



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

Pursuant to section 12(3) of the Companies Act 1985

Please do not write in this margin

To the Registrar of Companies

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

\* Insert full name of company.

For official use

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

For official use

216177

Name of Company

\* 17 SOMERSET STREET MANAGEMENT COMPANY LIMITED

by DAVID LANGLEY

of 24 ORCHARD STREET BRISTOL BS1 5DF

† Delete as appropriate

LCP

do solemnly and sincerely declare that I am a [Solicitor engaged in the formation of the company]† [person named as secretary or director of the company in the statement delivered to the Registrar under section 10(2)]† and that all the requirements of the above Act 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 THE RUGLEY, EASTON - IN-CARDADO AVON

Declarant to sign below

the 20th day of May One thousand nine hundred and eighty-seven

[Signature]

before me [Signature]

A Commissioner for Oaths† SOLICITOR

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

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

Meade-King 24 Orchard Street Bristol BS1 5DF

X/MDA

For official use

New companies section

Post room

COMPANIES REGISTRATION 24 JUL 1987 M OFFICE 69 20 MAY 1987 OFFICE 77



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

Pursuant to section 10 of the Companies Act 1985

Please do not write in this margin

To the Registrar of Companies

For official use

Name of Company

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

* 17 SOMERSET STREET MANAGEMENT LIMITED
---

\* Insert full name of company

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

24 ORCHARD STREET	
BRISTOL	
Postcode	BS1 5DF

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

MEADE-KING	
24 ORCHARD STREET	
Postcode	BS1 5DF
BRISTOL	

Number of continuation sheets attached (see Note 1)

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

Meade-King  
24 Orchard Street  
Bristol BS1 5DF  
X/MDA

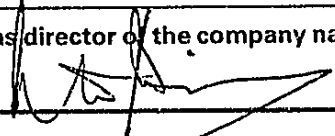
For official use  
General section

Postroom



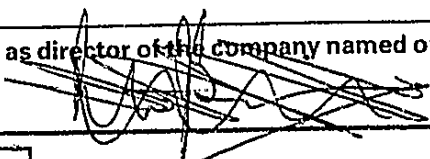
directors of the company (note 2) are as follows:

write in this margin

Name (Note 3) PETER JAMES BIGGS		Business occupation	
		COMPANY SECRETARY	
Previous name(s) (Note 3)		Nationality	
Address (Note 4) 9-19 ARGYLE ROAD, BRISTOL		BRITISH	
		Date of birth (where applicable) (Note 6)	
		Postcode	BS2 8UU
Other directorships <sup>(1)</sup>			
I consent to act as director of the company named on page 1		Date 20/5/87	
Signature 		<del>19/7/87</del>	

(1) Enter particulars of other directorships held or previously held (see Note 5). If this space is insufficient use a continuation sheet.


Name (Note 3)		Business occupation	
Previous name(s) (Note 3)		Nationality	
Address (Note 4)		Date of birth (where applicable) (Note 6)	
		Postcode	
Other directorships <sup>(1)</sup>			
I consent to act as director of the company named on page 1		Date	
Signature			

Name (Note 3)		Business occupation	
Previous name(s) (Note 3)		Nationality	
Address (Note 4)		Date of birth (where applicable) (Note 6)	
		Postcode	
Other directorships <sup>(1)</sup>			
I consent to act as director of the company named on page 1		Date	
Signature 		<del>19/7/87</del>	

Please do not write in this margin

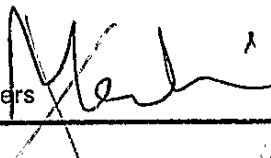
The name(s) and particulars of the person who is, or the persons who are, to be the first secretary, or joint secretaries, of the company are as follows:

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

Name (Notes 3 & 7) DAVID LANGLEY	
Previous name(s) (Note 3)	
Address (Notes 4 & 7) 24 ORCHARD STREET, BRISTOL	
Postcode BSL 5DF	
I consent to act as secretary of the company named on page 1	
Signature 	Date 20/11/87

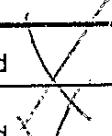
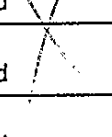
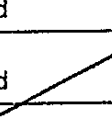
Name (Notes 3 & 7)	
Previous name(s) (Note 3)	
Address (Notes 4 & 7)	
Postcode	
I consent to act as secretary of the company named on page 1	
Signature	Date

delete if the form is signed by the subscribers

Signature of agent on behalf of subscribers 	Date 2/5/88
--	-------------

delete if the form is signed by an agent on behalf of the subscribers.

