

(DUPLICATE FOR THE FILE.)

No. 27628



Certificate of Incorporation.

I hereby Certify that

"ELYTHSWOOD DECORATORS LIMITED"

is this day incorporated under the Companies Act, 1948, and that this Company is **Limited**.

SIGNED by me at Edinburgh, this Fourth day of April

One Thousand Nine Hundred and Fifty

W. D. Collier
Registrar of Companies.

Number of
Company)

Form No. 41.

THE COMPANIES ACT, 1948.



A 5s.
Companies'
Registration
Fee Stamp
must be
impressed
here.

DECLARATION of Compliance with the requirements of the
Companies Act, 1948, on application for registration of a Company.

Pursuant to Section 15 (2).

Insert the
Name of the
Company.

Blythwood Quarries

LIMITED.

Presented by

William & Sons Ltd.

116, Blythwood Road,

Glasgow, C.2.

The Solicitors' Law Stationery Society, Limited,
157 Hope Street, Glasgow, C.2.
PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS.

Companies Form 6. 8/6/48

10057

I, James Petrie, Finance Secretary, 83 Victoria
Park Drive North, Glasgow W 4

(a) Here insert:
"A Solicitor of the
"Supreme Court"
(or in Scotland
"an Enrolled Law
"Agent") "engaged
"in the formation."
or
"A person named
"in the Articles of
"Association as a
"Director or
"Secretary."

Do solemnly and sincerely declare that I am (a) a person named
in the Articles of Association as a Director

of Blythwood Decorator

Limited, and that all the requirements of the Companies Act, 1948,
in respect of matters precedent to the registration of the said
Company and incidental thereto have been complied with, and I make
this solemn Declaration conscientiously believing the same to be true
and by virtue of the provisions of the "Statutory Declarations Act, 1835."

Declared at Glasgow

the 29th day of March 1950

James Petrie

Before me,

W. White Just of the Peace for the County of Glasgow
A Commissioner for Oaths: [or a Notary, or He or
Justice of the Peace.]

The Companies Act 1948

COMPANY LIMITED BY SHARES

**Memorandum
AND
Articles of Association.**

OF

Blythswood Decorators Limited.



The Companies Act 1948

COMPANY LIMITED BY SHARES

Memorandum of Association

OF

Blythswood Decorators Limited.

1. The name of the Company is "BLYTHSWOOD DECORATORS LIMITED."
2. The Registered Office of the Company will be situate in Scotland.
3. The objects for which the Company is established are:—
 - (1.) To carry on in all or any of their branches all or any of the trades or businesses of Painters and Decorators, repairers and renovators of dwelling houses, factories, canteens, clubs, theatres, cinemas, shops, restaurants, hospitals, infirmaries, convalescent homes, churches, halls, schools, colleges, universities, and other domestic, commercial, industrial, recreational, educational and institutional buildings, and structures, and property and things of all kinds, refiners, and producers of paints, varnishes, distempers, pigments, colours, inks, oils, glues, tars, soaps, greases, anti-corrosives, anti-fouling and cleaning materials, preservatives, acids, paraffins, turpentine, and other chemical substances, drysalts, driers, dealers in timber, wood, plywood, metals, minerals and alloys of all kinds including waste and scrap, stone, bricks, sand, gravel, slag, clinker, blast, lime, cement, concrete, mortar and articles, substances and materials of all kinds, foundries and workers in brass, iron, steel, alloys and other metals, sawmillers, joiners, joiners, carpenters, cabinetmakers, builders and makers, manufacturers, exporters, importers and wholesale and retail merchants, traders, factors and dealers of and in and agents for all substances, materials and articles required in connection with any of the foregoing trades or businesses, the products and by-products of all or any of such trades or businesses and any substances, materials and articles in the manufacture of which such products or by-products may be utilized, and any other trades or businesses which may occur to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights.
 - (2.) To purchase or take on lease or in any other otherwise acquire any lands, houses, buildings, plant, machinery, tools, utensils, vehicles and

other moveable or personal and heritable or real property and any rights or privileges necessary or convenient for the purposes of the Company and to erect, construct, lay down, enlarge, alter, maintain and from time to time renew any houses, buildings, plant, machinery and other works necessary or convenient for the Company's business.

