

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 429693

The Registrar of Companies for Scotland, hereby certifies
that

FAIR WINDS TRANSPORT

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 Scotland

Given at Companies House, Edinburgh, on 3rd August 2012



NSC429693O



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: 03/08/2012



X1EJ9PA0

*Company Name
in full:*

FAIR WINDS TRANSPORT

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

Company Type:

Private limited by guarantee

*Situation of Registered
Office:*

Scotland

*Proposed Register
Office Address:*

**STILLOCH LUNGA
CRAOBH HAVEN
LOCHGILPHEAD
ARGYLL & BUTE
SCOTLAND
PA31 8UU**

I wish to partially adopt the following model articles: **Private (Ltd by Guarantee)**

Proposed Officers

Company Secretary 1

Type: **Person**

Full forename(s): **STEPHEN**

Surname: **GREENWOOD**

Former names:

Service Address: **THE FOLD CRIPTON LANE, ASHOVER
CHESTERFIELD
DERBYSHIRE
ENGLAND
S45 0AW**

Consented to Act: **Y** *Date authorised:* **03/08/2012** *Authenticated:* **YES**

Company Director ***I***

Type: **Person**

Full forename(s): **STEPHEN**

Surname: **GREENWOOD**

Former names:

Service Address: **THE FOLD CRIPTON LANE, ASHOVER
CHESTERFIELD
DERBYSHIRE
ENGLAND
S45 0AW**

Country/State Usually Resident: **ENGLAND**

Date of Birth: **26/04/1955** *Nationality:* **BRITISH**

Occupation: **DIRECTOR**

Consented to Act: **Y** *Date authorised:* **03/08/2012** *Authenticated:* **YES**

Company Director **2**

Type: **Person**

Full forename(s): **LAURA**

Surname: **MONBUREAU**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **24/09/1961**

Nationality: **FRENCH**

Occupation: **DIRECTOT**

Consented to Act: **Y**

Date authorised: **03/08/2012**

Authenticated: **YES**

Company Director **3**

Type: **Person**

Full forename(s): **TRISTAN**

Surname: **MONBUREAU**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **SCOTLAND**

Date of Birth: **26/09/1970**

Nationality: **FRENCH**

Occupation: **CINEMATOGRAPHER**

Consented to Act: **Y**

Date authorised: **03/08/2012**

Authenticated: **YES**

Statement of Guarantee

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;*
- payments of costs, charges and expenses of winding up, and;*
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below.*

Name: STEPHEN GREENWOOD

Address: THE FOLD CRIPTON LANE, ASHOVER
 CHESTERFIELD
 DERBYSHIRE
 ENGLAND
 S45 0AW

Amount Guaranteed: GBP 1.00

Name: LAURA MONBUREAU

Address: STILLOCH LUNGA
 LOCHGILPHEAD
 ARGYLL & BUTE
 SCOTLAND
 PA31 8UU

Amount Guaranteed: GBP 1.00

Name: TRISTAN MONBUREAU

Address: STILLOCH LUNGA
 LOCHGILPHEAD
 ARGYLL & BUTE
 SCOTLAND
 PA31 8UU

Amount Guaranteed: GBP 1.00

Statement of Compliance

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

Authorisation

Authoriser Designation: **subscriber**

SCHEDULE 2

COMPANY NOT HAVING A SHARE CAPITAL

Memorandum of Association of: FAIR WINDS TRANSPORT

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.

Name of each subscriber:

STEPHEN GREENWOOD
LAURA MONBUREAU
TRISTAN MONBUREAU

DATED: 03/08/2012

**ARTICLES OF ASSOCIATION
PRIVATE COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL**

The Company will assume the Statutory Model Articles of Association for a Limited by Guarantee Company (not having a share capital) subject to the following amendments. The provisions made herein and the Model Articles of Association will combine to form the constitution of the company.

1. The objects for which the Company is established are:

1.1 The transportation of goods by sea with the use of ecologically sustainable renewable energy.

2. The liability of the Members is limited.

3. The income and property of the Company shall be applied solely towards the promotion of the objects of the Company as declared above. The directors undertake to ensure no profit from the company is paid or transferred directly or indirectly, by way of dividend, bonus or otherwise to the members of the company.

4. Every Member of the Company undertakes to contribute to the assets of the Company, in the event of the same being wound up, during the time that he or she is a Member, or within one year afterwards, for payment of the debts and liabilities of the Company contracted before the time at which he or she ceases to be a Member, and of the costs, charges and expenses of winding up the same, and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required not exceeding GBP 1.00.

5. If upon the winding up or dissolution of the Company there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the Members of the Company, but shall be transferred either to some other institution (whether or not a member of the Company) having objects similar to the objects of the Company, or to some institution (whether or not a member of the Company) the objects of which are the promotion of charity or anything incidental or conducive thereto, such institution or institutions to be determined by the Members of the Company at or before the time of dissolution.

6. At General Meetings of the Company, each Member shall be entitled to one vote.