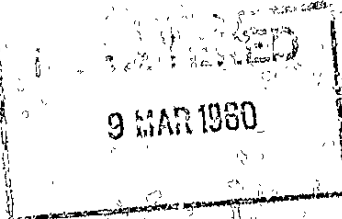


No. of Company.....**652050** |

FORM No. 41.

THE COMPANIES ACT, 1948.



A 5s.
Companies
Registration
Fee Stamp
to be
impressed
here.

DECLARATION of Compliance with the requirements of the Companies

Act, 1948, on application for registration of a Company.

Pursuant to Section 15(2).

Name of
Company

RADLETT LAWN TENNIS CLUB

Limited.

Presented by

Holmes, Son & Pott,

3, London Wall Buildings, London, E.C. 2.

I, Ralph Albert George Wise
of 3, London Wall Buildings, London, E.C. 2.

Do solemnly and sincerely declare that I am ^(a)

A Solicitor of the Supreme Court

engaged in the formation

of RADLETT LAWN TENNIS CLUB

Limited, and That all the requirements of the Companies Act, 1948, 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 3, London Wall
Buildings, London, E.C. 2.

M. J. Jones
the 17th day of February,

one thousand nine hundred and sixty

before me.

(b) A Commissioner for Oaths.

NOTE.—This Margin is reserved for binding, and must not be written across.

(a) "A Solicitor of the Supreme Court" (or in Scotland "by a Solicitor") "engaged
in the formation" or "A person named in the Articles of Association as a

No. of Company.....

652050 / 2

Form No. 95.

REGISTERED

9 MAR 1960



RADLETT LAWN TENNIS CLUB

COMPANY LIMITED.

STATEMENT of the Nominal Capital made pursuant to Section 112

of the Stamp Act, 1891, as amended by Section 7 of the Finance Act, 1899,

Section 39 of the Finance Act, 1920 and Section 41 of the Finance Act, 1933.

(NOTE.—The Stamp Duty on the Nominal Capital is Ten Shillings for every £100 or fraction of £100.—Section 41, Finance Act, 1933.)

This Statement is to be filed with the Memorandum of Association, or other

Document, when the Company is registered.

Presented by

Holmes, Son & Pott,

3, London Wall Buildings, London, E.C. 2.

PUBLISHED AND SOLD BY

WITHERBY & CO. LTD.,

Law and Companies' Printers and Stationers

Watford Factory :
CAREY PLACE, HIGH STREET.
WATFORD 2331.

15, NICHOLAS LANE, LONDON, E.C.4

TELEPHONE: MANXON HOUSE 7875 (5 Lines)

Office and Factory :
22, NICHOLAS LANE, W.C.1
NICHOLAS LANE 1 & 2
22 FEB 1960

The NOMINAL CAPITAL of the RADLETT LAWN TENNIS CLUB

Company Limited,

is £ 25 divided into 50 shares of £ 10s/-

each.

Signature *Arthur J. J. J.*

Description Solicitors to the Company

Date 17th February, 1960.

NOTE.—This margin is reserved for binding, and must not be written across.

652050 | 3



THE COMPANIES ACT, 1948



COMPANY LIMITED BY SHARES

Memorandum of Association

REGISTERED

9 MAR 1960

OF

RADLETT LAWN TENNIS CLUB LIMITED

1. The name of the Company is "RADLETT LAWN TENNIS CLUB 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 provide a Clubhouse, Tennis Courts and other conveniences and generally to offer to members of the Radlett Lawn Tennis Club and their friends, all the usual privileges, advantages and accommodation of a lawn tennis club.
- (B) To purchase, hire, lease, take in exchange or on partition or otherwise acquire, construct, lay out, improve, erect, demolish and reconstruct, work, maintain, farm and develop any lands, buildings, sports grounds, or any rights or interests in relation thereto or any other real or personal property of any kind whatsoever or to co-operate with any other person or persons, firm or company in any of the matters aforesaid.
- (C) To sell, exchange, let on lease or on hire or

22 FEB 1960

6817

otherwise dispose of or grant any licence or privilege in respect of all or any part of the undertaking of the Company as may be thought expedient with a view to the promotion of its objects.

- (D) To borrow or raise money in any currency and to give security for the repayment thereof by the issue of debentures, debenture stock, mortgages, bonds or other instruments with or without a floating or fixed charge on the undertaking or all or any of the assets of the Company including its uncalled capital and generally on such terms and conditions as to redemption or otherwise as the Company may deem fitting.
- (E) To invest or otherwise apply any moneys of the Company in such manner as may be thought desirable and to change any investments.
- (F) To lend money or give credit to any persons, firms, companies or corporations, and to enter into and give guarantees for the due performance by any persons, firms, companies or corporations of his or their obligations and in either case with or without security.
- (G) To undertake and execute any trusts which may lawfully be undertaken by the Company and may be conducive to its objects.
- (H) To make donations to such persons and to subscribe to and support all kinds of associations which the Directors may decide to be calculated to benefit the Company or conducive to its objects or to benefit past present or future employees of the Company (including any Director holding a salaried employment or office in the Company) or their dependents or connections: and to provide pensions and sick benefits and allowances for past and present employees of the Company (including any such Director as aforesaid) and their dependents or connections and to do all things mentioned in the proviso to the Companies Act 1948 Section 54 Sub-Section 1.
- (I) To do all such things as may be incidental or

(J)

divide

conducive to the attainment of the above objects or any of them.

- (J) The objects specified in each paragraph of this clause shall unless otherwise expressed be independent main objects and shall not be limited or restricted by reference to or inference from the terms of any other paragraph.