- (3.) To purchase or by other means acquire and protect, register, prolong and renew, whether in Great Britain or elsewhere, any patents, patent rights, licences, trade marks, trade names, processes, designs, protections and concessions or any right or interest therein which may appear likely to be advantageous or useful to the Company and to use, exercise, develop, and turn to account and to manufacture under or grant licences, rights or privileges in respect of the same and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions, rights or processes which the Company may acquire or propose to acquire.
- (4.) To acquire the whole or any part of the business goodwill and assets of any person or company carrying on or proposing to carry on any businesses which the Company is authorised to carry on and as part of the consideration for such acquisition, to undertake all or any of the liabilities of such person or company.
- (5.) To amalgamate or enter into partnership or joint adventure with any person or company carrying on any business or having any objects similar to or kindred with any of the businesses or objects of the Company and to make and carry into effect arrangements regarding the purchase and sale of commodities and the price thereof, the employment, regulation and remuneration of workmen and the sharing of profits, union of interests or co-operation either in whole or in part with any such person or company and that in such manner and on such terms and conditions as may be found expedient.
- (6.) To subscribe for, take, purchase or otherwise acquire and hold shares or other interest in or securities of any other company having objects altogether or in part similar to those of the Company or carrying on any business capable of being conducted so as directly or indirectly to benefit the Company.
- (7.) To lend or advance money or give credit to such persons and companies and on such terms as may be thought fit and to guarantee or give security for the payment of money or the performance of obligations of all kinds by any persons or companies.
- (8.) To borrow or raise money or secure the payment of money or the observance of obligations in such manner as the Directors shall think fit.
- (9.) To invest and deal with the funds of the Company not immediately required in such investments or upon such securities and in such manner as may be from time to time determined but not in the purchase or upon the security of its own shares and from time to time to vary any such investment.
- (10.) To promote and subscribe to associations, institutions, societies and funds having for their object, or which may be expected to result in, the advancement, protection or benefit of any of the businesses or interests of the Company or the benefit or welfare of the servants or employees of the Company or their families, to establish, contribute to, assist and manage any superannuation and pension funds or profit sharing, share investment or other schemes and to purchase annuities for the benefit of or to give pensions, gratuities,

donations and emoluments to any person who has been employed by or performed services which have benefited the Company or members of the families or dependents of any such persons and to establish, manage, subscribe to and aid religious, charitable, educational, national and other institutions, objects and undertakings which shall have any claims to support or aid by the Company by reason of the locality or nature of their operations or otherwise.

- (11.) To sell or otherwise dispose of the whole or any part of the undertaking, property and assets of the Company, either together or in portions, for such consideration as the Company may think fit and, in particular, for shares, debentures, debenture stock or securities of any company purchasing the same.
- (12.) To do all or any of the above things in any part of the world and either as principals, agents or contractors or by or through agencies or otherwise and either alone or in conjunction with another or others; and
- (13.) To do all things incidental or conducive to the attainment of the objects aforesaid or any of them.

And it is hereby declared that in this Memorandum words denoting the singular number only shall include the plural number and *vice versa*: that the word "company," except where used in reference to the Company, shall be deemed to include any partnership or other body of persons, whether incorporated or unincorporated and whether domiciled in Great Britain or elsewhere: and that the objects specified in each paragraph of this clause shall, except where otherwise expressed in such paragraph, be in no wise limited or restricted by reference to or inference from the terms of any other paragraph or the name of the Company.

- 4. The liability of the members is limited.
- 5. The share capital of the Company is £500, divided into 500 Shares of £1 each.

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS	Number of Shares taken by each Subscriber.
<i>R. W. Connors</i> <i>Iron & Steel Merchant</i> <i>114 SOUTHBRIDGE DRIVE - VORDANHILL</i> <i>GLASGOW.</i>	One.
<i>James Shuter</i> <i>Finance Secretary</i> <i>83 Victoria Park S. W. 11th Glasgow</i> <i>1954</i>	Three
Total number of Shares taken	Four.

