



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

41a

Please do not write in this binding margin

Pursuant to section 3(5) of the Companies Act 1980

For official use

Company number

[] [] [] [] [] []

1581852

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

*Insert full name of Company

Name of Company

10 Aberdeen Road Management Limited

I, Malcolm Roy Chettleburgh
of 140/141 Temple Chambers, Temple Avenue, London, EC4Y 0DT

†Please indicate whether you are a Solicitor of the Supreme Court (or in Scotland a Solicitor) engaged in the formation of the company, or a person named as director or secretary of the company in the statement delivered under section 21 of the Companies Act 1976

do solemnly and sincerely declare that I am a person named as Secretary of the
Company in the Statement delivered under Section 21 of
the Companies Act 1976 of

10 Aberdeen Road Management Limited

and that all the requirements of the Companies Acts 1948 to 1980 in respect of the registration of the said company and of matters precedent 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 Temple Chambers
Temple Avenue, London, EC4Y 0DT

Signature of Declarant

the 28th day of July
One thousand nine hundred and eighty-one

before me Ivan I Henry

A Commissioner for Oaths or Notary Public or Justice of the Peace or ~~Solicitor~~ having the powers conferred on a ~~Justice of the Peace~~ Justice of the Peace (Inner London)

Presenter's name, address and reference (if any):
M.R.Chettleburgh Ltd,
140/141 Temple Chambers
Temple Avenue,
London EC4Y 0DT

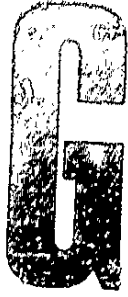
For official use
New companies section

Post room

Statement on formation of a company to be incorporated with limited liability under the Companies Act 1948

PUC1

Pursuant to Part V of the Finance Act 1973



Please do not write in this binding margin

For official use Company number

1581852 2

Please do not write in the space below. For Inland Revenue use only

Name of company

10 ABERDEEN ROAD MANAGEMENT Limited*

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

*delete if inappropriate

†Distinguish between ordinary, preference, etc.

A Nominal Capital	£10.		
Description of shares†	Ordinary		
B Nominal value of each share	£1	£	£
C Number of shares taken on incorporation	2 Subscriber Shares		
D Total amount payable on each (including premium if any)	£ NIL	£	£
E Amount paid or due and payable on each	£ NIL	£	£
F Total amount paid or due and payable in respect of C	£	NIL	
G Capital duty payable on F at £1 per £100 or part of £100	£	NIL	

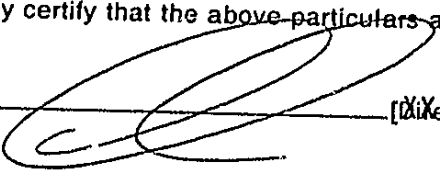
Notes

This form must be delivered to the Registrar of Companies when applying for incorporation of the company.

If amounts are contributed otherwise than in cash, that fact with full particulars must be stated and attached to this form.

Please tick box if attached

I hereby certify that the above particulars are correct in all respects

Signed  [Director] [Secretary]† Date 28th July, 1981

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

M.R. Chettleburgh Limited
140/141 Temple Chambers,
Temple Avenue,
London, E.C.4.

For official use
Capital section

Post room

30 JUL 1981

126680/2



1581852/3

THE COMPANIES ACTS 1948 TO 1980

A PRIVATE COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF
10 ABERDEEN ROAD MANAGEMENT LIMITED.

1. The name of the Company is: 10 ABERDEEN ROAD MANAGEMENT LIMITED.
2. The Registered Office of the Company will be situate in England.
3. The objects for which the Company is established are: -
 - (a) To acquire a property by long lease, freehold, purchase or assignment and to hold the same subject to and with the benefit of leases of the flats and/or maisonettes therein and if required to grant long leases of the said flats and/or maisonettes (and car parking areas if any) therein.
 - (b) To manage the said property and to collect the rents and income thereof and to supply services to the lessees and/or occupiers of the flats and/or maisonettes comprised therein.
 - (c) To borrow and raise money and to enter into such mortgages and arrangements in such manner as the Company shall think fit.
 - (d) To do such other things as are incidental or conducive to the attainment of the above objects or as are calculated to enhance the value and beneficial advantage of the said property and the flats and/or maisonettes comprised therein.
4. The liability of the members is limited.
5. The share capital of the Company is £10 divided into 10 Shares of £1 each.

