

To whom should Companies Registry direct any enquiries about the information shown on this form?

Contact Name:

H a n o v e r C o m p a n y S e r v i c e s L t d

Address:

4 4 U p p e r B e l g r a v e R o a d

C l i f t o n

B r i s t o l

Postcode:

B S 8 2 X N

Company Secretary

Title:

Forenames:

Surname:

H C S S e c r e t a r i a l L i m i t e d

*See Note 1

Previous Name*:

Address:

4 4 U p p e r B e l g r a v e R o a d

C l i f t o n

B r i s t o l

Postcode:

B S 8 2 X N

Country:

Usual residential address must be given. In the case of a company, give the registered or principal office address. Use a separate row for each address line.

Consent Signature

I consent to act as secretary of the company named on page 1

Signed: 

Date (DD/MM/YYYY):

2 7 / 1 1 / 0 8



For & On behalf of HCS Secretarial Limited

Number of continuation sheets attached to form:

Agent sign here
OR

Signed: _____ _____	Date (DD/MM/YYYY): <table border="1" style="width: 100%; height: 20px; border-collapse: collapse;"> <tr> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> </tr> </table>										

All subscribers
sign here

Signed:  For & On behalf of HCS Secretarial Ltd	Date (DD/MM/YYYY): <table border="1" style="width: 100%; height: 20px; border-collapse: collapse;"> <tr> <td style="width: 12.5%; text-align: center;">2</td> <td style="width: 12.5%; text-align: center;">7</td> <td style="width: 12.5%; text-align: center;">/</td> <td style="width: 12.5%; text-align: center;">1</td> <td style="width: 12.5%; text-align: center;">1</td> <td style="width: 12.5%; text-align: center;">/</td> <td style="width: 12.5%; text-align: center;">0</td> <td style="width: 12.5%; text-align: center;">8</td> </tr> </table>	2	7	/	1	1	/	0	8
2	7	/	1	1	/	0	8		
Signed:  Aderyn Hurworth	Date (DD/MM/YYYY): <table border="1" style="width: 100%; height: 20px; border-collapse: collapse;"> <tr> <td style="width: 12.5%; text-align: center;">2</td> <td style="width: 12.5%; text-align: center;">7</td> <td style="width: 12.5%; text-align: center;">/</td> <td style="width: 12.5%; text-align: center;">1</td> <td style="width: 12.5%; text-align: center;">1</td> <td style="width: 12.5%; text-align: center;">/</td> <td style="width: 12.5%; text-align: center;">0</td> <td style="width: 12.5%; text-align: center;">8</td> </tr> </table>	2	7	/	1	1	/	0	8
2	7	/	1	1	/	0	8		
Signed: _____ _____	Date (DD/MM/YYYY): <table border="1" style="width: 100%; height: 20px; border-collapse: collapse;"> <tr> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> </tr> </table>								
Signed: _____ _____	Date (DD/MM/YYYY): <table border="1" style="width: 100%; height: 20px; border-collapse: collapse;"> <tr> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> </tr> </table>								
Signed: _____ _____	Date (DD/MM/YYYY): <table border="1" style="width: 100%; height: 20px; border-collapse: collapse;"> <tr> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> <td style="width: 12.5%;"></td> </tr> </table>								

Notes

1. For an individual, his present forename(s) and surname must be given, together with any previous forename(s) or surname(s).

In the case of a peer or person usually known by a title different from his surname, 'surname' means that title. In the case of a corporation, its corporate name must be given.

A previous forename or surname need not be given if:-

(a) in the case of a married woman, it was a name by which she was known before her marriage; or

(b) it was changed or ceased to be used at least 20 years ago, or before the person who previously used it reached the age of 18; or

(c) in the case of a peer or a person usually known by a British title different from this surname, it was a name by which he was known before he adopted the title or succeeded to it.

2. The names must be given of all bodies corporate incorporated in Northern Ireland of which the director is also a director, or has been a director at any time during the preceding five years.

However, a present or past directorship need not be disclosed if it is, or has been, held in a body corporate which, throughout that directorship, has been:-

(a) a dormant company (which is a company which has had no transactions required to be entered in the company's accounting records, except any which may have arisen from the taking of shares in the company by a subscriber to the memorandum as such);

(b) a body corporate of which the company making the return was a wholly-owned subsidiary;

(c) a wholly-owned subsidiary of the company making the return; or

(d) a wholly-owned subsidiary of a body corporate of which the company making the return was also a wholly-owned subsidiary.



00578517

G

COMPANIES FORM No 23

Statutory Declaration of compliance with requirements on application for registration of a company



Please do not write in this margin

Pursuant to Article 23(3) of the Companies (Northern Ireland) Order 1986.

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies

For official use

For official use

Three empty boxes for official use

One empty box for official use

Name of company

*360 Production Limited

* insert full name of company

I Richard O'Driscoll; authorised signatory of HCS Secretarial Limited of 44 Upper Belgrave Road Clifton Bristol BS8 2XN

^ delete as appropriate

do solemnly and sincerely declare that I am a [Solicitor engaged in the formation of the company]^ [person named as director or secretary of the company in the statement delivered to the registrar under Article 21(2)]^ and that all the requirements of the above Order in respect of the registration of the above company and of matters precedent and incidental to it 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 44 Upper Belgrave Road Clifton, Bristol, BS8 2XN

Declarant to sign below

the Twenty Seventh day of November Two thousand and Eight before me Peter Whicher

A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths.

Presentor's name, address and reference (if any):

Hanover Company Services Limited, 44 Upper Belgrave Road Clifton Bristol BS8 2XN

For official use

Public Office

New Companies Section



00578519

COMPANIES (Northern Ireland) ORDERS 1986 to 1990

& COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION

of

360 Production Limited



1. In these Articles:

The order" means the Companies (Northern Ireland) Order 1986 and any statutory modification or re-enactment for the time being in force thereof and any provisions of the Companies Act 2006 for the time being in force.