Dated the *29th day of March, 1950*

Witness to the above Signatures:-

William I. Aitken,
53, Bantock St.,
Glasgow, C.S.
Chartered Accountant.



27628
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The Companies Act 1948

COMPANY LIMITED BY SHARES

Articles of Association

OF

Blythswood Decorators Limited.

APPLICATION OF TABLE A.

1. The Company is registered as a private company and the Regulations contained in and applied by Part II of Table A in the First Schedule to the Companies Act, 1948, shall apply to the Company, except so far as the same are modified, superseded or supplemented by these presents or may be modified, superseded or supplemented by Special Resolution.

2. Clauses 7, 15, 75, 79, 84, 88, 93 and 136 of Part I of Table A shall not apply to the Company.

SHARES.

3. The Directors may from time to time make calls upon the members in respect of any moneys unpaid on their shares of such amount as they consider proper or they may call up the whole amount on application.

4. Unless any direction to the contrary shall be given by the Company in General Meeting, the shares of the original or any increased capital shall be under the control of the Directors, who may (subject to the provisions of Clause 2 of Part II of Table A) allot or otherwise dispose of the same to such persons on such terms and conditions at such times as the Directors may think fit, and, shares as fully or partially paid as the consideration or part of the consideration for any property acquired by or work done for the Company.

SHARE CAPITAL.

5. The original share capital of the Company is £500 divided into 500 shares of £1 each.

DIRECTORS.

6. The number of the Directors shall be not more than ten and a Director may be the Sole Director. The first Directors of the Company shall be ROBERT McCARTNEY, Iron and Steel Merchant, residing at "Dunvegan," 114 Southbrae Drive, Jordanhill, Glasgow, and JAMES PEIRIE, Finance Secretary, 83 Victoria Park Drive North, Scotstoun, Glasgow, W.A., and NEIL EWART MCKINSON McCARTNEY, "Dunvegan," 114 Southbrae Drive, Jordanhill Glasgow.

POWERS AND DUTIES OF DIRECTORS.

7. Clause 80 of Table A shall be read as if the words "and every director present at any meetings of directors or committee of directors shall sign his name in a book to be kept for that purpose" were deleted.

8. The Directors may from time to time raise money for the purposes of the Company and secure the payment or discharge of any moneys so raised or any other debt or liabilities of the Company in such manner and upon such terms and conditions as they may think fit and in particular by the issue of bonds, mortgages, debentures, debenture stock or other securities charged upon all or any part of the property of the Company (both present and future) including its uncalled capital for the time being.

9. No Director or intending Director shall be disqualified by his office from contracting with the Company either as vendor purchaser or otherwise nor shall any such contract or any contract or arrangement entered into by or on behalf of the Company in which any Director is in any way interested be liable to be avoided nor shall any Director so contracting or being so interested be liable to account to the Company for any profit realised by any such contract or arrangement by reason of such Director holding that office or of the fiduciary relation thereby established or be disqualified from voting on such contract or arrangement, but the nature of his interest shall be disclosed by him at the meeting of the Directors at which the question of entering into the contract or arrangement is first taken into consideration, if his interest then exists, or in any other case at the first meeting of the Directors after the acquisition of his interest. A general notice that a Director is a member of any specified firm or company and is to be regarded as interested in any contract which may, after the date of the notice, be made with that firm or company shall be sufficient disclosure under this Article as regards any contract so made, and after such general notice it shall not be necessary for such Director to give a special notice relating to any particular transaction with that firm or company, provided that no such notice shall be of effect unless either it is given at a meeting of the Directors or the Director takes reasonable steps to secure that it is brought up and read at the next meeting of the Directors after it is given.

10. A Director may hold any other office or place of profit under the Company except that of auditor upon such terms as to remuneration, tenure of office and otherwise as may be determined by the Directors.

DISQUALIFICATION OF DIRECTORS.

