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THE COMPANIES ACTS 1948 TO 1976

Declaration of compliance with the requirements of the Companies Acts 1948 to 1976 on application for registration of a company

Pursuant to section 15(2) of the Companies Act 1948 as amended by 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

1147943

Name of Company

51 FRANCES ROAD MANAGEMENT Limited

\* delete as appropriate

I, ROGER KAREL BOLT of WINSTON HOUSE 349, REGENTS PARK ROAD LONDON N3

† in Scotland delete "of the Supreme Court"

# delete the two alternatives not applicable

do solemnly and sincerely declare that I am # a Solicitor of the Supreme Court† engaged in the formation # a person named as a Director in the statement delivered under section 21 of the Companies Act 1976 # a person named as Secretary in the statement delivered under section 21 of the Companies Act 1976 of 51 FRANCES ROAD MANAGEMENT Limited\*

and that all the requirements of the Companies Acts 1948 to 1976 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 351 Regent Park Road London N3

the 14 day of August One thousand nine hundred and seventy nine before me T L Cooper

A Commissioner for Oaths / Solicitor Notary Public / Justice of the Peace\*

Presenter's ref: 4/RB/51/79 telephone no: 01 349 0521 name and address: OS MOND HAUNT - RCSC WINSTON HOUSE 349, REGENTS PARK ROAD

For official use General section

Postroom

RECORDED AT LONDON

CD9228





# Statement on Formation of a Company to be Incorporated with Limited Liability under the Companies Acts 1948 to 1976

Pursuant to Part V, Finance Act 1973

**PUC 1**  
(Capital duty payable  
but no registration fee)

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

Company number

1447533

For official use

[ ] [ ] [ ]

Please do not  
write in this  
binding margin

Name of Company

51 FRANCES ROAD MANAGEMENT

Limited\*

A Nominal capital (i)

£100

B Nominal value of each share

£2.5

C Number and description of shares  
taken on incorporation (ii)

2  
ORDINARY SHARES

D Total amount payable on each (ii)  
(including premium if any)

£2.5

E Amount paid or due and payable  
on each (iii)

OR ~~£2.5~~ 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

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

Signed

*Ray Boer*

Description

Director

Date

9th August 1979

(i) Distinguish between Preference, Ordinary, Redeemable Preference, etc. shares.

(ii) If amounts are contributed otherwise than in cash, that fact with full particulars must be stated.

Note:- This form must be delivered to the Registrar of Companies when applying for incorporation of the Company.

Presenter's ref: 31RB/315/79

telephone no: 01-344-0821

name and address:

OSMOND AUNT + ROSE  
WINSTON HOUSE  
3477 REYNOLDS PARK RD  
LONDON N3

CD9228

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THE COMPANIES ACTS 1948 to 1976

