

Number of
Company

644687

REGISTERED

16 DEC 1959

Form No. 41

THE COMPANIES ACT, 1948



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

DECLARATION of Compliance with the requirements of the
Companies Act, 1948, on application for registration of a Company.

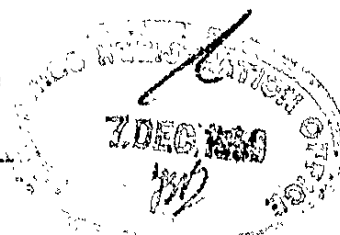
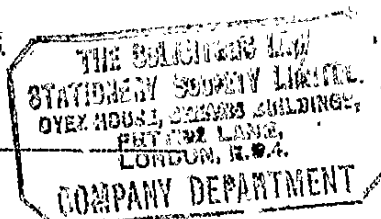
Pursuant to Section 15 (2).

Insert the
Name of the
Company.

Heathrow Golf Course.

LIMITED

Presented by



I, LEONARD BRIAN FARRELLY

of 30 BRAZENNOSE STREET IN THE CITY
OF MANCHESTER

(a) Here insert:
"A Solicitor of the
"Supreme Court"
(or in Scotland "a
Solicitor") "engaged
"in the formation"
or
"A person named
"in the Articles of
"Association as a
"Director or
"Secretary".

Do solemnly and sincerely declare that I am ("") A SOLICITOR
OF THE SUPREME COURT ENGAGED IN THE
FORMATION

of HEATON MOOR GOLF COURSE

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 MANCHESTER IN THE
COUNTY OF LANCASTER

the 3rd day of December
one thousand nine hundred and
FIFTY NINE

L. B. Farrelly

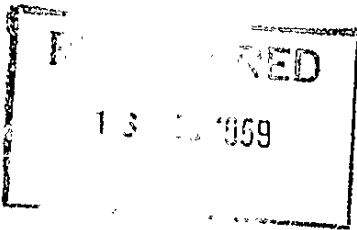
Before me,

John Miller

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

THE STAMP ACT, 1891

(54 & 55 VICT., CH. 39)



COMPANY LIMITED BY SHARES

Statement of the Nominal Capital

OF

HEATON MOOR GOLF COURSE

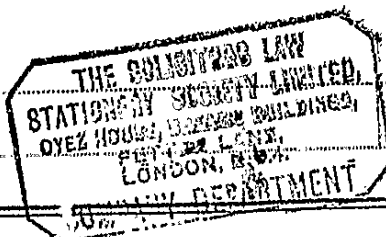
LIMITED

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.

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

Presented by



THE NOMINAL CAPITAL

OF

HEATON MOOR GOLF COURSE Limited,

is £ 100, divided into:

100 Shares of One pound. each

— Shares of — each

*Signature

J. H. P. P. P.

Description

Director.

Dated the third day of December 1959

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

**This Statement should be signed by an Officer of the Company, or by the Solicitor(s) engaged in the formation.*



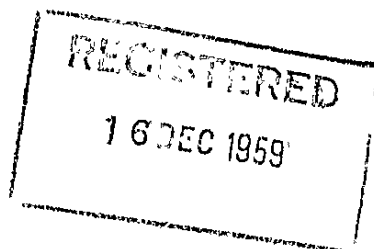
644687 | 3



The Companies Act, 1948.

COMPANY LIMITED BY SHARES.

Memorandum of Association
OF
HEATON MOOR GOLF COURSE
LIMITED.