10/9/81

M.R. Chetty

- 1 -

Mtd £50
686083



WE, the persons whose names and addresses are subscribed hereafter 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 the Subscribers*

*Number of Shares taken
by each Subscriber*

*M.R. Chettleburgh Limited
by Malcolm Roy Chettleburgh a duly
authorised Officer
140/141 Temple Chambers,
Temple Avenue,
London, E.C.4.*

One

Company Registration Agents

*Chettleburgh International Limited
by Malcolm Roy Chettleburgh a
duly authorised Officer,
140/141 Temple Chambers,
Temple Avenue,
London, E.C.4.*

One

Company Registration Agents

Dated the 23rd July 1981

Witness to the above signatures: -

*Robert S. Kelford
5 Artemis Close,
Gravesend,
Kent.*

Company Director

THE COMPANIES ACTS 1948 TO 1980
A PRIVATE COMPANY LIMITED BY SHARES

1581852/4

ARTICLES OF ASSOCIATION OF
10 ABERDEEN ROAD MANAGEMENT LIMITED.

PART I

1. *The Company shall in due course acquire a property as mentioned in Clause 3(a) of the Memorandum of Association upon such arrangements and terms as the Directors may approve.*
2. *So long as the Company is the owner (of a Lease or freehold) of the said property the regulations contained in Part II hereof shall apply to the Company and in the case of any inconsistency between the said regulations and any regulations otherwise applicable to the Company the regulations contained in Part II hereof shall during the said period prevail, provided that in no case shall such regulations operate in such a way that the Company ceases to be a private Company.*
3. *Subject to regulation 2 hereof the regulations contained in Part III hereof shall at all times apply to the Company.*
4. *Save as hereinafter provided the regulations contained in Part I of Table A of the First Schedule to the Companies Act 1948 as amended by paragraph 36 of the Third Schedule to the Companies Act 1980 shall apply to the Company.*

PART II

5. *The Directors of the Company shall within a period of five years from the date of incorporation of the Company be entitled to exercise the Company's power to allot grant options over or otherwise dispose of the entire amount of the original share capital of the Company. The members of the Company shall have the power from time to time by Ordinary Resolution to renew or revoke the Directors exercise of the Company's power to allot grant options over or otherwise dispose of any shares in the capital of the Company but no authority for the Directors to allot grant options over or otherwise dispose of shares shall be valid for more than five years from the date of passing the members resolution to which it relates. Except during such time as a share might be held by the Subscribers to these Articles of Association each of the issued shares in the Company shall be allocated to one of the flats and/or maisonettes in the manner set out in Regulation IIB hereof and shall be paid for in full immediately on allotment.*

6. There shall be made such transfers and allotments of shares as shall ensure that the Owner of each flat and/or maisonette holds whether by transfer of allotment in respect of such flats and/or maisonettes one share in the Company, being the share allocated to that flat and/or maisonette as aforesaid and so that no person who is not the owner of a flat and/or maisonette holds any shares in the Company.

7. (a) Except during such time as a share might be held by the Subscribers to these Articles of Association a Share shall be transferred and may only be transferred upon a change in the ownership of a flat and/or maisonette or reversion in respect of which it is held and to the person becoming or about to become upon such change the Owner of such flat and/or maisonette or entitled to such reversion.

(b) The price to be paid upon the transfer of a share shall be its nominal value.

(c) If the holder of a share refuses or neglects or shall (in the opinion of the person being by this regulation deemed to have power to transfer such share) be unable to transfer it in accordance with this regulation the Chairman for the time being of the Directors or, failing him, one of the Directors duly nominated by resolution of the Board for that purpose shall forthwith be deemed to be the duly appointed attorney of that holder with full power in his name and on his behalf, to execute, complete and deliver a transfer of his share to the person to whom it should be transferred hereunder and the Company may receive and give a good discharge for the purchase money and enter the name of the transferee in the Register of Members as the holder by transfer of the said share.