1147533

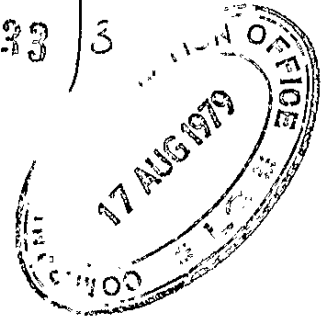
3

COMPANY LIMITED BY SHARES

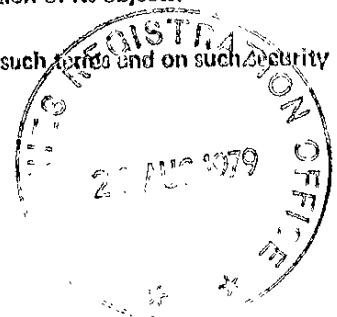
## MEMORANDUM OF ASSOCIATION

of

51 FRANCES ROAD MANAGEMENT LIMITED



1. The name of the Company is **51 FRANCES 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 the freehold of the property situate at and known as "Trebatha" 51 Frances Road Windsor in the County of Berkshire more particularly described in the draft transfer attached hereto (hereinafter called "the Property") under the terms of the said transfer with or without variation.
  - (b) To exercise the functions of a Residents Association and Management Company formed to safeguard and promote the common interests of the Residents of the four flats comprised in the Property (hereinafter called "the Flats") and to manage the same.
  - (c) To manage and maintain the Property and to perform the covenants and carry out the obligations on the part of the Lessor in relation to the Lessees and occupiers of the Flats which covenants and obligations are more particularly set out in the Leases under which the Flats are held (hereinafter called "the Leases").
  - (d) To collect from the Lessees or occupiers of the Flats such sums as shall be proportionately due from each of them as and when due under the provisions of the Leases.
  - (e) To remunerate any person firm or Company rendering services to the Company whether by cash payment or by the allotment to him or them of securities of the Company credited as paid up in full or in part or otherwise.
  - (f) To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the Company may think necessary or convenient for the promotion of its objects, and to construct maintain and alter any buildings or erections and lay out, maintain and use gardens and amenity grounds.
  - (g) To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Company as may be thought expedient with a view to the promotion of its objects.
  - (h) To borrow or raise money for the purposes of the Company on such terms and on such security as may be thought fit.



51 FRANCES ROAD  
WINDSOR  
BERKSHIRE  
RG4 0AA  
509228

- (i) To invest the moneys of the Company not immediately required for its purposes in or upon such investments, securities or property as may be thought fit.
- (j) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.
- 4. The liability of the Members is limited.
- 5. The share capital of the Company is £100 divided into four shares of £25 each.
- 6. No persons shall be admitted to membership of the Company save the following:-
  - (a) The subscribers here to.
  - (b) The original Lessees of the flats.
  - (c) The persons or persons in whom from time to time any of the Leases shall be vested for the unexpired residue of the term thereof.

Section 23 of the Companies Act 1948 shall not apply to this paragraph.

**INDISTINCT ORIGINAL**

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.
<p><i>[Signature]</i>            1, ORWELL CLOSE            BOLTON AVE..            WINDSOR, BERKS.  <del>INDISTINCT</del>            SURVEYOR.</p>	<p>ONE</p>
<p><i>[Signature]</i>            1 ORWELL CLOSE            BOLTON AVE..            WINDSOR, BERKS            COMPANY SECRETARY.</p>	<p>ONE</p>

DATED the 13<sup>th</sup> day of August 1979  
 WITNESS to the above Signatures :-

*[Signature]*  
 1. Lesline Galsons, *[Signature]*  
*[Signature]*

**INDISTINCT ORIGINAL**

THE COMPANIES ACTS 1948 to 1976

COMPANY LIMITED BY SHARES

# ARTICLES OF ASSOCIATION

of

51 FRANCES ROAD MANAGEMENT LIMITED

1447533/4

## PRELIMINARY

1. In these Articles (a) words defined in the Memorandum of Association shall have the same meaning (b) "Owner" means the Lessee for the time being of a Flat under a Lease derived immediately out of the freehold interest in the Property (c) words importing the singular number only include the plural number and vice versa.
2. Except and subject as hereinafter expressly or by necessary implication provided, the regulations contained or incorporated in Part I and Part II of Table A in the First Schedule to the Companies Act 1948 as amended by the Companies Acts 1967 to 1976 (hereinafter referred to as "Table A") except Clauses 3 and 4 of Part II shall apply to the Company.
3. In addition to the clauses excluded in Part II of Table A the following clauses are also excluded namely: Clauses 2 - 6 (inclusive) 11 - 22 (inclusive) 33 - 46 (inclusive) 75 - 78 (inclusive) 87, 89, 90, 107 - 109 (inclusive) 114 - 122 (inclusive) 128 and 129 of Part I of Table A.
4. Clauses 79, 84 and 92 of Part I of Table A shall apply to the Company as if
  - (A) In clause 79 the proviso to that clause were deleted.
  - (B) In clause 84 sub-clause (2) was deleted.
  - (C) In clause 92 the words "in manner aforesaid" were deleted.

## SHARES

5. (a) No Owner shall be registered as the holder of more than one share for each Flat of which he is the Owner.  
  
(b) On the grant of each of the third and fourth Leases one of the subscribers to the Memorandum and Articles of Association shall transfer his or her share to the Owner of such Lease.

**INDISTINCT ORIGINAL**

5.

6. The Directors shall be bound to register:

- (a) a transfer of a share by an Owner to an Assignee of the Lease of his flat
- (b) as a member any person who has by reason of the death bankruptcy or insolvency of a member becomes entitled to the member's share and has had vested in him the member's leasehold interest in his Flat.
- (c) a transfer of a share to an Owner by a subscriber.
- (d) a transfer by a Mortgagee of a share to a purchaser from such mortgagee under his power as sale of the Flat in respect of which such share was charged to the Mortgagee.

