



FILE COPY

**CERTIFICATE OF INCORPORATION
ON BECOMING A
COMMUNITY INTEREST COMPANY**

Company No. 4433833

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

MDC PUBLISHING LIMITED

having changed its name; is now a Community Interest Company; and is incorporated under the name of:

KIDS TASK FORCE C.I.C

Given at Companies House on **29th September 2009**



C04433833S



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

Company number: 04433833

MONDAY



The Companies Acts 1985 to 2006

Company limited by shares

WRITTEN SPECIAL RESOLUTION

OF

MDC Publishing Limited

("the Company")

PURSUANT TO CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006

Circulation Date: 21 September 2009

We, the undersigned, being the only two members of the Company who, at the date of the circulation of this resolution, are entitled to attend and vote at general meetings of the Company hereby pass the following special resolution by way of written resolution:

SPECIAL RESOLUTION

That:

- (i) the name of the Company be changed to "Kids Task Force C.I.C.";
- (ii) the Company's existing memorandum of association be amended so that it takes the form of the memorandum of association attached to this resolution; and
- (iii) the articles of association attached to this resolution be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the Company's existing articles.

Signed by Sharon Doughty

Date:

21/9/09

Signed by Neil Evans

Date:

21/9/09

CIC 37**Declarations on Conversion to a
Community Interest Companyⁱ**

*Please
complete in
typescript,
or in bold
black
capitals.*

Company Number **4433833**

Company Name in full **MDC Publishing Limited**

Proposed Company
Name in full **Kids Task Force C.I.C.**

Community Interest Company

SECTION A: COMMUNITY INTEREST STATEMENT – beneficiaries

1. We/I, the undersigned, declare that the company will carry on its activities for the benefit of the community, or a section of the communityⁱⁱ. [Insert a short description of the community, or section of the community, which it is intended that the company will benefit in the space provided below]ⁱⁱⁱ

The company's activities will provide benefit to ...

The company's activities will provide benefit in particular to children and young people and in general to the wider public across the whole of the United Kingdom and the international community.

MONDAY



L0HUEDNA

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28/09/2009

20

COMPANIES HOUSE

COMPANY NUMBER 4433833

SECTION B: Community Interest Statement – Activities & Related Benefit

Please indicate how it is proposed that the company's activities will benefit the community, or a section of the community. Please provide as much detail as possible to enable the CIC Regulator to make an informed decision about whether your company is eligible to become a community interest company. It would be useful if you were to explain how you think your company will be different from a commercial company providing similar services or products for individual or personal gain.

<p>Activities (Tell us here what the company is being set up to do)</p>	<p>How will the activity benefit the community? <i>(The community will benefit by...)</i></p>
<p>Develop and sell educational programmes to help young people become aware of the risks they face in their day to day lives and to help them develop strategies to manage those risks.</p>	<p>The young people will benefit from a raised awareness and understanding of the risks and dangers they face in life. The risks highlighted by the company include bullying, drugs, internet safety, road safety, drowning, self harm etc. As a result of the company's work, young people will be able to identify risks and dangers in life and use what they have learnt from the company's programmes to reduce the impact of these risks and dangers, on themselves, their friends and relatives. This will result in better safety for young people.</p> <p>The general public will also benefit from there being more young people who are better educated in risk and danger issues and who are better equipped to look after their own safety and that of their friends and relatives.</p>
<p>Develop and sell educational programmes for adults who have responsibility for children and young people who may be at risk.</p>	<p>Caring adults will benefit from developing knowledge and skills to help children and young people to identify potential risks and dangers, thus enabling them to help reduce the impact of such risks and dangers.</p>
<p>If the company makes any surplus it will be used for...</p> <p>It is not expected that the company will generate any surplus initially. It is hoped however that the company will break even. In the short term, it is intended that any surplus generated will be reinvested in the company to achieve its objects. In the longer term, the company may decide to pay dividends to its shareholders, subject to the restrictions in the Act and the Regulations.</p>	

(Please continue on separate continuation sheet if necessary.)

COMPANY NUMBER **4433833**

SECTION C: Declarations on conversion to a community interest company

Please delete either **DECLARATION 1A** or **DECLARATION 1B** below.^{iv}

Declaration 1A.

We/~~we~~ further declare that:

(i) the company is not a charity (as defined in the Charities Act 1993) or a Scottish charity^v or a Northern Ireland charity^{vi}. (as defined in section 63(1) of the Companies (Audit, Investigations and Community Enterprise) Act 2004 ("the Act").