8. If more than one person is jointly the Owner of a flat and/or maisonette or entitled to such reversion as aforesaid such person shall jointly hold the corresponding share in the Company but shall have only one vote in right of such share, whether as member or Director which shall be cast by the holder whose name first appears in the register of members.

9. The provisions of Table A as to the appointment, rotation and removal of Directors shall not apply. All members of the Company for the time being shall automatically be its Directors, provided that a member being a body corporate shall not be a Director but shall appoint a natural person to be a Director.

10. (a) The members of the Company shall from time to time and whenever called upon so to do by the Company pay to the Company a rateable proportion of all costs, losses and expenses properly incurred by the Company in relation to the property.

(b) The rateable proportion payable under this regulation in respect of each share and the flat and/or maisonette to which it is allocated shall be an equal part proportionate to the number of flats and/or maisonettes unless the members of the Company shall unanimously agree to the contrary.

PART III

11. In Regulation I of Table A, Part I, the words 'and in any Articles adopting the same' shall be inserted immediately after the words 'Regulations' where it first occurs.

12. In Regulation II of Table A, Part I, the words ('not being a fully paid share') and ('other than fully paid shares') shall be omitted.

13. Regulations 40 to 43 inclusive of Table A Part I shall not apply.

14. In Regulation 49 of Table A, Part I, for the words 'any two members' there shall be substituted the word 'Member'.

15. *In sub-clause (b) of Regulation 58 of Table A, Part I for the words 'at least three members' there shall be substituted the words 'any member' and sub-clause (c) and (d) of the said regulation shall not apply.*

16. *Regulation 75 of Table A, Part I, shall not apply.*

17. *Regulation 84 of Table A, Part I, shall not apply. Any Director or any Company or firm of which a Director is a member may enter into contracts with the Company and any Director may vote as Director or shareholder in respect of such contract and retain for his own use profits made by him under any such contract; provided always that unless he is at the time sole Director he must disclose his interest to his Co-Directors before the contract is entered into by the Directors, and if he is at the time sole Director, or if all the Directors are interested in the contract the contract must be entered into by the Company in General Meeting, and before the contract is entered into the Director or Directors must disclose his or their interest to the meeting. This proviso does not apply to the acquisition of the property referred to in clause 3(a) of the Memorandum of Association. A general notice to the Directors given at a meeting of the Directors by any Director to the effect that he is a member of any specified company or firm and is to be regarded as interested in any contract which may thereafter be made with that company or firm shall be deemed a sufficient disclosure of interest in regard to any contract so made.*

18. *No Director shall at any time be required to retire or vacate his office of Director or be ineligible for re-appointment as Director by reason of his attaining or having attained the age of seventy or any other age and Regulation 88 of Table A, Part I, shall in its application to the Company be modified accordingly.*

Names, Addresses and Descriptions of the Subscribers

M.R. Chettleburgh Limited
by Malcolm Roy Chettleburgh a duly
authorised Officer
140/141 Temple Chambers,
Temple Avenue,
London, E.C.4.

Company Registration Agents

Chettleburgh International Limited
by Malcolm Roy Chettleburgh a
duly authorised Officer,
140/141 Temple Chambers,
Temple Avenue,
London, E.C.4.

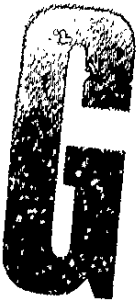
Company Registration Agents

Dated the 16th July 1981

Witness to the above signatures: -

Robert S. Kelford
5 Artemis Close,
Gravesend,
Kent.