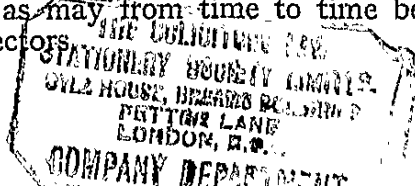


1. The name of the Company is "HEATON MOOR GOLF COURSE LIMITED."

2. The Registered Office of the Company will be situate in England.

3. The objects for which the Company is established are :—

- (A) To acquire and take over all or any part of the lands now held by the unincorporated body known as "THE HEATON MOOR GOLF CLUB."
- (B) To acquire by purchase exchange or otherwise either for an estate in fee simple or for a term of years any other lands club-houses and all other buildings necessary or convenient for the purpose of the said unincorporated body.
- (C) To construct erect and maintain buildings houses and all other works erections and things either upon the lands acquired by the Company or upon other lands and generally to alter and improve the lands and other property of the Company.
- (D) To let or lease any such premises or parts thereof and to grant easements profits and prendre or other rights in over or under the said lands and to acquire such rights in over or under any adjoining lands.
- (E) To acquire shares or stock or securities in or of any Company or undertaking the acquisition of which may promote or advance the interests of this Company.
- (F) To draw accept and negotiate bills of exchange promissory notes and other negotiable instruments.
- (G) To borrow or raise and give security for money by the issue of or upon bonds debentures debenture stock bills of exchange promissory notes or other obligations or securities of the Company or by mortgage or charge upon all or any part of the property of the Company.
- (H) To lend money with or without security and to invest and deal with the moneys of the Company not immediately required upon such securities and in such manner as may from time to time be determined by the Directors.



- (I) To promote companies.
- (J) To vary or dispose of the Company's assets or any of them so that such assets and any assets acquired in substitution therefor shall be acquired for the purpose of investment only.
- (K) To guarantee the performance of the contracts and obligations of the said unincorporated body and to charge the assets of the Company in support thereof.
- (L) To do all such other things as are incidental or conducive to the attainment of the above objects or of any of them and in any way to foster the objects of the said unincorporated body.

And it is hereby declared that the objects of the Company as specified in each of the foregoing paragraphs of this clause (except only if and so far as otherwise expressly provided in any paragraph) shall be separate and distinct objects of the Company and shall not be in anywise limited by reference to any other paragraph or the order in which the same occur or the name of the Company.

4. The liability of the members is limited.

5. The share capital of the Company is £100, divided into 100 shares of £1 each.

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>C. J. Ellis & Co. Bookbinders & Printers</i>	<i>One</i>
<i>J. A. Fleming 49 Elm Rd. Heath Moor. Rochdale</i>	<i>One</i>
<i>Wool & Co. 10. Broad St. Manchester</i>	<i>One</i>

Dated this *3rd* day of *December* 1959.

Witness to the above Signatures:—

Swallow
2 Brookdene Road
Manchester 19
Local Government Office

COMPANY LIMITED BY SHARES.

Articles of Association

OF

HEATON MOOR GOLF COURSE LIMITED.

REGISTERED

16 DEC 1959

1. Subject as hereinafter provided, the regulations contained or incorporated in Part II of Table A in the First Schedule to the Companies Act, 1948 (hereinafter referred to as "Part II of Table A") shall apply to the Company.

2. Regulations 24, 53 and 75 of Part I of Table A aforesaid (hereinafter referred to as "Part I of Table A") shall not apply to the Company but the Articles hereinafter contained together with the remaining regulations of Part I of Table A and regulations 2, 3, 4, 5 and 6 of Part II of Table A subject to the modifications hereinafter expressed shall constitute the regulations of the Company.

3. Unless and until otherwise determined by the Company in General Meeting the number of Directors shall not be less than 2 nor more than 7. The following shall be the first Directors of the Company, that is to say—EDWIN GEORGE ELLIS, EDWARD KAYLOR, DENNIS RHODES, STANLEY HOLT, FREDERICK ANTHONY SHERRING, ERIC CHARLES WOOLLARD, FRANK MILBORNE ATKINSON.

4. The provision to regulation 79 of Part I of Table A shall be omitted.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

*Edw. Ellis 9 Brogdan Drive Gately
Publisher*

*J. A. Sherrin. 149 Elm Rd. Heaton Moor.
Prochnow Chartered Accountant
Frank W. Marshall. 147 Elm Rd. Heaton Moor. Manchester
Accountants*

Dated this 3rd day of December 1959.

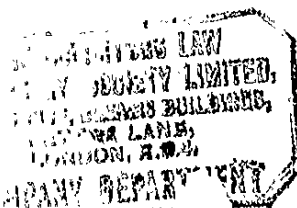
Witness to the above Signatures:—

G. Wallwork

2 Brookdene Road

Manchester 19

Local Government Officer



No. C. 173

DUPLICATE FOR THE FILE

No. 644687



Certificate of Incorporation

I Hereby Certify, that

HEATON MOOR GOLF COURSE LIMITED

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

Given under my hand at London this Sixteenth day of December One Thousand Nine Hundred and Fifty nine.

L. S. Whitefield
ASSISTANT Registrar of Companies.

Certificate
received by }

Date. 16/12/59