

FILE COPY

CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 8277037

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

FRIAR 145 LIMITED

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in England/Wales

Given at Companies House on 1st November 2012



N08277037L





In accordance with Section 9 of the Companies Act 2006

IN01

Application to register a company



A fee is payable with this form.

Please see 'How to pay' on the last page



What this form is for

You may use this form to register a private or public company



What this form is NOT for

You cannot use this form to register a limited liability partnership. To do this, please use form LL IN01



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Part 1	Company details				
A1	Company name	►Filling in this form			
	To check if a company name is available use our WebCHeck service and select the 'Company Name Availability Search' option www.companieshouse.gov.uk/info	Please complete in typescript or in bold black capitals All fields are mandatory unless specified or indicated by *			
	Please show the proposed company name below	Duplicate names Duplicate names are not permitted			
Proposed company name in full (1)	FRIAR 145 LIMITED	A list of registered names can be found on our website. There are various rules that may affect your choice of name.			
For official use		More informationon this is available in our guidance booklet GP1 at www.companieshouse.gov.uk			
A2	Company name restrictions ②	-			
	Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response	2 Company name restrictions A list of sensitive or restricted words or expressions that require consent can be found in our guidance booklet GP1 at www.companieshouse.gov.uk			
A3	Exemption from name ending with 'Limited' or 'Cyfyngedig' (3)				
_	Please tick the box if you wish to apply for exemption from the requirement to have the name ending with 'Limited', 'Cyfyngedig' or permitted alternative I confirm that the above proposed company meets the conditions for exemption from the requirement to have a name ending with 'Limited', 'Cyfyngedig' or permitted alternative	3 Name ending exemption Only private companies that are limited by guarantee and meet other specific requirements are eligible to apply for this. For more details, please go to our website www.companieshouse.gov.uk			
A4	Company type 4	<u></u>			
_	Please tick the box that describes the proposed company type and members' liability (only one box must be ticked)	Company type If you are unsure of your company's type, please go to our website			
	Public limited by shares	www companieshouse gov uk			
	Private limited by shares Private limited by guarantee				
	Private unlimited with share capital Private unlimited without share capital				

A5	Situation of registered office ①	
	Please tick the appropriate box below that describes the situation of the proposed registered office (only one box must be ticked) England and Wales Wales Scotland Northern Ireland	Registered office Every company must have a registered office and this is the address to which the Registrar will send correspondence For England and Wales companies, the address must be in England or Wales For Welsh, Scottish or Northem Ireland companies, the address must be in Wales, Scotland or Northem Ireland respectively
A6	Registered office address ②	<u> </u>
	Please give the registered office address of your company	2 Registered office address You must ensure that the address
Building name/number	84	shown in this section is consistent with the situation indicated in
Street	FRIAR LANE	Section A5
		You must provide an address in England or Wales for companies to
Post town	NOTTINGHAM	be registered in England and Wales
County/Region	NOTTINGHAMSHIRE	You must provide an address in Wales, Scotland or Northern Ireland
Postcode	N G 1 6 E D	for companies to be registered in Wales, Scotland or Northern Ireland respectively
A7	Articles of association ③	
	Please choose one option only and tick one box only	3) For details of which company type can adopt which model articles,
Option 1	I wish to adopt one of the following model articles in its entirety. Please tick only one box	please go to our website www companieshouse gov uk
	Private limited by shares	
	Private limited by guarantee Public company	
Option 2	I wish to adopt the following model articles with additional and/or amended provisions. I attach a copy of the additional and/or amended provision(s). Please tick only one box.	-
	Private limited by shares	
	Private limited by guarantee Public company	
Option 3	i wish to adopt entirely bespoke articles. I attach a copy of the bespoke articles to this application.	-
A8	Restricted company articles 4	
	Please tick the box below if the company's articles are restricted	Restricted company articles Restricted company articles are those containing provision for entrenchment For more details, please go to our website www companieshouse gov uk

Application to register a company

Part 2 Proposed officers

For private companies the appointment of a secretary is optional, however, if you do decide to appoint a company secretary you must provide the relevant details. Public companies are required to appoint at least one secretary.

Private companies must appoint at least one director who is an individual. Public companies must appoint at least two directors, one of which must be an individual.

For a secretary who is an individual, go to Section B1, For a corporate secretary, go to Section C1, For a director who is an individual, go to Section D1, For a corporate director, go to Section E1.