All the subscribers must sign either personally or by a person or persons authorised to sign for them.

Signed 	Date
Signed 	Date
Signed 	Date
Signed	Date
Signed	Date
Signed	Date

THE COMPANIES ACT 1985

ASH  
RECEIVED  
21 AUG 1987  
COMPANIES REGISTRATION OFFICE

2161177

COMPANY LIMITED BY SHARES.

COMPANIES REGISTRATION OFFICE  
-3 AUG 1987  
COMPANIES REGISTRATION OFFICE  
11 JUN 1987

# Memorandum of Association

OF

17 SOMERSET STREET MANAGEMENT LIMITED

1. The name of the Company is "17 SOMERSET STREET 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 undertake the management and administration of the property known as 17, Somerset Street, Kingsdown, Bristol and to collect the rents and income thereof and to supply to the lessees, tenants and occupiers of the flats comprised therein water, light, electric conveniences, cleaning, gardens, garages and all other amenities, services and advantages.
  - (B) To purchase or by any other means acquire any freehold, leasehold or other property for any estate or interest whatever, and any rights, privileges, or easements over or in respect of any property which may be necessary for, or may be conveniently used with, or may enhance the value of any other property of the Company.
  - (C) To build, construct, maintain, alter, enlarge, pull down, and remove or replace any buildings, offices, garages, walls, fences or other structures and to clear sites for the same, or to join with any person, firm or company in doing any of the things aforesaid, and to work, manage and control the same or join with others in so doing.

COMPANIES REGISTRATION  
17 AUG 1987  
OFFICE 52

COMPANIES REGISTRATION  
24 JUL 1987  
OFFICE 69

COMPANIES REGISTRATION  
22 JUN 87  
OFFICE 77


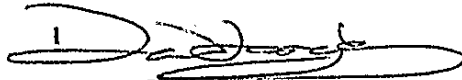
- (D) To improve, manage, cultivate, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant rights and privileges in respect of, or otherwise deal with all or any part of the property and rights of the Company.
- (E) To invest and deal with the moneys of the Company not immediately required in such shares or upon such securities and in such manner as may from time to time be determined.
- (F) To lend and advance money or give credit to such persons, firms or companies and on such terms as may seem expedient, and to give guarantees or become security for any such persons, firms or companies.
- (G) To borrow or raise money in such manner as the Company shall think fit.
- (H) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
- (I) To pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company.
- (J) To sell or otherwise dispose of the whole or any part of the business or property of the Company, either together or in portions, for such consideration as the Company may think fit, and in particular for shares, debentures, or securities of any company purchasing the same.
- (K) To distribute among the Members of the Company in kind any property of the Company, and in particular any shares, debentures or securities of other companies belonging to the Company or of which the Company may have the power of disposing.
- (L) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

It is hereby expressly declared that each Sub-Clause of this Clause shall be construed independently of the other Sub-Clauses hereof, and that none of the objects mentioned in any Sub-Clause shall be deemed to be merely subsidiary to the objects mentioned in any other Sub-Clause.

4. The liability of the Members is limited.

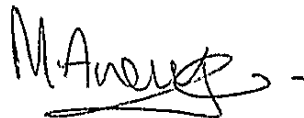
5. The Share Capital of the Company is Five Pounds divided into Five Shares of One pound each.

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 shown opposite our respective names.

Names and Addresses of Subscribers	Number of shares taken by each Subscriber
 P. S. Bicks, 9-19, ARCYLE ROAD, BRISTOL, BS2 8UU Chemical Manufacturer	one.
 D. LANGLEY 24 ORCHARD STREET BRISTOL 1 SOLICITOR	One Four @

DATED 18<sup>th</sup> MAY 1987

WITNESS to the above signatures :



M. AVERY.

24, ORCHARD STREET BRISTOL 1.

ARTICLED CLERK.



---

COMPANY LIMITED BY SHARES.

---

# Articles of Association

OF

17 SOMERSET STREET MANAGEMENT LIMITED

---

## PRELIMINARY

1. The regulations contained in Table A in the Companies (Tables A - F) Regulations 1985 (such Table hereinafter called "Table A") shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, Clauses 55, 64, 73 to 80, 82, 83 and 87 of Table A shall not apply to the Company and in addition to remaining Clauses in Table A as varied by these Articles, the following shall be the regulations of the Company.

