

### **FILE COPY**

# CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7780857

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

### SURGICALILLUSTRATION.COM LIMITED

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

Given at Companies House on 20th September 2011



\*N07780857T\*

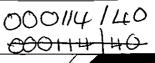




In accordance with Section 9 of the Companies Act 2006

**IN01** 

### Application to register a company





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 reg a limited liability partnership To this, please use form LL IN01



A16

19/09/2011 **COMPANIES HOUSE AAANRY19** 

31

A31

**COMPANIES HOUSE** 

14/09/2011

**Company details** Part 1

→ 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	Opplicate names  Duplicate names are not permitted A				
Proposed company name in full •	SURGICALILLUSTRATION COM LIMITED	list of registered names can be found on our website. There are various rules that may affect your choice of name				
For official use		More information is available at: www.companieshouse.gov.uk				
A2	Company name restrictions o					
	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				
А3	Exemption from name ending with 'Limited' or 'Cyfyngedig' ®					
	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	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.				
A4	Company type <sup>9</sup>					
	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	Company type     If you are unsure of your company's type, please go to our website www.companieshouse.gov.uk				

#### Application to register a company Situation of registered office o • Registered office Please tick the appropriate box below that describes the situation of the Every company must have a proposed registered office (only one box must be ticked) registered office and this is the **England and Wales** 7 address to which the Registrar will Wales send correspondence Scotland For England and Wales companies, Northern Ireland the address must be in England or For Welsh, Scottish or Northern Ireland companies, the address must be in Wales, Scotland or Northern Ireland respectively **A6** Registered office address @ Registered office address Please give the registered office address of your company You must ensure that the address Building name/number | Apt 1006, Sovereign Point shown in this section is consistent with the situation indicated in Street 31, The Quays section A5 You must provide an address in England or Wales for companies to Post town be registered in England and Wales Manchester You must provide an address in County/Region Lancs Wales, Scotland or Northern Ireland for companies to be registered in 3 A Y Postcode Wales, Scotland or Northern Ireland respectively Articles of association • Please choose one option only and tick one box only For details of which company type can adopt which model articles, I wish to adopt one of the following model articles in its entirety. Please tick Option 1 please go to our website only one box www companieshouse gov uk $\square$ 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 Restricted company articles • Please tick the box below if the company's articles are restricted • Restricted company articles Restricted company articles are those containing provision for entrenchment. For more details, please go to our website www.companieshouse.gov.uk

**IN01** 

CHFP000 04/11 Version 4.1

### 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 •					
	Please use this section to list all the secretary appointments taken on formation For a corporate secretary, complete Sections C1-C5	O Corporate appointments For corporate secretary appointments, please complete				
Title*	Мг	section C1-C5 instead of section B				
Full forename(s)	Deemesh	Additional appointments If you wish to appoint more				
Surname	urname Oudit					
Former name(s)   O		the 'Secretary appointments' continuation page				
		Piease 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 ®					
Building name/number	Apt 1006, Sovereign Point	Service address This is the address that will appear on the public record This does not have to be your usual residential address				
Street	31, The Quays					
Post town	Manchester	Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register				
County/Region	Lancs					
Postcode	M 5 0 3 A Y	of secretaries as the company's registered office				
Country	UK	If you provide your residential address here it will appear on the public record				
B3	Signature o					
	I consent to act as secretary of the proposed company named in Section A1	Signature The person named above consents to act as secretary of the proposed company				
Signature	X Joenne de X					

Application to register a company

### **Corporate secretary**

C1	Corporate secretary appointments o	
	Please use this section to list all the corporate secretary appointments taken on formation	Additional appointments     If you wish to appoint more than one corporate secretary, please use the
Name of corporate body/firm		'Corporate secretary appointments' continuation page  Registered or principal address
Building name/number		This is the address that will appear on the public record. This address
Street		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
Post town		LP (Legal Post in Scotland) number
County/Region		
Postcode		
Country		
C2	Location of the registry of the corporate body or firm	
<del></del>	Is the corporate secretary registered within the European Economic Area (EEA)?	
	<ul> <li>→ Yes Complete Section C3 only</li> <li>→ No Complete Section C4 only</li> </ul>	
C3	EEA companies <sup>®</sup>	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk
Where the company/ firm is registered   ■		This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number		Directive (ods131/2007)
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.	Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register
Governing law		
If applicable, where the company/firm is registered •		
Registration number		
C5	Signature 9	
	I consent to act as secretary of the proposed company named in Section A1	<b>⊙</b> Signature
Signature	Signature X	The person named above consents to act as corporate secretary of the proposed company