Secretary

B1	Secretary appointments ①				
Title* Full forename(s) Surname Former name(s) (2)	Please use this section to list all the secretary appointments taken on formation For a corporate secretary, complete Sections C1-C5	Corporate appointments For corporate secretary appointments, please complete Section C1-C5 instead of Section B Additional appointments If you wish to appoint more than one secretary, please use the 'Secretary appointments' continuation page Former name(s) Please provide any previous names which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used for business purposes			
B2	Secretary's service address (3)	l			
Building name/number Street		This is the address that will appear on the public record. This does not have to be your usual residential address.			
Post town County/Region Postcode		Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of secretaines as the company's			
Country		registered office If you provide your residential address here it will appear on the public record			
B3	Signature (4)				
	I consent to act as secretary of the proposed company named in Section A1	Signature The person named above consents			
Signature	Signature X	to act as secretary of the proposed company			

Application to register a company

Corporate secretary

C1	Corporate secretary appointments (1)	······································			
_	Please use this section to list all the corporate secretary appointments taken on formation	1 Additional appointments If you wish to appoint more than one corporate secretary, please use the			
Name of corporate body/firm		'Corporate secretary appointments' continuation page			
Building name/number		Registered or principal address This is the address that will appear on the public record. This address			
Street		must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or			
Post town		LP (Legal Post in Scotland) number			
County/Region					
Postcode					
Country		·			
C2	Location of the registry of the corporate body or firm				
	Is the corporate secretary registered within the European Economic Area (EEA)?				
	➤ Yes Complete Section C3 only ➤ No Complete Section C4 only				
C3	EEA companies 2)				
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	2 EEA A full list of countries of the EEA can be found in our guidance			
Where the company/ firm is registered (3)		www companieshouse gov uk This is the register mentioned in Article 3 of the First Company Law			
Registration number		Directive (68/151/EEC)			
C 4	Non-EEA companies	·			
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,			
Legal form of the corporate body or firm		you must also provide its number in that register			
Governing law		-			
If applicable, where the company/firm is registered (4)					
Registration number		`			
C 5	Signature (5)				
	I consent to act as secretary of the proposed company named in Section A1	5 Signature The person named above consents			
Signature	Signature ×	to act as corporate secretary of the			

Application to register a company

Director

D1	Director appointments 1	
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5	Appointments Private companies must appoint at least one director who is an
Title*	MR	individual Public companies must appoint at least two directors, one of
Full forename(s)	GAVIN ROBERT	which must be an individual
Surname	WHITE	Former name(s) Please provide any previous names
Former name(s) 2		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used
Country/State of residence 3	UK	for business purposes 3 Country/State of residence
Nationality Date of birth	BRITISH d d m m m m m m m m	This is in respect of your usual residential address as stated in Section D4
Business occupation (if any) 4	SOLICITOR	Business occupation If you have a business occupation, please enter here. If you do not, please leave blank.
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page
D2	Director's service address 6	
	Please complete the service address below You must also fill in the director's usual residential address in Section D4	Service address This is the address that will appear on the public record. This does not.
Building name/number	84	have to be your usual residential address
Street	FRIAR LANE	Please state 'The Company's Registered Office' if your service address will be recorded in the
Post town	NOTTINGHAM	proposed company's register of directors as the company's registered
County/Region	NOTTINGHAMSHIRE	office
Postcode	N G 1 6 E D	If you provide your residential address here it will appear on the
Country	UK	public record
D3	Signature 6	
	I consent to act as director of the proposed company named in Section A1	6 Signature The person named above consents
Signature	Signature X	to act as director of the proposed company

Application to register a company

Director

D1	Director appointments ①	
	Please use this section to list all the director appointments taken on formation For a corporate director, complete Sections E1-E5.	Appointments Private companies must appoint at least one director who is an
Title*		individual Public companies must appoint at least two directors, one of which must be an individual
Full forename(s)		(2) Former name(s)
Surname		Please provide any previous names
Former name(s) ②		which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used
Country/State of residence (3)		for business purposes
Nationality	[d {d	Country/State of residence This is in respect of your usual residential address as stated in Section D4
Date of birth	d	
Business occupation (if any)		Business occupation If you have a business occupation, please enter here. If you do not, please leave blank
		Additional appointments If you wish to appoint more than one director, please use the 'Director appointments' continuation page
D2	Director's service address (s) Please complete the service address below. You must also fill in the director's usual residential address in Section D4	6 Service address This is the address that will appear
Building name/number		on the public record. This does not have to be your usual residential.
Street	-	address
		Please state The Company's Registered Office' if your service
Post town	<u> </u>	address will be recorded in the proposed company's register of
County/Region	***************************************	directors as the company's registered office
Postcode		If you provide your residential address here it will appear on the
Country		public record
D3	Signature (6)	
	I consent to act as director of the proposed company named in Section A1	6 Signature The person named above consents
Signature	Signature X	to act as director of the proposed company