"Table A" means Table A in the Companies (Tables A to F) Regulations (Northern Ireland) 1986 (S.R. 1986 no. 264) as amended by the Companies (Tables A to F) (Amendment) Regulations (Northern Ireland) 2007 (S.R. 2007 No. 394) and the Companies (Tables A to F) (Amendment No. 2) Regulations (Northern Ireland) 2007 (S.R. 2007 No. 425).

2. Subject as hereinafter provided, the regulations contained in Table A shall apply to the Company.

3. Regulations 24, 77 to 79 and 94 of Table A shall not apply to the Company, but the articles hereinafter contained and the remaining regulations of Table A, subject to the modifications hereinafter expressed, shall constitute the regulations of the Company.

4. Share Capital 4.1 The Share Capital of the Company is £100 divided into 100 Ordinary Shares of £1 each

4.2 In Regulation 2 of Table A there shall be substituted for the words following "issued with" the words "or have attached to it such rights or restrictions as the Company may by special resolution determine"

5. Lien and Forfeiture 5.1 The Lien conferred by Regulation 8 of Table A shall attach to fully paid as well as partly paid shares and to all shares registered in the name (whether as sole or joint holder) of any person indebted or under liability to the Company. The registration of a transfer of a share shall operate as a waiver of any lien of the Company on that share.

5.2 In regulation 8 of Table A there shall be substituted for the words "any amount payable in respect of it" the words "all distributions and other moneys or property attributable to it", and the same words shall be substituted in Regulation 19 for the words "all dividends or other moneys payable in respect of the forfeited shares".

6. Alteration of Share Capital 6.1 In Regulation 32 of Table A there shall be inserted after the words "the resolution may" in paragraph (c) the parenthesis "(if it is a special resolution)"

6.2 In Regulation 33 of Table A the parenthesis "(including, subject to the provisions of the Act, the Company)" shall be omitted.

7. Votes of Members 7.1 In Regulation 54 of Table A there shall be inserted after the second occurrence of the words "every member" the words "present in person or by proxy"

7.2 In Regulation 61 of Table A there shall be substituted for the words following "the instrument appointing a proxy shall be in" the words "any form which enables the members to direct how their votes are to be exercised on each of the resolutions comprised in the business of the meeting for which it is to be used".

8. Number of Directors The number of directors shall not be less than one.

9. Dividends

In Regulation 104 of Table A there shall be inserted after the words "as from a particular date" the words "or a particular event"

Name and Address

Aderyn Hurworth
44 Upper Belgrave Road
Clifton
Bristol BS8 2XN




Richard O'Driscoll
For and on Behalf of;
HCS Secretarial Limited
44 Upper Belgrave Road
Clifton
Bristol BS8 2XN



Dated 14/11/08

Witness to the above signatures


Merrill Godwin
44 Upper Belgrave Road
Clifton
Bristol BS8 2XN

COMPANIES (Northern Ireland) ORDERS 1986 to 1990

PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION

of

360 Production Limited



1. The name of the Company is 360 Production Limited
2. The Registered office of the Company will be situated in Northern Ireland
3. The objects for which the Company is established are:
 - 3.1 to carry on the business of a General Commercial Company
 - 3.2 to design manufacture and deal in any materials, articles or components and to provide any services which may be required for the purposes of a business of the above description or which may be conveniently or advantageously made or supplied in connection with it
 - 3.3 to promote and to acquire all or any of the share or loan capital of any company wherever incorporated and engaging or proposing to engage in any activity an interest in which appears likely to be advantageous to the Company; to provide administrative financial and other services and facilities for any company in which the Company is interested or for any other persons and to sell or dispose of the undertaking or any property or assets of the Company for such consideration as may be thought fit including the share or loan capital or other obligation of any body corporate'
 - 3.4 To acquire all types of property including without limitation freehold or leasehold property
 - 3.5 to borrow or raise money in any manner and to secure the same or the repayment or performance of any debt, liability, contract, guarantee or other engagement incurred or entered into by the company, and in particular by the issue of debentures secured on all or any of the Company's property (both present and future) including its uncalled capital; and to purchase, redeem or pay off any securities.
 - 3.6 to do all or any of the above things either alone or as a member of a partnership trading group or consortium and in any part of the world
 - 3.7 to do all such other things as may appear incidental or conducive to the pursuit or attainment of any of the above objects or to the exercise of any power (whether express or implied) possessed by the Company.
4. The liability of the members is limited.
5. The share capital of the Company is £100 divided into 100 Ordinary Shares of £1 each.

We the Subscribers to this Memorandum of Association wish to be formed into a Company pursuant to this Memorandum; and we agree to take the number of shares specified opposite our respective names.

Name and Address

Number of shares taken

Aderyn Hurworth
44 Upper Belgrave Road
Clifton
Bristol BS8 2XN



1

Richard O'Driscoll
For and on Behalf of;
HCS Secretarial Limited
44 Upper Belgrave Road
Clifton
Bristol BS8 2XN




1

Total Shares taken

2

Dated 14/11/08

Witness to the above signatures


Merrill Godwin
44 Upper Belgrave Road
Clifton
Bristol BS8 2XN



NI071206

I HEREBY CERTIFY that

360 Production Limited

is this day incorporated under the Companies (Northern Ireland)
Order 1986; and that the Company is limited

Given under my hand at Belfast, this the SECOND day of
DECEMBER two-thousand and EIGHT

Geraldine Gaugh

for Registrar of
Companies for Northern Ireland