors for the purposes of compliance with these Articles or the Act, but not for any other purpose.

### **PROCEEDINGS OF THE BOARD**

41. The Board may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit, provided that at least three such meetings shall be held in each year. The Board shall report on their activities to the members at the annual general meeting.
42. Questions arising at a meeting shall be decided by a majority of votes. Voting on any issue shall be by show of hands. Each director shall be entitled to one vote. In the case of an equality of votes, however, the chairman of any meeting of the Board shall have a casting vote in addition to any other vote he may have.
43. A director, and the Secretary at the request of a director, shall at any time summon a meeting of the Board by notice served upon the directors. A director who is absent from Great Britain shall not be entitled to notice of a meeting. Notice of all meetings and minutes of all meetings shall be served on all members of the Board.



44. The board may appoint a chairman of the Board. The Chairman shall preside as chairman at all meetings of the Board at which he shall be present, but if at any meeting the Chairman is not present within five minutes after the time appointed for holding the meeting or is not willing to preside the directors present shall choose one of their number to be chairman of the meeting.
45. A meeting of the Board at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under the regulations of the Club for the time being vested in the Board generally. The quorum for meetings of the Board or any sub-committee formed pursuant to the provisions of the Articles shall be three.
46. Any sub-committee formed pursuant to Article 44 shall, in the exercise of the powers delegated to it, conform to any regulations imposed on it by the Board. The resolution making the delegation shall specify the financial limits within which any sub-committee shall function.
47. All acts bona fide done by any meeting of the Board or of any sub-committee, or by any person acting as a director, shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such director or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office.
48. The Board shall cause proper minutes to be made of all appointments of the Board and of the proceedings of all meetings of the Club and of the Board and of sub-committees, and all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the chairman of such meeting, or by the chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.
49. A resolution in hard copy form signed by all the directors for the time being or by all the members for the time being of any sub-committee who are entitled to receive notice of a meeting of the Board or of such sub-committee shall be as valid and effectual as if it had been passed at a meeting of the Board or of such sub-committee duly convened and constituted.
50. The Board may at its discretion award honoraria to such persons as it thinks fit.



### **TELEPHONE MEETINGS**

51. A director may participate in a meeting of the Board, or of a sub-committee of the Board, by way of video conferencing or conference telephone or similar equipment which allows every person participating to hear and speak to one another throughout such meeting. A person so participating shall be deemed to be present in person at the meeting and shall accordingly be counted in the quorum and be entitled to vote. Such a meeting shall be deemed to take place where the largest group of those participating is assembled or, if there is no such group, where the chairman of the meeting is.

### **DIRECTORS' APPOINTMENTS AND INTERESTS**

52. The Club shall not employ any director of the Club nor pay a director any remuneration except as permitted by Article 55 below.
53. Any appointment, agreement or arrangement made with any director in accordance with Article 53 above may be made upon such terms as the Board determine and they may remunerate any such director for his services as they think fit provided that such remuneration:
- (a) is fixed having regard to the current remuneration of directors in comparable posts;
  - (b) does not exceed the general market rate for directors providing comparable services; and
  - (c) is not to any extent determined by or conditional upon the profits or losses derived from some or all of the activities of the Club, or by reference to the level of the Club's gross income from some or all of its activities.
54. Subject to the provisions of the Act, and provided that he has disclosed to the Board the nature and extent of any material interest of his, a director notwithstanding his office:
- (a) may be a party to, or otherwise interested in, any transaction or arrangement with the Club or in which the Club is otherwise interested;
  - (b) may be a director or other officer of, or employed by, or a party to any transaction or arrangement with, or otherwise interested in, any body corporate promoted by the Club or in which the Club is otherwise interested; and



- (c) shall not, by reason of his office, be accountable to the Club for any benefit which he derives from any such office or employment or from any such transaction or arrangement or from any interest in any such body corporate and no such transaction or arrangement shall be liable to be avoided on the ground of any such interest or benefit.

55 For the purposes of these Articles:

- (a) a general notice given to the Board that a director is to be regarded as having an interest of the nature and extent specified in the notice in any transaction or arrangement in which a specified person or class of persons is interested shall be deemed to be a disclosure that the director has an interest in any such transaction of the nature and extent so specified; and
- (b) an interest of which a director has no knowledge and of which it is unreasonable to expect him to have knowledge shall not be treated as an interest of his.

#### **DIRECTORS AND COMMITTEE MEMBERS' EXPENSES**

56. The directors and members of any sub-committee may be paid subject to the Board's approval, all travelling and other expenses properly incurred by them in connection with their attendance at meetings of directors or a sub-committee or otherwise in connection with the discharge of their duties.

#### **MINUTES**

57. The directors shall cause minutes to be made in books kept for the purpose:
- (a) of all appointments made by the directors; and
  - (b) of all proceedings at meetings of the Club which shall include without limitation proceedings of the Board and of sub-committees of the Board, including the names of the directors present at each such meeting.
58. Any such minutes of any meeting, if purporting to be signed by the chairman of such meeting, or by the chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.