## SHARE CAPITAL AND SHARES

2. The Share Capital of the Company is Five Pounds divided into Five Shares of One pound each.

3. Subject to the provisions of Article 8 hereof, the shares shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit.

4. The lien conferred by Clause 8 in Table A shall attach to fully paid up Shares, and to all Shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

## MEMBERSHIP

5. In this and the following Articles :-

"The Property" means the property mentioned in Clause 3(A) of the Memorandum of Association.

"The Flats" means the flats or tenements for the time being comprised in the Property.

"Flatholder" means the person or persons to whom a Flat has been demised for a long term of years by a Lease or to whom, in the event of any such term by any means ceasing and determining, a Flat may at any time thereafter be so demised for a term of not less than ninety-nine years or in respect of any Flat not so demised the freeholder of the Property, and so that, whenever two or more persons are for the time being joint Flatholders of any one Flat, they shall for all the purposes of these Articles be deemed to constitute one Flatholder.

6. The Shares of the Company numbered One to Five inclusive, shall be allocated to the Flats, and there shall be made such transfers and allotments of Shares as shall ensure that each Flatholder holds one and only one Share in respect of each Flat of which he is the Flatholder, being the Share allocated to that Flat as aforesaid, and that no person who is not a Flatholder other than the Subscribers to these Articles holds any Share or Shares of the Company, to the intent that the Members of the Company shall all be Flatholders and that no person who is not a Flatholder shall at any time be admitted as a Member.

7. (A) If any Flatholder parts with all interest in the Flat held by him, or if his interest therein for any reason ceases and determines, he shall transfer his share in the Company to the person or persons becoming Flatholder of the said flat in his place.
- (B) The price to be paid on the transfer of every Share under this Article, shall, unless the transferor and transferee otherwise agree, be its nominal value.
- (C) If the holder of a Share refuses or neglects to transfer it in accordance with this Article, one of the Directors duly nominated for that purpose by a resolution of the Board, shall be the Attorney of such holder, with full power on his behalf and in his name to execute, complete and deliver a transfer of

his Share to the person or persons to whom the same ought to be transferred hereunder; and the Company may give a good discharge for the purchase money and enter the name of the transferee of the said Share in the Register of Members as the holder thereof.

8. If a Member shall die or be adjudged bankrupt, his personal representative or representatives or the trustees in the bankruptcy shall be entitled to be registered as a Member of the Company, provided he or they shall for the time being be the Flatholder of the Flat formerly held by such deceased or bankrupt Member.

9. Clause 24 of Table A shall be read and construed as if the first sentence thereof was omitted.

#### ATTENDANCE AND VOTING AT MEETINGS

10. If two or more persons shall be the joint Flat-holders of a Flat, they shall hold jointly the Share allocated to such Flat. Both or all of them may attend meetings of Members of the Company, but only one of them whose name appears first in the Register of Members shall, subject as hereinafter provided, be entitled to vote: Provided that if, before the commencement of any meeting of Members, both or all of the joint holders of the said Share give to the Secretary notice in writing that they desire one of them named in such notice, other than the one whose name appears first in the Register of Members, to vote at that Meeting, then he alone shall have the sole right to vote thereat.

#### DIRECTORS

11. All the Members of the Company for the time being shall be its Directors.

12. The Directors shall successively and in the order of rotation in which their names appear in the Register of Directors act as Chairman of the Board of Directors and the Chairman for the time being shall retire at the close of the Annual General Meeting next after his succession to that office: Provided nevertheless that if the Chairman for the time being shall cease from any cause to be a Director his successor as Chairman shall be entitled to hold that office of Chairman until the close of the second Annual General Meeting next after his succession to that office.

13. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall be counted in estimating a quorum

when any such contract or arrangement is under consideration and Clauses 94 and 95 in Table A shall be modified accordingly.

14. The office of a Director shall be vacated if he ceases to be a Member of the Company.


#### EXPENSES

15. The Members of the Company shall from time to time and whenever called upon by the Company so to do, contribute equally to all expenses and losses whatsoever which the Company shall properly incur on their behalf, and in respect of which they are not otherwise bound to contribute in their capacity as Flatholders.

#### WINDING UP

16. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the Shares held by them respectively, and the balance (if any) shall be distributed among the Members in proportion to the number of Shares held by them respectively; Provided always that the provisions hereof shall be subject to the rights of the holders of Shares (if any) issued upon special conditions.