7. If a member fails to transfer his share to an Assignee of the Lease of the Flat of which he is a Owner within one month of the date of the relative assignment of the Lease the Directors shall be entitled, by resolution, to appoint some person to be the Attorney of such member to execute a transfer of such share to such assignee for its nominal value and the Company, shall, upon receiving the purchase price from the Assignee register such transfer and thereupon the Transferee shall become a member in place of the previous holder of such share.

#### DIRECTORS

- 8. (1) Until the Company shall by resolution otherwise determine the number of Directors shall not be less than one. The first Directors shall be Dennis Paull and Ruth Joan Paull and they shall retire from such office after the expiration of one calendar month from the grant of the fourth Lease.
- (2) No person shall be eligible to be a Director unless he holds one share and in the case of joint holders only the first named holder of such share shall be eligible.
- (3) A Director shall not be disqualified from holding office by reason only of having attained the age of 70.
- (4) The Directors for the time being shall retire at the first annual general meeting of the Company and until the date of such meeting the subscriber share holders or either of them may by notice in writing remove any Director from office and may by a like notice appoint any person to be a Director.

#### VOTES OF MEMBERS

- 9. (1) Until the grant of the fourth Lease the holder of any share not being a subscriber shall not by virtue of such holding be entitled to receive notice of or to attend or vote at any general meeting of the Company.
- (2) After the grant of the fourth Lease every holder of a share shall be entitled to one vote at a general meeting for each share held by him.

#### SECRETARY

- 10. The first Secretary of the Company shall be Ruth Joan Paull.

Names, Addresses and Descriptions of Subscribers.

*J. Close*

1 ORWELL CLOSE  
BOLTON AVENUE.  
WINDSOR, BERKS  
SURVEYOR.

*R. G. Paul*

1 ORWELL CLOSE  
BOLTON AVENUE,  
WINDSOR, BERKS.  
COMPANY SECRETARY.

DATED the 13<sup>th</sup> day of August 19 79

WITNESS to the above Signatures :-

*Allen* 1, Leasdowne Gardens  
Buckingham, Bucks  
Manager



1

THE COMPANIES ACTS 1948 TO 1976

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

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

\* delete if inappropriate

Company number

1117533/5

Name of Company

51 FRANCES ROAD MANAGEMENT Limited\*

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

TRUBARTHA  
51 FRANCES ROAD  
WINDSOR BERKS.

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

~~OSMOND COURT & ROSE  
WINSTON HOUSE, 349 BRISTOL PARK RD,  
FINCHLEY, LONDON, N3 1DH.~~

REGISTRATION AGENTS LTD  
100 BRISTOL PARK RD  
FINCHLEY LONDON N3 1DH  
Tel: 0203 201 100

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

Presenter's ref: ~~410310171~~  
Telephone no: ~~01-349-0221~~  
name and address:

~~OSMOND COURT  
+ ROSE  
WINSTON HOUSE  
349 BRISTOL PARK RD~~

For official use  
General section

Post room

REGISTRATION AGENTS LTD  
100 BRISTOL PARK RD  
FINCHLEY LONDON N3 1DH  
Tel: 0203 201 100

ED9228

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



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:

Name (note 2)	DENNIS PAUL	Business occupation	SURVEYOR
Former name(s) (note 3)		Nationality	BRITISH.
Address (note 4)	1 ORWELL CLOSE, BOLTON AVENUE, WINDSOR, BERKS.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)	J. ISAACS (SLOUGH) MANAGEMENT LTD. 392 BATH RD., CIPPENHAM, SLOUGH, BERKS.		
I hereby consent to act as director of the company named on page 1			
Signature	<i>[Signature]</i>	Date	13 <sup>th</sup> August 1979

Name (note 2)	RUTH JOAN PAUL	Business occupation	COMPANY SECRETARY
Former name(s) (note 3)		Nationality	BRITISH.
Address (note 4)	1 ORWELL CLOSE, BOLTON AVENUE, WINDSOR, BERKS.	Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)	J. ISAACS (MAGDEN WOOD) LTD. OLIVEX LTD. VIKING HOUSE LTD. 392 BATH RD., CIPPENHAM, SLOUGH, BERKS.		
I hereby consent to act as director of the company named on page 1			
Signature	<i>[Signature]</i>	Date	19 <sup>th</sup> August 1979

