

No. of
Company

398854

Form No. 41.

THE COMPANIES ACT, 1929.



Declaration of Compliance with the requirements of the Companies Act,
1929, on application for registration of a Company.
Pursuant to Section 15(2).

Name of
Company

Wise Products (London)

Limited.

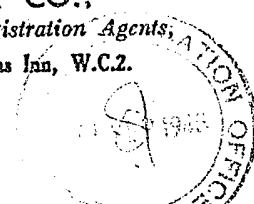
Presented by

Cohen, Arnolds & Co

146 Bishopsgate Bldg 3.

Telephone :
HOLBORN 9781.

H. A. JUST & CO.,
Company Printers and Registration Agents,
15 Portugal Street, Lincoln's Inn, W.C.2.



I, Benjamin Beaton
of 6, Goulston Rd
Clapton, London E.S.

Do solemnly and sincerely declare that I am (a) a person
named in the Articles of
Association as a Director

of Wise Products (London)
Limited,

and That all the requirements of the Companies Act, 1929, 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
virtue of the provisions of the "Statutory Declarations Act, 1835."

Declared at 146 Bishopsgate
in the City of London

the 14th day of September
one thousand nine hundred and forty-five
before me.

Alexander Irvine

(b) A Commissioner for Oaths.

- (a) "A Solicitor of the Supreme Court" (or in Scotland "an Enrolled Law-Agent")
"engaged in the formation," or "A person named in the Articles of Association
"as a Director or Secretary."
(b) or Notary Public or Justice of the Peace.

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

B. Beaton

No. of Company

398854/2

Form No. 25.

18/2/53

Wise Products (London)

LIMITED.



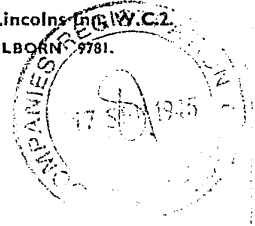
STATEMENT of the Nominal Capital made pursuant to s. 112 of the
Stamp Act, 1891. (NOTE.—The Stamp Duty on the Nominal Capital is Ten
shillings for every £100 or fraction of £100—Section 41, Finance Act, 1933.)

This Statement is to be filed with the Memorandum of Association, or
other Document, when the Company is registered.

Presented by :

Lochen Arnold & Co
146, Bishopsgate
E.C.2.

H. A. JUST & CO.,
Company Printers and Registration Agents,
15, Portugal Street, Lincoln's Inn, W.C.2.
Telephone : HOLBORN 9781.



The NOMINAL CAPITAL of Wise Products
(London) Limited,

is £ 500 , divided into 500 Ordinary shares of £ 1-0-0 each.

Signature B. Beaton.

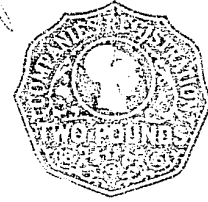
Description Director

Date 13th September 1945

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THE COMPANIES ACT, 1929



COMPANY LIMITED BY SHARES

Memorandum of Association

— OF —

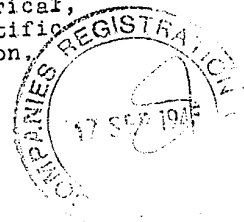
WISE PRODUCTS (LONDON) LIMITED

1. The name of the Company is "WISE PRODUCTS (LONDON) 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 carry on business as exporters of and merchants in and manufacturers and salesmen of, and dealers in, and agents for every description of machinery, electrical, lighting and heating appliances, apparatus, goods, fittings and parts; lamp shades (whether of glass, composition, fabric or any other material or substance), domestic and other hardware, cutlery, musical instruments of all kinds, gramophones and records, radio and television instruments, apparatus, accessories, goods, parts, fittings and other materials and articles of every description in connection with sound producing and reproducing, musical, wireless and electrical trades and industries, and to buy, sell, repair, manipulate, prepare for market and otherwise deal in appliances, parts, tools and materials used or capable of being used in any of the above businesses; to manufacture and deal in electric lamp standards and fittings, and as electricians, electrical engineers, experts and contractors, metal and alloy makers, plastics and foundry supplies refiners and workers, wire makers, vulcanizers, mechanical engineers, furniture and cabinet makers, woodworkers, ironmongers, hardware dealers, office and house furnishers and fancy goods dealers, and manufacturers and dealers in every kind of chemical, dental, electrical, magnetic, photographic and general scientific equipment and materials of any description.



- (b) To carry on any other business of any description which may be capable of being advantageously carried on in connection with or ancillary to the objects of the Company or any of them.
- (c) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business.
- (d) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the business or property so purchased or acquired.
- (e) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company and to grant rights thereout.
- (f) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (g) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.

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- (h) To lend money to such persons, upon such terms and/or security and subject to such conditions as may seem desirable.
- (i) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.
- (j) To borrow or raise money in such manner as the Company shall think fit, and in particular, by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.
- (k) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.
- (l) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (m) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (n) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.