Application to register a company

#### **Director**

D1	Director appointments •	
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments     Private companies must appoint     at least one director who is an
Title*	Мг	individual Public companies must appoint at least two directors, one of
Full forename(s)	Matthew	which must be an individual
Surname	Briggs	● Former name(s)  Please provide any previous names
Former name(s) •		which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used
Country/State of residence •	England, UK	for business purposes.  Country/State of residence
Nationality	British	This is in respect of your usual residential address as stated in
Date of birth	O 7 TO 1/9/7/7	section D4
Business occupation (if any) •	Medical Artist	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®	<b>⊘</b> Service address
	Please complete the service address below You must also fill in the director's usual residential address in <b>Section D4</b>	This is the address that will appear
Building name/number	<b>!</b>	
Street	213,	on the public record This does not have to be your usual residential
	213, Palatine Road	have to be your usual residential address.  Please state 'The Company's Registered Office' if your service
Post town	, <u>, , , , , , , , , , , , , , , , , , </u>	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
	Palatine Road	have to be your usual residential address.  Please state 'The Company's Registered Office' if your service address will be recorded in the
County/Region	Palatine Road Blackpool	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
County/Region Postcode	Palatine Road  Blackpool  Lancs	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
County/Region Postcode Country	Palatine Road  Blackpool  Lancs  F Y 1 4 D X	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
Post town County/Region Postcode Country	Palatine Road  Blackpool  Lancs  F Y 1 4 D X  England, UK	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

Application to register a company

### Director

D1	Director appointments •					
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments     Private companies must appoint     Appointments				
Title*	Mr	at least one director who is an individual Public companies must				
Full forename(s)	Deemesh	appoint at least two directors, one of which must be an individual				
Surname	Oudit	Please provide any previous names				
Former name(s) •		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used				
Country/State of residence •	England, UK	for business purposes.  O Country/State of residence				
Nationality	Trinidadian	This is in respect of your usual residential address as stated in				
Date of birth	d d d 7	Section D4				
Business occupation (if any) •	Consultant Surgeon	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®					
	Please complete the service address below You must also fill in the director's usual residential address in Section D4	Service address This is the address that will appear				
Building name/number	Apt 1006, Sovereign Point	on the public record This does not have to be your usual residential				
Street	31, The Quays	address Please state 'The Company's				
		Registered Office' if your service address will be recorded in the				
Post town	Manchester	proposed company's register of				
County/Region	Lancs	directors as the company's registered office				
Postcode	M 5 0 3 A Y	If you provide your residential address here it will appear on the				
Country	England, UK	public record				
D3	Signature <sup>©</sup>					
	I consent to act as director of the proposed company named in Section A1.	<b>O</b> Signature				
C		The person named above consents				
Signature	X Seenul Ou	to act as director of the proposed company				
	1	1				

Application to register a company

### **Corporate director**

E1	Corporate director appointments ●		
<del>_</del>	Please use this section to list all the corporate directors taken on formation.	Additional appointments	
Name of corporate body or firm		If you wish to appoint more than one corporate director, please use the 'Corporate director appointments' continuation page	
Building name/number		Registered or principal address	
Street		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	
Post town		a PO box number (unless contained within a full address), DX number or	
County/Region		LP (Legal Post in Scotland) number	
Postcode			
Country			
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 ®		
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA  A full list of countries of the EEA can be found in our guidance	
Where the company/		www companieshouse gov uk	
firm is registered		This is the register mentioned in Article 3 of the First Company Law	
Registration number		Directive (68/151/EEC)	
E4	Non-EEA companies	<del>-</del>	
	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.	Non-EEA     Where you have provided details of the register (including state) where the company or firm is registered,	
Legal form of the corporate body or firm		you must also provide its number in that register	
Governing law			
If applicable, where the company/firm is registered •			
If applicable, the registration number			
E5	Signature <sup>©</sup>		
	I consent to act as director of the proposed company named in Section A1	<b>⊙</b> Signature	
Signature	Signature X	The person named above consents to act as corporate director of the proposed company	

Part 3	Statement	of capital					
	Does your company	<del>-</del>					
		plete the sections belo					
	<u> </u>	Part 4 (Statement o					
<u> </u>	Share capital in	pound sterling (f	E)			···	
Please complete the ta If all your issued capita			d in pound sterling nd then go to Section F4				
Class of shares (E.g. Ordinary/Preference etc.	)	Amount paid up on each share <b>①</b>	Amount (if any) unpaid on each share ①	Number of share	res 🕖	Aggregate nominal value 9	
Ordinary		£16 20	N/A	100		£ £1620	
						£	
						£	
						£	
			Total	100		£ 1620	
F2	Share capital in	other currencies		•		·	
Please complete the ta Please complete a sep			in other currencies	<del></del>			
Currency				<u>.                                    </u>			
Class of shares (E g Ordinary/Preference etc	)	Amount paid up on each share   Amount (if any) unpaid on each share   Number of shares		Aggregate nominal value ①			
<u> </u>				<u> </u>	<u>-</u>		
			Total	s			
					·		
Currency							
Class of shares (E.g. Ordinary/Preference etc	.)	Amount paid up on each share •	Amount (if any) unpaid on each share	paid Number of shares 4 Aggregate in		Aggregate nominal value	
				<u></u>			
			Total	s			
F3	Totals		<del>-</del>			<u> </u>	
	Please give the total number of shares and total aggregate nominal value of issued share capital					◆ Total aggregate nominal value Please list total aggregate values in	
Total number of shares					t currencies separately For £100 + €100 + \$10 etc		
Total aggregate nominal value 😉	£ 1620						
● Including both the nomi share premium ● Total number of issued s			share Ple	intinuation Pag ease use a Staten ge if necessary		al continuation	