Declaration 1B.

We/I further declare that:

~~(i) the Charity Commissioners have given the company written consent to change its name to comply with section 33 of the Act^{vii}~~

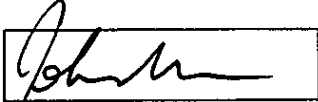
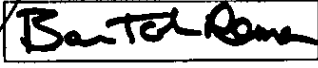


Declaration 2

We/~~we~~, the undersigned, declare that the company in respect of which this application is made will not be:

- (a) a political party;
- (b) a political campaigning organisation; or
- (c) a subsidiary of a political party or of a political campaigning organisation.^{viii}

SECTION C: SIGNATORIES

Each person who is a director of the company must sign the declarations.

Signed		Date	<input type="text" value="21/9/09"/>
Signed		Date	<input type="text" value="21/9/09"/>
Signed		Date	<input type="text" value="21/9/09"/>
Signed		Date	<input type="text" value="21/9/09"/>
Signed	<input type="text"/>	Date	<input type="text"/>

(Please continue on separate continuation sheet if necessary.)

CHECKLIST

This form must be accompanied by the following documents:

- (a) Special resolution to alter the company's memorandum to state that it is to be a community interest company
- (b) Special resolutions under the Companies Act 1985 or Companies (Northern Ireland) Order 1986 to make such alterations of the company's memorandum and articles as the company considers necessary to comply with requirements imposed by section 32 of the Act and Part 3 of the Regulations or which are otherwise appropriate in connection with becoming a community interest company
- (c) Special resolution to change the company's name to comply with section 33 of the Act
- (d) Copy of the memorandum and articles of the company as altered by the special resolutions
- (e) Any completed continuation sheets

You do not have to give any contact information in the box opposite but if you do, it will help the Registrar of Companies to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Bates Wells and Braithwaite London LLP	
2 - 6 Cannon Street, London	
EC4M 6YH	
Tel 0207 5517777	
DX Number	42609 DX Exchange Cheapside 1

When you have completed and signed the form please send it to the Registrar of Companies at:

For companies registered in England and Wales: Companies House, Crown Way, Cardiff, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland: Companies House, 4th Floor, Edinburgh Quay 2, 139
Fountainbridge, Edinburgh, EH3 9FF DX 235 Edinburgh or LP - 4 Edinburgh 2

For companies registered in Northern Ireland: Companies Registry, Department of Enterprise, Trade
and Investment, Waterfront Plaza, 8 Laganbank Road Belfast BT1 3BS

NOTES

ⁱ This form will be placed on the public record. Any information relevant to the application that you do not wish to appear on the public record, should be described in a separate letter addressed to the CIC Regulator and delivered to the Registrar of Companies with the other documents.

ⁱⁱ The community interest test is referred to in section 35 of the Companies (Audit, Investigations and Community Enterprise) Act 2004 and is expanded upon in regulations 3, 4 & 5 of the Regulations.

ⁱⁱⁱ E.g. "the residents of Oldtown" or "those suffering from XYZ disease".

^{iv} A community interest company cannot benefit from charitable status. An existing company which wishes to become a community interest company must either not have charitable status (in which case delete declaration 1B) or must satisfy the criteria set out in paragraph 2B (in which case delete declaration 1A).

^v A Scottish charitable company is a company, which is a Scottish charity. A Scottish charity is a body entered in the Scottish Charity register, kept by the Office of the Scottish Charity Regulator under the Charities and Trustee Investment (Scotland) Act 2005.

^{vi} Northern Ireland charity is a company, which is a Northern Ireland charity. A Northern Ireland charity is a body that has applied to the Inland Revenue and been granted charitable status for tax purposes.

^{vii} Scottish charities and Northern Ireland charities may not at present become community interest companies (although this is expected to change). The permission of the Charity Commissioners is required before a charitable company, which is a charity under the law of England, and Wales can change its name to become a community interest company.

^{viii} A company is not eligible to be formed as a community interest company if it will be an "excluded company". If you are not sure whether the company which you wish to form falls into any of these categories, you should refer to the definitions of the terms "political party", "political campaigning organisation" and "subsidiary" (and of the related terms "election", "governmental authority", "public authority" and "referendum") in Regulation 2 of the Regulations before completing this form.