## **ACCOUNTS**

59. The Board shall in accordance with the Act and any regulations made pursuant thereto (or as the same may be hereafter amended or altered) cause accounting records of the Club to be kept and lay before the members in general meeting copies of the Club's annual accounts. No member shall (as such) have any other right of inspecting any accounting records or other book or document of the Club except as conferred by statute or authorised by the directors or by ordinary resolution of the Club. If required by the provisions of the Act, the accounts of the Club shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more appropriately qualified auditor or auditors. Auditors, if required, shall be appointed and their duties regulated in accordance with the Act.

## **NOTICES**

60. The Club may validly send or supply any document (including any notice) or information to a member in hard copy form, electronic form or by making it available on the website in accordance with and subject to the "company communication provisions" of the Companies Act 2006, but this Article does not affect any other provision in any relevant legislation or these Articles requiring notices or documents to be supplied or delivered in a particular way.
61. The following provisions shall apply in relation to documents (including notices) and information sent or supplied by the Club to a member.
- (a) Where a document or information (whether in hard copy form or electronic form) is delivered by hand, it is deemed to have been received by the intended recipient at the time it is handed to or left for the member.
  - (b) Where a document or information (whether in hard copy form or electronic form) is sent by post or courier, to an address in the United Kingdom, it is treated as being received by the intended recipient:
    - (i) 48 hours after it was posted, if first class post was used;  
or
    - (ii) 72 hours after it was posted or given to the courier, if first class post was not used;



provided that it was properly addressed and either put into the post system or given to the courier with postage or delivery paid.

- (c) Where a document or information is sent by fax or electronic mail, it is deemed to have been received by the intended recipient at the time it was sent provided that it was sent to the correct fax number or email address.
- (d) Where a document or information is sent by means of the Website, it is deemed to have been received by the intended recipient when the material was first made available on the Website, or if later, when the recipient received (or is deemed to have received) information that it was available on the Website.

Proof that a notice contained in a communication in electronic form was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given.

### **RULES AND REGULATIONS**

62. The Board shall have the power to make, vary and revoke the Rules including, but not limited to, Rules:
- (a) setting out different categories of membership of the Club;
  - (b) setting the criteria for admission to membership of the Club for the different categories of members;
  - (c) creating regulations, standing orders and/or bye-laws for the better administration of the Club and to regulate the function, role and operation of committees to assist the board in the better administration of the club;
  - (d) setting or adopting such other regulations or policies, including for example child protection and equity policies, as the board thinks fit; and
  - (e) in relation to licensable activities of the Club.

### **INDEMNITY**

63. To the extent permitted by the Act and (subject thereto) as the Board may from time to time deem fit, the Club may indemnify (but only to the extent of its assets) any Officer of the Club against any liability incurred by him in relation to the Club, and may at the expense of the Club purchase and maintain insurance for the benefit of any Officer of



the Club against such liabilities for his benefit. For the purposes of this Article "Officer" means a director or company secretary.

### **PROPERTY AND FUNDS**

64. The property and funds of the Club cannot be used for the direct or indirect private benefit of members other than as reasonably allowed by the Rules and all surplus income or profits are reinvested in the Club.
65. The Club may provide sporting and related social facilities, sporting equipment, coaching, courses, insurance cover, medical treatment, away-match expenses, post match refreshments and other ordinary benefits of Community Amateur Sports Clubs as provided for in the Finance Act 2002 (as amended or re-enacted).
66. The Club may also in connection with the sports purposes of the Club:
  - (a) sell and supply food (or contract for the sale and supply), drink and related sports clothing and equipment;
  - (b) employ members (though not for playing) and remunerate them for providing goods and services, on fair terms set by the Committee without the person concerned being present;
  - (c) pay for reasonable hospitality for visiting teams and guests;

### **WINDING UP**

67. The members may vote to wind up the Club if not less than three quarters of those present and voting support that proposal at a properly convened general meeting. The Committee will then be responsible for the orderly winding up of the Club's affairs. After settling all liabilities of the Club, the Committee shall dispose of the net assets remaining to one or more of the following to another Club with similar sports purposes which is a registered charity and/or to another Club with similar sports purposes which is a registered CASC and/or to the Club's governing body for use by them for related community sports.

### **PRIORITY**

68. Where there is any conflict between any of the above articles and any other rule or rules the above will take priority. Interpretation of all articles must be consistent with the statutory requirements for CASCs (which means Community Amateur Sports Clubs as first provided for by the Finance Act 2002 (as amended or re-enacted).)



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Names, Addresses and Signatures of Subscribers

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MARK HARVEY  
CASA MIA  
NEW PARK ROAD  
KINGSTEIGNTON  
NEWTON ABBOT  
DEVON  
TQ12 3JJ

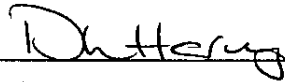


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Mark Harvey

7/7/2010

DOROTHY HARVEY  
CASA MIA  
NEW PARK ROAD  
KINGSTEIGNTON  
NEWTON ABBOT  
DEVON  
TQ12 3JJ



---

Dorothy Harvey

7/7/2010

Witness to the above signatures

Name: Steven Carman

Address: WBW Solicitors LLP, Church House, Queen St, Newton Abbot, TQ12 2QP

Occupation: Solicitor

Signature



7/7/2010