Company Director



THE COMPANIES ACTS 1948 TO 1976

Statement of first directors and secretary and intended situation of registered office

Form No. 1

1

Pursuant to sections 21 and 23(2) of the Companies Act 1976

Please do not write in this binding margin

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

Company number

1581852/5

Name of Company

10 Aberdeen Road Management Limited

* delete if inappropriate

The intended situation of the registered office of the company on incorporation is as stated below

140/141, Temple Chambers, Temple Avenue, London, E.C.4Y OHE

If the memorandum is delivered by an agent for the subscribers of the memorandum, please mark 'X' in the box opposite and insert the agent's name and address below.

X

M. R. CHETTLEBURGH LIMITED, 140/141 Temple Chambers, Temple Avenue, London, E.C.4Y OHE. tele:- 01.353.1441.

If the spaces provided on page 2 are insufficient and use has been made of continuation sheets (see note 1), please enter in the box opposite the number of continuation sheets which form part of this statement

[Empty box for continuation sheets]

Presenter's reference (if any):

M.R.Chettleburgh Ltd 140/141 Temple Chambers Temple Avenue, London E.C.4Y OHE.

01-353.1441.

For official use General section

Post room



The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company are as follows:

Please do not write in this binding margin



Important
The particulars to be given are those referred to in section 21(2)(a) of the Companies Act 1976 and section 200(2) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

Name (note 2)	M.R. CHETTLEBURGH LIMITED	Business occupation	Company Registration Agents
Former name(s) (note 3)		Nationality	British Company
Address (note 4)	R.O. 140/141 Temple Chambers, Temple Avenue London, E.C.4Y OHE.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)	None		
We hereby consent to act as director of the company named on page 1			
Signature		A director and duly authorised Officer	Date 16th July, 1981

The name(s) and particulars of the person who is, or the persons who are, to be the first secretary, or joint secretaries, of the company are as follows:

Name (notes 2 & 7)	Malcolm Roy Chettleburgh
Former name(s) (note 3)	
Address (notes 4 & 7)	140/141 Temple Chambers, Temple Avenue London E.C.4Y OHE
I hereby consent to act as secretary of the company named on page 1	
Signature	 Date 16.7.1981

* as required by section 21(3) of the Companies Act 1976

Signed by or on behalf of the subscribers of the memorandum*

† delete as appropriate

Signature		Subscriber [Agent]†	Date 16.7.1981
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Signature		Subscriber [Agent]†	Date 16.7.1981
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FILE COPY



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

No. 1581852

I hereby certify that

10 ABERDEEN ROAD MANAGEMENT LIMITED

is this day incorporated under the Companies Acts 1948 to 1980 as a private company and that the Company is limited.

Given under my hand at Cardiff the 21ST AUGUST 1981

A handwritten signature in black ink, appearing to read 'R. Wilson', written over a horizontal line.

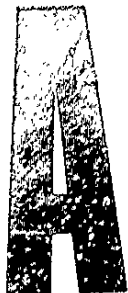
Assistant Registrar of Companies

3

THE COMPANIES ACTS 1948 TO 1976

Notice of new accounting reference date given during the course of an accounting reference period

Pursuant to section 3(1) of the Companies Act 1976



Please do not write in this binding margin

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

To the Registrar of Companies

For official use Company number

15

1581852

Name of company

10 ABERDEEN ROAD MANAGEMENT Limited*

*delete if inappropriate

Note

Please read notes 1 to 5 overleaf before completing this form

hereby gives you notice in accordance with section 3(1) of the Companies Act 1976 that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is as shown below:

Day Month

3 0 0 6

†delete as appropriate

The current accounting reference period of the company is to be treated as [shortened] [extended]† and [is to be treated as having come to an end] [will come to an end]† on

Day Month Year

3 0 0 6 1 9 8 2

See note 4(c) and complete if appropriate

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 3(6)(c) of the Companies Act 1976, the following statement should be completed:

‡delete as appropriate

The company is a [subsidiary] [holding company]‡ of _____, company number _____ the accounting reference date of which is _____

§delete as appropriate

Signed

Angela Towler

[Director] [Secretary] §Date

22/10/82

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

Mrs A Towler
10 Aberdeen Road
Bristol BS6 6HT

For official use
General section

Post room