Name (note 2)		Business occupation	
Former name(s) (note 3)		Nationality	
Address (note 4)		Date of birth (where applicable) (note 6)	
Particulars of other directorships (note 5)			
I hereby consent to act as director of the company named on page 1			
Signature		Date	



Former name(s) (note 3)	Nationality
Address (note 4)	Date of birth (where applicable) (note 6)
Particulars of other directorships (note 5)	
I hereby consent to act as director of the company named on page 1	
Signature	Date

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:

**Important**

The particulars to be given are those referred to in section 21(2)(b) of the Companies Act 1976 and section 200(3) of the Companies Act 1948. Please read the notes on page 4 before completing this part of the form.

Name (notes 2 & 7)	RUTH JOAN PAULL	
Former name(s) (note 3)		
Address (notes 4 & 7)	1 ORWELL CLOSE BELTON AVENUE, WINDSOR, BERKS	
I hereby consent to act as secretary of the company named on page 1		
Signature	<i>R. J. Paull</i>	Date 13 <sup>th</sup> August 1979

Name (notes 2 & 7)		
Former name(s) (note 3)		
Address (notes 4 & 7)		
I hereby consent to act as secretary of the company named on page 1		
Signature	Date	

**INDISTINCT ORIGINAL**

Signed by or on behalf of the subscribers of the Memorandum of Association\*

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

Signature W. Howard (Subscriber)(Agent)† Date 13-8-79

† delete as appropriate

Signature ..... (Subscriber)(Agent)† Date .....

Signature ..... (Subscriber)(Agent)† Date .....

### Notes

1 If the spaces on pages 2 and 3 provide insufficient space, the names and particulars must be entered on the prescribed continuation sheet(s).

2 Full names must be given. In the case of an individual, his present Christian name or names and surname must be given. 'Christian name' includes a forename, and 'surname' in the case of a peer or person usually known by a title different from his surname means that title. In the case of a corporation, its corporate name must be given

3 In the case of an individual, any former Christian names and surname must be given in addition. The expression 'Christian name' includes a forename.

'Former Christian name' and 'former surname' do not include:

a In the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title, or

b In the case of any person, a former Christian name or surname where that name or surname was changed or disused before the person bearing the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty years; or

c In the case of a married woman, the name or surname by which she was known previous to the marriage.

4 Usual residential address must be given, or, in the case of a corporation, the registered or principal office.

5 The names of all bodies corporate incorporated in Great Britain of which the director is also a director must be given, except bodies corporate of which the company making the return is the wholly-owned subsidiary or bodies corporate which are the wholly-owned subsidiaries either of the company or of another company of which the company is the wholly-owned subsidiary. A body corporate is deemed to be the wholly-owned subsidiary of another if it has no members except that other and that other's

wholly-owned subsidiaries and its or their nominees. 'Director' includes any person who occupies the position of a director by whatever name called, and any person in accordance with whose directions or instructions the directors are accustomed to act.

6 Dates of birth need only be given in the case of directors of a company which is subject to section 185 of the Companies Act, 1948, namely a company which is not a private company, or which, being a private company, is the subsidiary of a body corporate incorporated in the United Kingdom which is neither a private company nor a company registered under the law relating to companies for the time being in force in Northern Ireland and having provisions in its constitution which would, if it had been registered in Great Britain, entitle it to rank as a private company.

7 Where the secretary or one of the joint secretaries is a Scottish firm the details required are the firm name and its principal office address. Where all the partners in a firm are joint secretaries the name and principal office address of the firm alone may be stated.

LEWIS, COATES & LUCAS, LIMITED  
38-40 Featherstone Street, London EC1Y 8SJ



L&C Members

SHAW & SONS LIMITED  
Shaw's House, Lower Sydenham, London SE26 5AJ





## CERTIFICATE OF INCORPORATION

No 1447533

I hereby certify that

**51 FRANCES ROAD MANAGEMENT LIMITED**

is this day incorporated under the Companies Acts 1948 to 1976 and that the Company is Limited.

Given under my hand at Cardiff the **7TH SEPTEMBER 1979**

A handwritten signature in black ink, appearing to read 'E. A. Wilson', written in a cursive style.

**E. A. WILSON**

*Assistant Registrar of Companies*