

**Company No: 07435883**

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY GUARANTEE

**WRITTEN RESOLUTIONS  
OF  
NOTTS GYMNASTIC ACADEMY  
("the Company")**

On 8 March 2017 the following resolution was duly passed as a Special Resolution of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006:

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**RESOLUTION 1**

"THAT the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association."

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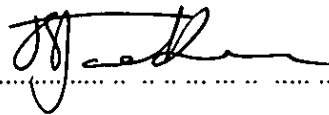
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**RESOLUTION 2**

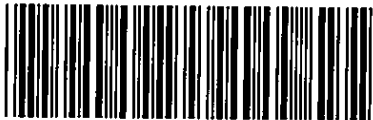
"THAT the registered name of the Company be changed to Notts Gymnastics Academy".

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Dated: 8th March 2017



**Director**



A16 21/03/2017 #376  
COMPANIES HOUSE

We hereby certify that this is a true copy of the original

Higgs & Sons  
Higgs & Sons  
3 Waterfront Business Park, Brierley Hill DY5 1LX

**Company No. 07435883**

**Notts Gymnastic Academy**

**("the Company")**

**MINUTES** of a meeting of the Directors of the Company held at Boundary Road, West Bridgford, NG2 7BW.

on 8<sup>th</sup> March 2017 at 5.30 p.m.

<b>PRESENT:</b>	<b>NAME</b>	<b>POSITION</b>
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Joanna Jackson – Chair

Alan Price – Vice Chair

Adam Folwell – APD

Adam Coventry

Kerry Hill

Ceri Walters

We hereby certify that this is a true copy of the original

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3 Waterfront Business Park, Brierley Hill DYS 1LX

**APOLOGIES:**

None

**1. CHAIRPERSON**

Joanna Jackson was appointed Chairwoman of the meeting and chaired the meeting throughout.

**2. NOTICE AND QUORUM**

The Chairwoman reported that due notice of the meeting had been given and that a quorum was present. Accordingly, the Chairwoman declared the meeting open.

**3. BUSINESS OF THE MEETING**

The Directors confirmed that the purpose of the meeting was to consider and, if deemed fit, approve:

- i. new articles of association ("Articles") in substitution for the existing articles of association;
- ii. a proposed change of name of the Company; and
- iii. Resolution 1 and Resolution 2 ("the Written Resolutions") relating to the above proposals.

#### **4. DECLARATIONS OF INTEREST**

It was noted none of the Directors had any interest in the business to be considered at the meeting in accordance with the requirements of section 177 of the Companies Act 2006.

#### **5. COMPANY NAME**

5.1 The Chairwoman reported that it was proposed to change the name of the Company to "Notts Gymnastics Academy".

5.2 The Directors **RESOLVED** that, subject to the approval of the Company's members, the Company's name be changed.

#### **6. ALTERATIONS TO THE COMPANY'S NAME AND ARTICLES OF ASSOCIATION**

6.1 The Chairwoman produced to the meeting:

6.1.1 a draft of the Articles, which have been amended to bring the content up to date with charity law and Charity Commission guidance; and

6.1.2 the Written Resolutions.

6.2 The Articles were considered by the Directors and **IT WAS RESOLVED** that the Articles be adopted subject to the approval of the members.

6.3 The Written Resolutions were approved and **IT WAS RESOLVED** that they be sent to the members of the Company for consideration and, if thought fit, approval.

#### **7. ADJOURNMENT**

7.1 The meeting then adjourned to enable the Written Resolutions and a copy of the Articles to be circulated.

7.2 The meeting reconvened when the Chairwoman reported that the Written Resolutions had been signed by or on behalf of the members of the Company who had the right to attend and vote at meetings of the Company and that the Written Resolutions set out therein had been duly passed.

7.3 **IT WAS RESOLVED** that the Written Resolutions had been duly passed and the Articles had been adopted.

#### **8. FILING**

8.1 **IT WAS RESOLVED** to make all necessary and appropriate entries in the books and registers of the Company resulting from the matters transacted at the meeting and, in particular, to arrange for the following forms and documents to be filed at Companies House:

8.1.1 Copy of the Written Resolutions; and

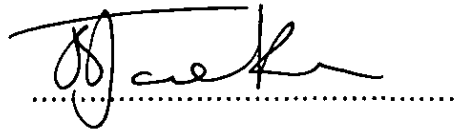
8.1.2 Copy of the adopted Articles.

8.1.3 Form CC04, signed by any director;

8.1.4 Form NM01 (together with the appropriate filing fee) to be signed by any director.

**9. CLOSE**

There being no further business, the Chairwoman declared the meeting closed.

A handwritten signature in black ink, appearing to be "J. A. K.", is written over a horizontal dotted line.

Chairwoman



## **FILE COPY**

### **CERTIFICATE OF INCORPORATION ON CHANGE OF NAME**

Company Number 7435883

The Registrar of Companies for England and Wales hereby certifies that under the Companies Act 2006:

#### **NOTTS GYMNASTIC ACADEMY**

a company incorporated as private limited by guarantee; having its registered office situated in England and Wales; has changed its name to:

#### **NOTTS GYMNASTICS ACADEMY**

Given at Companies House on **28th March 2017**



**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**