

# File Copy



## CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7950229

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

ANYTIME FITNESS UK LTD

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 and Wales

Given at Companies House, Cardiff, on 15th February 2012



\*N07950229L\*



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

The above information was communicated by electronic means and authenticated by the Registrar of Companies under Section 1115 of the Companies Act 2006



**Companies House**  
— for the record —

# IN01(ef)

## Application to register a company

Received for filing in Electronic Format on the: 14/02/2012



X12N3LDM

*Company Name  
in full:* **ANYTIME FITNESS UK LTD**

*Company Type:* **Private limited by shares**

*Situation of Registered  
Office:* **England and Wales**

*Proposed Register  
Office Address:* **15 PERIVALE CLOSE  
NUTHALL  
NOTTINGHAM  
ENGLAND  
NG16 1QG**

*I wish to entirely adopt the following model articles:* **Private (Ltd by Shares)**

*Company Director*    **1**

Type:                                **Person**  
Full forename(s):                **MR DAVID ALLEN**

Surname:                           **MORTENSEN**

Former names:

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:*   **USA**

*Date of Birth:*   **10/07/1967**                                *Nationality:*   **AMERICAN**

*Occupation:*     **PRESIDENT**

*Consented to Act:*   **Y**                                *Date authorised:*   **15/02/2012**                                *Authenticated:*   **YES**

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*Company Director*    **2**

Type:                                **Person**  
Full forename(s):                **MS DIANE**

Surname:                           **VESEY**

Former names:

*Service Address recorded as Company's registered office*

*Country/State Usually Resident:*   **IRELAND**

*Date of Birth:*   **01/12/1973**                                *Nationality:*   **IRISH**

*Occupation:*     **DIRECTOR**

*Consented to Act:*   **Y**                                *Date authorised:*   **15/02/2012**                                *Authenticated:*   **YES**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>ORDINARY</b>	<i>Number allotted</i>	<b>1</b>
		<i>Aggregate nominal value</i>	<b>1</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid per share</i>	<b>0</b>
		<i>Amount unpaid per share</i>	<b>1</b>

### *Prescribed particulars*

EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS.

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## Statement of Capital (Totals)

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<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>1</b>
		<i>Total aggregate nominal value</i>	<b>1</b>

## Initial Shareholdings

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*Name:* ANYTIME FITNESS EUROPE  
HOLDINGS LTD

*Address:* 11025 ALAMEDA AVENUE  
INVER GROVE HEIGHTS  
MINNEAPOLIS MN55033  
USA

*Class of share:* ORDINARY

*Number of shares:* 1

*Currency:* GBP

*Nominal value of  
each share:* 1

*Amount unpaid:* 1

*Amount paid:* 0

## Statement of Compliance

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

*memorandum delivered by an agent for the subscriber(s):* **Yes**

*Agent's Name:* **PROFESSIONAL DIRECTORS LTD**

*Agent's Address:* **3 STATION ROAD  
BOROUGH GREEN  
SEVENOAKS  
KENT  
ENGLAND  
TN15 8ER**

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## *Authorisation*

*Authoriser Designation:* **agent**

*Authenticated:* **Yes**

*Agent's Name:* **PROFESSIONAL DIRECTORS LTD**

*Agent's Address:* **3 STATION ROAD  
BOROUGH GREEN  
SEVENOAKS  
KENT  
ENGLAND  
TN15 8ER**

# COMPANY HAVING A SHARE CAPITAL

## Memorandum of association of ANYTIME FITNESS UK LTD

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
Anytime Fitness Europe Holdings Ltd	Authenticated Electronically

Dated: 14/02/2012