Application to register a company

Corporate director

E1	Corporate director appointments ③	
	Please use this section to list all the corporate directors taken on formation	Additional appointments If you wish to appoint more than one
Name of corporate body or firm		corporate director, please use the 'Corporate director appointments' continuation page
Building name/number		Registered or principal address This is the address that will appear
Street		on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained
Post town		within a full address), DX number or LP (Legal Post in Scotland) number
County/Region		
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)? ➤ Yes Complete Section E3 only ➤ No Complete Section E4 only	
E3	EEA companies ②	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	A full list of countnes of the EEA can be found in our guidance www companieshouse gov uk
Where the company/ firm is registered (3)		3 This is the register mentioned in Article 3 of the First Company Law
Registration number		Directive (68/151/EEC)
E4	Non-EEA companies	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	Where you have provided details of the register (including state) where the company or firm is registered,
Legal form of the corporate body or firm		you must also provide its number in that register
Governing law		`
If applicable, where the company/firm is registered (4)		
If applicable, the registration number		•
E5	Signature 3	
	I consent to act as director of the proposed company named in Section A1	6 Signature The person named above consents
Signature	Signature ×	to act as corporate director of the

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Part 3	Statement of	<u> </u>					
		have share capital? plete the sections below o Part 4 (Statement of gu	arantee)				
F1	Share capital in p	oound sterling (£)					
		h class of shares held in p mplete Section F1 and the		-			
Class of shares (E.g. Ordinary/Preference etc)	Amount paid up on each share	Amount (if any) unpaid on each share (1)	Number of share	s (2)	Aggregate nominal	value (3
ORDINARY		£1 00	0.00		1	£	1 00
						£	***
						£	
						£	
			Totals	s	1	£	1 00
F2	Share capital in o	other currencies					
Please complete the ta Please complete a sepa		class of shares held in ot irrency	her currencies				
Currency							
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of share	es (2)	Aggregate nominal	value (3)
			T-4-14				
			Totals	•			
 Currency						W-12-1-2-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1	
Class of shares (E.g. Ordinary/Preference etc)	Amount paid up on each share 1	Amount (if any) unpaid on each share	Number of share	es (2)	Aggregate nominal	value 3
				<u> </u>			
			Totals	<u> </u>			
E2	Totals			1			
13		number of shares and tot	al aggregate nominal va	ue of	Please lis	gregate nominal va	ilues in
Total number of shares	different currencies separately F						
Total aggregate nominal value 4	£1.00						
Including both the nominal share premium Total number of issued share.	-	(3) Number of shares issued m nominal value of each share	e Ple	ntinuation Pages lase use a Statem ge if necessary		l continuation	

F4	Statement of capital (Prescribed particulars of rights attached to shares)	
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2	Prescribed particulars of rights attached to shares
lass of share	ORDINARY	 The particulars are a particulars of any voting rights,
rescribed particulars	1 EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES	 including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate
	2 EACH SHARE HAS EQUAL RIGHTS TO DIVIDENDS	in a distribution, c particulars of any rights, as
	3 EACH SHARE IS ENTITLED TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY	respects capital, to participate in distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the
	4 THE SHARES ARE NON-REDEEMABLE	company or the shareholder and any terms or conditions relating to redemption of these shares
		A separate table must be used for each class of share
		Continuation pages Please use the next page or a 'Statement of Capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

Class of share	 Prescribed particulars of rights attached to shares
Prescribed particulars	The particulars are a particulars of any voting rights, including rights that anse only in certain circumstances,
	b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as
	respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be
	redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares
	A separate table must be used for each class of share
	Continuation pages Please use a 'Statement of capital (Prescribed particulars of rights attached to shares)' continuation page if necessary

Application to register a company

F5

Initial shareholdings

This section should only be completed by companies incorporating with share capital Please complete the details below for each subscriber

The addresses will appear on the public record These do not need to be the subscribers' usual residential address

Initial shareholdings

Please list the company's subscribers in alphabetical order

Please use an 'Initial shareholdings' continuation page if necessary

	asaarresideriilar address				oonandason pago	
Subscnber's details	Class of share	Number of shares	Сиптепсу	Nominal value of each share	Amount (if any) unpaid	Amount paid
Name GAVIN ROBERT WHITE	ORDINARY	1	GBP	£1.00	0 00	£1 00
Address 84 Friar Lane Nottingham NG1 6ED					Francisco Control of the Control of	
Name						
Address						
				<u> </u>		
Name					1	
					<u> </u>	
Address						
Name						
Address						
Name	<u> </u>					
Address						
				_		
				_		