- (o) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.
- (p) To establish and support and aid in the establishment and support of funds or trusts calculated to benefit employees or ex-employees of the Company or the dependents or connections of such persons and to grant pensions and allowances to any such persons.
- (q) To distribute any property of the Company in specie among the members.
- (r) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is £500 divided into 500 Shares of £1 each, with power to increase or to divide the shares in the capital for the time being, into different classes having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

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WE, the several persons whose names and addresses 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.
<i>Benjamin Beaton</i> <i>6, Goulton Rd</i> <i>Lepton, London E.5.</i> <i>accountant</i>	<i>One.</i>
<i>Majed Hajjman</i> <i>22, Basing Hill</i> <i>Golders Green N.W. 11</i> <i>teacher</i>	<i>One</i>

DATED this 13th day of September 1945.

WITNESS to the above signatures :-

Samuel Bolen
54 Linthorpe Road,
N.16

Chartered Accountant



398884 / 4

THE COMPANIES ACT, 1929



COMPANY LIMITED BY SHARES

Articles of Association

— OF —

WISE PRODUCTS (LONDON) LIMITED

1. Subject as hereinafter provided, the Regulations in Table "A" in the First Schedule to the Companies Act, 1929, shall apply to this Company.
2. The number of members of the Company (exclusive of persons who are in the employment of the Company, and of persons who, having been formerly in the employment of the Company, were while in such employment and have continued after the determination of such employment to be members of the Company) shall not exceed fifty.
3. No invitation to subscribe for any shares or debentures of the Company shall be issued to the public.
4. The Directors may at any time in their absolute discretion refuse to register any transfer of shares of the Company without assigning any reason for their refusal.
5. The number of the Directors may be one but not more than five, and if there be two or more than two Directors, then two Directors personally present shall constitute a quorum.
6. The first Director of the Company shall be B. Beaton.
7. A Director may hold any other office or place of profit under the Company (except that of Auditor) in conjunction with his office of Director and on such terms as to remuneration and otherwise as the Directors may agree.
8. The office of a Director shall be vacated if the Director :-

(A) Becomes prohibited from being a Director by reason of any Order made under Section 217 or Section 275 of the Companies Act, 1929; or

(B) Become bankrupt; or

(C) Is found lunatic or becomes of unsound mind; or

(D) By notice in writing given to the Company resigns his office.

9. A Director who first discloses his interest to the Directors shall be entitled to enter into any contract with the Company, and to be interested in any such contract and to vote in respect thereof.

10. Clause 80 of Table "A" shall be varied by substituting the words "Ordinary Resolution" for the words "Extraordinary Resolution" where those words occur.

11. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business; three members personally present shall be a quorum if the number of members exceeds two, otherwise two shall be a quorum. If within half an hour from the time appointed for any meeting a quorum is not present, the meeting shall be dissolved.

12. The powers of the Company shall be exercisable by the Directors who shall be at liberty to raise or borrow for the purposes of the Company's business, such sum or sums of money as they shall think fit, and in connection therewith, may mortgage or charge the whole or any part of the property and assets of the Company, present and future, including uncalled or un-issued capital, and to create and issue bonds or debentures, or debenture stock.

13. Clauses 17, 18, 19, 30 to 33 (both inclusive) 39, 40, 45, 64, 66, 69, 72, 73, 74, 76 and 101 of Table "A" shall not apply to this Company.

NAMES, ADDRESS

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and 101 of Table "A"

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Benjamin Beaton,
6 Goulton Rd
Elepton, London. E. 5.
accountant.

Elmer Haysman
22, Basing Hill
Golders Green
N.W. 11
teacher

DATED this 13th day of September 1945.

WITNESS to the above signatures :-

Samuel Cohen
54 Linthorpe Road,
N. 16.
Chartered Accountant

CERTIFICATE OF INCORPORATION

[Duplicate for the file]

No.

398854

THOMSON CORPORATION, INC.

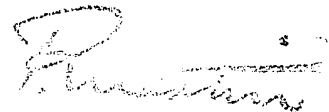
THOMSON CORPORATION (LONG IS) LIMITED

is this day Incorporated under the Corporation Act, 1929, and that the
Company is Limited.

Memorandum

Given under my hand on ~~THOMSON~~ this twenty-fifth day of September

One
Thousand Nine Hundred and forty-five.



Registrar of Companies.

Certificate
received by: *Post*

Date *25.9.45*

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NOTICE OF ILLEGIBLE DOCUMENT ON THE MICROFICHE RECORD

Companies House regrets that the microfiche record for this company contains some data which is illegible.

The poor quality has been noted but unfortunately the steps taken to improve the quality have been unsuccessful.

Companies House would like to apologise for any inconvenience this may cause.