11. The office of a Director shall be vacated:—

- (a) If he resigns his office by writing under his hand left at the registered office of the Company; or
- (b) If he becomes bankrupt or insolvent or enters into any arrangements with his creditors; or
- (c) If he becomes of unsound mind or physically or mentally incapable of performing the functions of a Director, and the Directors resolve that he be disqualified.

INDEMNITY.

12. Save and except so far as the provisions of this Article shall be avoided by Statute, the Directors, Managing Directors, Managers, Auditors, Secretary, and other officers for the time being of the Company, and the trustees (if any) for the time being acting in relation to any of the affairs of the Company, and every one of them and of their successors shall be indemnified and secured harmless out of the assets and profits of the Company from and against all actions, costs, charges, losses, damages and expenses which they or any of them or their successors shall or may incur or sustain by or by reason of any act done, con-
curred in or omitted in or about the execution of their duty or supposed duty in their respective offices or trusts, except such (if any) as they shall incur or

sustain through or by their own wilful neglect or default respectively, and none of them shall be answerable for the acts, receipts, neglects or defaults of any other or others of them, or for joining in any receipt for the sake of conformity or for any bankers or other persons with whom any moneys or effects belonging to the Company shall or may be lodged or deposited for safe custody or for the insufficiency or deficiency of any security upon which any moneys of or belonging to the Company shall be placed out or invested or for any other loss, misfortune, or damage which may happen in the execution of their respective offices or trusts or in relation thereto except the same shall happen by or through their own wilful neglect or default respectively.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

R. McCann
Iron & Steel Merchant
11 St. Andrew's Place, Greenock, Glasgow,

James Stewart
Finance Secretary
83 Victoria Park Drive North, Glasgow W.4.

Dated the *29th day of March, 1950*

Witness to the above signatures:

William L. Witham,
53, Bantock St.,
Glasgow, C.3.
Chartered Accountant.

THE STAMP ACT 1891.

(54 & 55 VICT., CH. 39.)

COMPANY LIMITED BY SHARES.

Statement of the Nominal Capital

OF

Blythwood Decimators

LIMITED.

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section 7 of the Finance Act 1899, Section 39 of the Finance Act 1920, and Section 41 of the Finance Act 1933.

NOTE.—The Stamp Duty on the Nominal Capital is Ten Shillings for every £100 or fraction of £100.

This Statement is to be filed with the Memorandum of Association or other Document when the Company is registered.

Presented by

William Charles Batten,
116, Blythwood Street, Glasgow, C.2.

The Solicitors' Law Stationery Society, Limited,
157 Hope Street, Glasgow, C.2.
PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS.

Companies Form C



THE NOMINAL CAPITAL

OF

Blythwood Decorators

, Limited,

is £500, divided into 500

Shares of £1 each.

*Signature *[Handwritten Signature]*

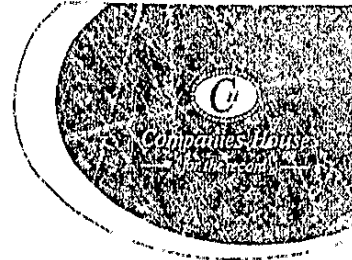
Description *Director*

Dated the *29th* day of *March* 19*50*

* This Statement should be signed by an Officer of the Company.

10050

NOTE—This margin is reserved for binding, and must not be written across.



Crown Way Cardiff CF14 3UZ
www.companieshouse.gov.uk

NOTICE OF ILLEGIBLE DOCUMENTS

Companies House regrets that documents in this company's microfiche record have pages which are illegible.

This has been noted but unfortunately steps taken to rectify this were unsuccessful.

Companies House would like to apologise for any inconvenience this may cause.

COMPANY INFORMATION SUPPLIED BY COMPANIES HOUSE

Companies House is a registry of company information. We carry out basic checks to make sure that documents have been fully completed and signed, but we do not have the statutory power or capability to verify the accuracy of the information that companies send to us. We accept all information that companies deliver to us in good faith and place it on the public record. The fact that the information has been placed on the public record should not be taken to indicate that Companies House has verified or validated it in any way.