

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 7620693

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

NE'ER DO WELL FILMS 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 3rd May 2011



N07620693K



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

The above information was communicated by electronic means and authenticated by the Registrar of Companies under Section 1115 of the Companies Act 2006



Companies House
— for the record —

IN01(ef)

Application to register a company

Received for filing in Electronic Format on the: 03/05/2011



XHUM1TTH

*Company Name
in full:* **NE'ER DO WELL FILMS LTD**

Company Type: **Private limited by shares**

*Situation of Registered
Office:* **England and Wales**

*Proposed Register
Office Address:* **C/O R WOULD
77 LANGDALE CLOSE
LONDON
UNITED KINGDOM
SE17 3UG**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Company Director ***I***

Type: **Person**

Full forename(s): **MR RUSSELL**

Surname: **WOULD**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: **28/01/1982**

Nationality: **BRITISH**

Occupation: **FILM MAKING**

Consented to Act: **Y**

Date authorised: **03/05/2011**

Authenticated: **YES**

Statement of Capital (Share Capital)

| | | | |
|------------------------|-----------------|--------------------------------|----------|
| Class of shares | ORDINARY | <i>Number allotted</i> | 2 |
| | | <i>Aggregate nominal value</i> | 2 |
| <i>Currency</i> | GBP | <i>Amount paid per share</i> | 1 |
| | | <i>Amount unpaid per share</i> | 1 |

Prescribed particulars

EACH SHARE IS ENTITLED TO ONE VOTE IN ANY CIRCUMSTANCES. EACH SHARE HAS EQUAL RIGHTS TO DIVIDENDS. EACH SHARE IS ENTITLED TO PARTICIPATE IN A DISTRIBUTION ARISING FROM A WINDING UP OF THE COMPANY

Statement of Capital (Totals)

| | | | |
|-----------------|------------|--------------------------------------|----------|
| <i>Currency</i> | GBP | <i>Total number of shares</i> | 2 |
| | | <i>Total aggregate nominal value</i> | 2 |

Initial Shareholdings

| | | | |
|-----------------|---|---|-----------------|
| <i>Name:</i> | JAMES PEARCEY | <i>Class of share:</i> | ORDINARY |
| | | <i>Number of shares:</i> | 1 |
| | | <i>Currency:</i> | GBP |
| <i>Address:</i> | 36 GROSVENOR ROAD LONDON UNITED KINGDOM W7 1HJ | <i>Nominal value of each share:</i> | 1 |
| | | <i>Amount unpaid:</i> | 1 |
| | | <i>Amount paid:</i> | 1 |

| | | | |
|-----------------|---|---|-----------------|
| <i>Name:</i> | RUSSELL WOULD | <i>Class of share:</i> | ORDINARY |
| | | <i>Number of shares:</i> | 1 |
| | | <i>Currency:</i> | GBP |
| <i>Address:</i> | 77 LANGDALE CLOSE LONDON UNITED KINGDOM SE17 3UG | <i>Nominal value of each share:</i> | 1 |
| | | <i>Amount unpaid:</i> | 1 |
| | | <i>Amount paid:</i> | 1 |

Statement of Compliance

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

Name: JAMES PEARCEY

Authenticated: YES

Name: RUSSELL WOULD

Authenticated: YES

Authorisation

Authoriser Designation: subscriber

Authenticated: Yes

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of NE'ER DO WELL FILMS 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 |
|-------------------------|------------------------------|
| James Pearcey | Authenticated Electronically |
| Russell Would | Authenticated Electronically |

Dated: 03/05/2011