4. The liability of the Members is limited.

5. The share capital of the Company is £25 divided into 50 Shares of 10s. each.

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E. E. Sinclair

Insurance Officer

652050/4



THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES



Articles of Association

OF

RADLETT LAWN TENNIS CLUB LIMITED

REGISTERED

9 MAR 1960

PRELIMINARY.

1. The Regulations contained in Part II of Table A in the first Schedule to the Companies Act 1948 (including those regulations contained in Part I thereof as under the provisions of the said Part II are applicable to a Private Company) shall apply to the Company so far as the same are not excluded or varied hereby. The following clauses of the said Table A (hereinafter called "Table A") shall not apply to the Company viz:- Clauses 24, 53, 75, 79, 84(2), 84(4), 89, 90, 91, 92 and 135 of Part I thereof and Clause 3 of Part II thereof. *

2. The Company is a private Company within the meaning of Section 28 of the Act. ✓

3. The shares in the initial or any increased capital of the Company shall be under the control of the Directors who may allot or otherwise dispose of the same to such persons on such terms and at such times as they may think most beneficial to the Company.

RESTRICTION ON THE RIGHT OF TRANSFER OF SHARES.

4. The Directors may in their absolute discretion and without assigning any reason therefor,

decline to register any transfer of any share (whether or not it is a fully paid share) to any person who is not already a Member of the Company.

DEMAND FOR A POLL.

5. Any one member present in person or by proxy at a General Meeting may demand a poll.

DIRECTORS.

6. Until otherwise determined by the Company in General Meeting, the number of Directors shall not be more than ten or less than two. The first Directors shall be appointed in writing by the subscribers of the Memorandum of Association.

7. A person may be appointed a Director notwithstanding that he shall have attained the age of 70 years and no Director shall be liable to vacate office by reason of his attaining the age of 70 years or any other age.

8. The Directors may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking property and uncalled capital or any part thereof and to issue debentures debenture stock and other securities whether outright or as security for any debt liability or obligation of the Company or any third party.

9. A Director notwithstanding his interest but subject to his complying with Section 199 of the Act, shall be entitled to vote in respect of any contract matter or arrangement in which he is interested, or of his appointment to any office or place of profit under the Company or of the arrangement of the terms thereof, and may be counted in the quorum at any meeting at which any such matter is considered.

10. A Director may hold any other office or place of profit in the Company except that of Auditor and, in the case of a sole Director, that of Secretary, upon such terms as may be arranged by the Board under and in accordance with Clause 84(3) of Part I of Table A.

ALTERNATE DIRECTORS.

11. (A) Any Director may nominate any person approved by the Board and the Board shall appoint any person so nominated and approved, whether or not he is a member of the Board, to be alternate Director in the place of such Director, and such appointment shall have effect, and such appointee while he holds office as an alternate Director, shall be entitled to notice of Meetings of Directors, and in the absence of the Director nominating him, to attend and vote thereat accordingly, but he shall ipso facto vacate office if and when the Director nominating him vacates office as Director, or requests the Board to remove the alternate Director from office, and any nomination or request under this clause shall be by instrument in writing, addressed to the Company under the hand of the Director making the same.

(B) Any Member of the Board appointed as an alternate Director shall at any meeting of Directors which he attends while he holds office as an alternate Director and at which the Director, whose alternate he is, is not present be entitled to one vote in his own capacity as a Director and one further vote as such alternate Director.

(C) Every person acting as an alternate Director shall be deemed to be an officer of the Company and he shall not be deemed to be the agent of the Director nominating him. The remuneration of any alternate Director shall be payable out of the remuneration payable to the Director nominating him and shall consist of such portion of the last mentioned remuneration as shall be agreed between the alternate Director and the Director nominating him.

SECRETARY.

12. The Directors shall comply with Section 177 of the Act, and shall from time to time appoint such person or persons as they shall deem proper to be Secretary of the Company and the provisions of Clauses 110 and 111 of Part I of Table A shall apply to every such appointment.

WINDING UP.

13. In case of a winding up of the Company the

Members shall not be entitled to receive any sum in excess of the amount of capital paid up or credited as paid up on their shares. If upon the winding up or dissolution of the Company there remains, after repaying to the Members the capital paid up or credited as paid up on their shares and after the satisfaction of all debts and liabilities of the Company any property whatsoever, the same shall not be paid to or distributed among the Members of the Company, but shall be given or transferred to some other Company or Institution having objects similar to the objects of the Company, such Company or Institution to be determined by the Members of the Company by Extraordinary Resolution at or before the time of dissolution and if and so far as effect cannot be given to such provision then to the Treasurer for the time being of the Lawn Tennis Association or to the National Playing Fields Association or to both of them in such proportions and manner as the Members of the Company shall determine.

Names, Addresses and Descriptions of
Subscribers.

[Signature]

3 Gills Hill

Radlett

Herts.

Bank Manager

Laurence a Pool

19 Newlands Avenue

Radlett, Herts.

Company Director

DATED this 13th day of February 1960

WITNESS to the above Signatures :-

[Signature]

7 Gills Hill Road

Radlett. Herts

Insurance Official

DUPLICATE FOR THE FILE

No. 652050



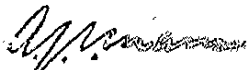
Certificate of Incorporation

I Hereby Certify, that

RADLETT LAWN TENNIS CLUB LIMITED

is this day Incorporated under the Companies Act, 1948, and that the
Company is Limited.

Given under my hand at London this **Ninth** day of
March One Thousand Nine Hundred and **Sixty**.


ASSISTANT Registrar of Companies.

Certificate
received by

} M. H. Harcourt

Date 14th March 1960