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	OPrescribed particulars of rights attached to shares				
Class of share	Ordinary shares	The particulars are (a) particulars of any voting rights,				
Prescribed particulars	All shares have a similar value and participate equally in the dividends  Each share is entitled to one vote in any circumstances  Each share has equal rights to dividends  Each share is entitled to participate in a distribution arising from a winderig up of the company  Redemption rights are not applicable.	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				

Class of share	O Described newtonions of such
	attached to shares
Prescribed particulars	O 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 a "Statement of capital (Prescribed particulars of rights attached to shares)" continuation page if necessary
	<u> </u>

8	Л

### 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

subscribers' usual residential address				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
Matthew Briggs	Ordinary	50	Sterling	£16 20	N/A	£810 00
Address 213, Palatine Road Blackpool FYI 4DX						
Deemesh Oudit	Ordinary	50	Sterling	£16 20	N/A	£810 00
Address Apt 1006, Sovereign Point 31, The Quays Manchester M50 3AY						
Varne						
Address						
Name						
Address						
Name						
Address						

### Statement of guarantee Part 4 Is your company limited by guarantee? → Yes Complete the sections below → No Go to Part 5 (Statement of compliance) **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 Please use capital letters. named below Address The addresses in this section will appear on the public record. They do I confirm that if the company is wound up while I am a member, or within not have to be the subscribers' usual one year after I cease to be a member, I will contribute to the assets of the residential address. company by such amount as may be required for payment of debts and liabilities of the company contracted before I Amount quaranteed Any valid currency is permitted cease to be a member. Continuation pages payment of costs, charges and expenses of winding up, and, Please use a 'Subscribers' adjustment of the rights of the contributors among ourselves, continuation page if necessary not exceeding the specified amount below Subscriber's details Forename(s) • Surname 0 Address @ Postcode Amount guaranteed 9 Subscriber's details Forename(s) • Surname 0 Address @ Postcode Amount guaranteed € Subscriber's details Forename(s) • Surname • Address @ Postcode

**IN01** 

Amount guaranteed 6

	Subscriber's details	<b>O</b> Name
Forename(s) •		Please use capital letters.
Surname •		• Address The addresses in this section will
Address 2		appear on the public record They do not have to be the subscribers' usual residential address.
Postcode		Amount guaranteed     Any valid currency is permitted
Amount guaranteed		Continuation pages Please use a 'Subscribers'
	Subscriber's details	continuation page if necessary
Forename(s) •		
Surname •		
Address 2		
Postcode		
Amount guaranteed 9	f I 1 I I I	
guaranteeu -		
	Subscriber's details	
Forename(s) •		
Surname 0		
Address ❷		
Postcode		
Amount guaranteed 9		
	Subscriber's details	
Forename(s) •		
Surname •		
Address 2		
Postcode		
Amount guaranteed		
	Subscriber's details	
Forename(s) •	_	
Surname •		.]
Address 🛛		
Postcode		- [
Amount guaranteed		

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? Go to Section H1 (Statement of compliance delivered by the → Yes Go to Section H2 (Statement of compliance delivered by an agent) Statement of compliance delivered by the subscribers • • Statement of compliance Please complete this section if the application is not delivered by an agent delivered by the subscribers for the subscribers of the memorandum of association Every subscriber to the memorandum of association must sign the statement of compliance I confirm that the requirements of the Companies Act 2006 as to registration have been complied with Subscriber's signature X Jeensch Our Signature X Ma Subscriber's signature X Subscriber's signature X Subscriber's signature X

Subscriber's signature	_Signature	×	Continuation pages 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	×	
Subscriber's signature	Signature	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			
Building name/number Street			
Street			
Street Post town			
Street Post town County/Region			
Post town County/Region			
Post town County/Region Postcode	I confirm that the requirements of the Companies Act 2006 as to registrati have been complied with	on	

### **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 Deemesh Oudit SurgicalIllustration com Apt 1006, Sovereign Point 31, The Quays Manchester Lancs М 5 0 Country UK DX 0161 872 2435 Certificate We will send your certificate to the presenters address (shown above) or if indicated to another address shown below At the registered office address (Given in Section A6) ☐ At the agents 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

### 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 is payable on this form

Make cheques or postal orders payable to

'Companies House' For information on fees, go
to www.companieshouse.gov.uk

### ✓ 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

### f Further information

For further information, please see the guidance notes on the website at www companieshouse gov uk or email 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

All relevant attachments have been included You have enclosed the Memorandum of Association

You have enclosed the correct fee

#### COMPANY HAVING A SHARE CAPITAL

### Memorandum of association of SURGICALILLUSTRATION COM 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 and to take at least one share

Name of each subscriber

Authentication by each subscriber

Deemesh Oudit

Matthew Briggs

Mi-