

FILE COPY



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

Company Number **10280324**

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

TOP FLIGHT FOOTBALL LTD

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 and Wales

Given at Companies House, Cardiff, on **15th July 2016**



* N102803247 *



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **13/07/2016**

X5B5LKCQ

*Company Name in
full:*

TOP FLIGHT FOOTBALL LTD

Company Type:

Private company limited by shares

*Situation of
Registered Office:*

England and Wales

*Proposed Registered
Office Address:*

**2 HIGHFIELD STRAWBERRY LANE
UP SOMBORNE
STOCKBRIDGE
HAMPHIRE
ENGLAND SO20 6RB**

Sic Codes:

**70229
93199**

I wish to entirely adopt the following model articles:

Private (Ltd by Shares)

Proposed Officers

Company Director 1

Type: **Person**

Full Forename(s): **MS RUTH KATHLEEN**

Surname: **NEWBERRY**

Former Names: **SINGLETON**

Service Address: **2 HIGHFIELD UP SOMBORNE
STOCKBRIDGE
HAMPSHIRE
ENGLAND SO20 6RB**

*Country/State Usually
Resident:* **ENGLAND**

Date of Birth: ****/08/1967** *Nationality:* **BRITISH**

Occupation: **CONSULTANT**

The subscribers confirm that the person named has consented to act as a director.

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	1000
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	1
<i>Prescribed particulars</i>			

EACH SHARE HAS FULL RIGHTS IN THE COMPANY WITH RESPECT TO VOTING, DIVIDENDS AND DISTRIBUTIONS.

<i>Class of Shares:</i>	B	<i>Number allotted</i>	1000
	ORDINARY	<i>Aggregate nominal value:</i>	1
<i>Currency:</i>	GBP		
<i>Prescribed particulars</i>			

EACH SHARE HAS NO VOTE AND IS NOT ENTITLED TO A DIVIDEND UNLESS DECIDED IT IS MERITED BY THE MANAGING DIRECTOR RUTH NEWBERRY. ONLY THE COMPANY HAS THE RIGHT TO REDEEM THESE SHARES.

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	2000
		<i>Total aggregate nominal value:</i>	2
		<i>Total aggregate unpaid:</i>	2000

Initial Shareholdings

Name: **RUTH NEWBERRY**

Address **2 HIGHFIELD UP
SOMBORNE
STOCKBRIDGE
HAMPSHIRE
ENGLAND
SO20 6RB**

Class of Shares: **ORDINARY**

Number of shares: **1000**

Currency: **GBP**

Nominal value of each share: **0.001**

Amount unpaid: **1000**

Amount paid: **1000**

Name: **OMOEFE ERUSIAFE**

Address **3RD AVENUE 322 ROAD
BLOCK FLAT 3
4 FESTAC TOWN
LAGOS
NIGERIA**

Class of Shares: **B ORDINARY**

Number of shares: **400**

Currency: **GBP**

Nominal value of each share: **0.001**

Amount unpaid: **400**

Amount paid: **400**

Name: **ISHMAEL AFUTU ASHIE**

Address **PLOT A180 NEW LEGON
ACCRA
GHANA**

Class of Shares: **B ORDINARY**

Number of shares: **400**

Currency: **GBP**

Nominal value of each share: **0.001**

Amount unpaid: **400**

Amount paid: **0**

Name: **HENRY DURU**

Address **SANNI BASHIRU HOUSE
VICTORY ESTATE
ALAPATA AREA
ARULOGUN OJOO
IBADAN
NIGERIA**

Class of Shares: **B ORDINARY**

Number of shares: **200**

Currency: **GBP**

Nominal value of each share: **0.001**

Amount unpaid: **400**

Amount paid: **0**

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control details

Names: **RUTH KATHLEEN NEWBERRY**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/08/1967** *Nationality:* **BRITISH**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

<i>Nature of control</i>	The person holds, directly or indirectly, more than 25% but not more than 50% of the shares in the company.
<i>Nature of control</i>	The person has the right to exercise, or actually exercises, significant influence or control over the activities of a firm that, under the law by which it is governed, is not a legal person; and the members of that firm (in their capacity as such) have the right to appoint or remove, directly or indirectly, a majority of the board of directors of the company.
<i>Nature of control</i>	The person has the right, directly or indirectly, to appoint or remove a majority of the board of directors of the company.
<i>Nature of control</i>	The person has the right to exercise, or actually exercises, significant influence or control over the activities of a firm that, under the law by which it is governed, is not a legal person; and the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the company.
<i>Nature of control</i>	The person has the right to exercise, or actually exercises, significant influence or control over the company.
<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the voting rights in the company.

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

<i>Name:</i>	RUTH NEWBERRY
<i>Authenticated</i>	YES
<i>Name:</i>	OMOEFE ERUSIAFE
<i>Authenticated</i>	YES
<i>Name:</i>	ISHMAEL AFUTU ASHIE
<i>Authenticated</i>	YES
<i>Name:</i>	HENRY DURU
<i>Authenticated</i>	YES

Authorisation

<i>Authoriser Designation:</i>	subscriber	<i>Authenticated</i>	YES
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COMPANY HAVING A SHARE CAPITAL

Memorandum of association of TOP FLIGHT FOOTBALL LTD

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
Ruth Newberry	Authenticated Electronically
Omoefe Erusiafe	Authenticated Electronically
Ishmael Afutu Ashie	Authenticated Electronically
Henry Duru	Authenticated Electronically

Dated: 13/07/2016