Names and Addresses of Subscribers



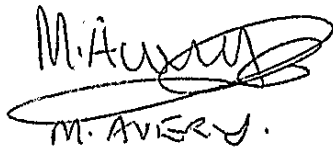
P. J. BIGGS.  
9-19, ARLENUE ROAD,  
BRISTOL BS2 8UU  
Chartered Accountant.



D. LANGLEY  
24 ORCHARD STREET  
BRISTOL 1.  
SOLICITOR

DATED 18<sup>th</sup> MAY 1987

WITNESS to the above signatures :



M. AVERY.  
24, Orchard Street Bristol 1  
Articled Clerk

FILE COPY



**CERTIFICATE OF INCORPORATION  
OF A PRIVATE LIMITED COMPANY**

No. 2161177

I hereby certify that

**17 SOMERSET STREET MANAGEMENT LIMITED**

is this day incorporated under the Companies Act 1985 as  
a private company and that the Company is limited.

Given under my hand at the Companies Registration Office,  
Cardiff the 4 SEPTEMBER 1987

*E. Chadwick*  
MRS E. CHADWICK

an authorised officer

# COMPANIES HOUSE

If you need to contact us regarding  
this notice, please quote reference

THE DIRECTORS  
17 SOMERSET STREET MANAGEMENT LIMITED  
24 ORCHARD STREET  
BRISTOL  
BS1 5DF

DEF6/ 02161177

Date: 8 MAY 1990

## COMPANIES ACT 1985 (Section 652)

The REGISTRAR OF COMPANIES gives NOTICE  
that, unless cause is shown to the contrary,  
at the expiration of 3 months from the  
above date the name of

17 SOMERSET STREET MANAGEMENT LIMITED

will be struck off the register and  
the company will be dissolved.

COMPANIES HOUSE  
CARDIFF  
CF4 3UZ

Tel: Cardiff (0222) 380093

409

FILE COPY

**dti**

Companies House is an executive agency within the Department of Trade and Industry

HD602

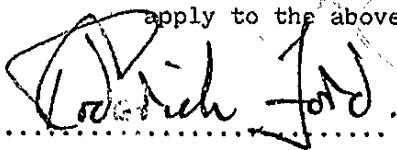
COMPANIES ACT 1985

Company Number 2161177

SPECIAL RESOLUTION pursuant to Section 378(2) of the Companies Act 1985 and pursuant to Regulation 53 of Table A in the Companies (Tables A to F) Regulations 1985 of 17 SOMERSET STREET MANAGEMENT LIMITED

The following Special Resolution has been duly passed:-

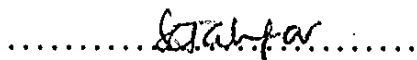
Since the Company has no income or expenditure Section 384 of the Companies Act 1985 shall not apply to the above named Company.



RODERICK PAUL OWEN FORD

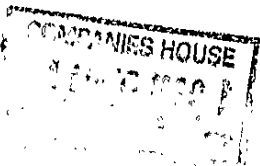


JONATHAN STEWART DAVIDSON



SARAH JAFAR

10th of August 1990





COMPANIES ACT 1985

Company Number 2161177

SPECIAL RESOLUTION pursuant to Section 378(2) of the Companies Act 1985 and pursuant to Regulation 53 of Table A in the Companies (Tables A to F) Regulations 1985 of 17 SOMERSET STREET MANAGEMENT LIMITED

The following Special Resolution has been duly passed:-

Since the Company has no income or expenditure Section 384 of the Companies Act 1985 shall not apply to the above named Company.

*Roderick Paul Owen Ford*  
.....

RODERICK PAUL OWEN FORD

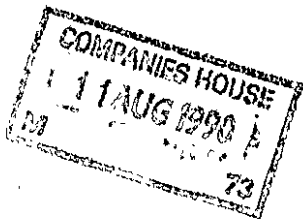
*Jonathan Stewart Davidson*  
.....

JONATHAN STEWART DAVIDSON

*Sarah Jafar*  
.....

SARAH JAFAR

10th of August 1990



## STRIKING OFF ACTION DISCONTINUED

02161177 17 SOMERSET STREET MANAGEMENT LIMITED

---

Cause has been shown why the above company should not be struck off the register and accordingly the Registrar is taking no further action under section 652 of the Companies Act 1985 pursuant to the Notice dated 14/08/90