Part 4	Statement of guarantee	
	Is your company limited by guarantee?	
	➤ Yes Complete the sections below	
	► No Go to Part 5 (Statement of compliance)	
G1	Subscribers	
	Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for - payment of debts and liabilities of the company contracted before I cease to be a member, - payment of costs, charges and expenses of winding up, and, - adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below	1 Name Please use capital letters 2 Address The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address 3 Amount guaranteed Any valid currency is permitted. Continuation pages Please use a 'Subscribers' continuation page if necessary.
Forename(s) (1)	Subscriber's details	_
Surname (1		_
Address (2)		_
Addiess (2)		
Postcode		
Amount guaranteed (3		
	Subscriber's details	
Forename(s) (1)		
Surname (1)		
Address ②		
Postcode		
Amount guaranteed (3)		
	Subscriber's details	
Forename(s) (1)		
Surname 1		
Address 2,		_
Postcode		
Amount guaranteed (3)		

	Subscriber's details	1 Name
Forename(s) 1		Please use capital letters 2 Address
Surname 1		The addresses in this section will
Address 2		appear on the public record They do not have to be the subscribers' usual residential address
Postcode		3 Amount guaranteed Any valid currency is permitted
Amount guaranteed 3		Continuation pages Please use a 'Subscribers'
	Subscriber's details	continuation page if necessary
Forename(s) 1		
Surname 1		
Address 2		
Postcode		
Amount guaranteed 3		
	Subscriber's details	
Forename(s) 1		
Surname 1		
Address 2		
Postcode		
Amount guaranteed 3		
	Subscriber's details	
Forename(s) 1		
Surname 1		
Address 2		
_		
Postcode		
Amount guaranteed 3		
	Subscriber's details	
	Substriber's details	
Forename(s) 1		
Surname 1		
Address 2		
	 	
Postcode		
Amount guaranteed 3		

Application to register a company

Part 5 Statement of compliance

This section must be completed by all companies

Is the application by an agent on behalf of all the subscribers?

- No Go to Section H1 (Statement of compliance delivered by the subscribers)
- ► Yes Go to Section H2 (Statement of compliance delivered by an agent)

Statement of compliance delivered by the subscribers 1 Please complete this section if the application is not delivered by an agent for the subscribers of the memorandum of association I confirm that the requirements of the Companies Act 2006 as to registration have been complied with Subscriber's signature Signature X sululli Subscriber's signature X X Signature Subscriber's signature X X Subscriber's signature X

Statement of compliance delivered by the subscribers Every subscriber to the memorandum of association must sign the statement of compliance

Subscriber's signature	Signature		Continuation pages Please use a 'Statement of compliance delivered by the subscribers' continuation page if more subscribers need to sign	
Subscriber's signature	Signature	×	_	
Subscriber's signature	Signature X	×		
Subscriber's signature	Signature X	×	-	
H2	Statement of compliance delivered by an agent			
	Please complete this section if this application is delivered by an agent for the subscribers to the memorandum of association			
Agent's name	Fraser Brown			
Building name/number	84 Friar Lane			
Street	Nottingham	:		
Post town				
County/Region				
Postcode	NG1 6ED			
Country				
	I confirm that the requirements of the Companies Act 2006 as to registration have been complied with			
Agent's signature	× Rober Bur	×		

Application to register a company

CONTACT NAME OF THE PROPERTY O shown below

Presenter information

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

GAVIN WHILE
Company name
Fraser Brown
Address
84 Friar Lane
Nottingham
Post town
County/Region
Postcode NG1 6ED
Country
DX DX 722010 Nottingham 40
Telephone 0115 9472541
Contificate

Certificate

We will send your certificate to the presenters address (shown above) or if indicated to another address

☐ At the registered office address (Given in Section A6) ☐ At the agents address (Given in Section H2)

Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- You have checked that the proposed company name is available as well as the various rules that may affect your choice of name. More information can be found in guidance on our website
- ☐ If the name of the company is the same as one already on the register as permitted by The Company and Business Names (Miscellaneous Provisions) Regulations 2008, please attach consent
- ☐ You have used the correct appointment sections.
- Any addresses given must be a physical location They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number
- ☐ The document has been signed, where indicated
- ☐ All relevant attachments have been included
- ☐ You have enclosed the Memorandum of Association
- You have enclosed the correct fee

Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses

How to pay

A fee is payable on this form.

Make cheques or postal orders payable to 'Companies House' For information on fees, go to www companieshouse gov uk

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales

The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff

For companies registered in Scotland

The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland

The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG DX 481 N R Belfast 1

Section 243 exemption

If you are applying for, or have been granted a section 243 exemption, please post this whole form to the different postal address below The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE

Further information

For further information, please see the guidance notes on the website at www companieshouse gov uk or email enquiries@companieshouse gov uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

MEMORANDUM OF ASSOCIATION

OF

FRIAR 145 LIMITED

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share.

Name of each subscriber

Authentication by each subscriber

Gavin Robert White

Dated

30/10/2012

CR White