

File Copy



CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company No. 07130082

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

GFS CAPITAL LIMITED

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/WALES

Given at Companies House, Cardiff, on 19th January 2010



N071300828



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: **19/01/2010**



XTR9GGSE

<i>Company Name in full:</i>	GFS CAPITAL LIMITED
<i>Company Type:</i>	Private limited by shares
<i>Situation of Registered Office:</i>	England and Wales
<i>Proposed Register Office Address:</i>	UNIT 2 RUTLAND COURT 161 RUTLAND ROAD SHEFFIELD SOUTH YORKSHIRE ENGLAND S3 9PP

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

Proposed Officers

Company Secretary *1*

Type: **Person**
Full forename(s): **MR JOHN**
Surname: **SHAW**
Former names:
Service Address:

Consented to Act: **Y** *Date authorised:* **19/01/2010** *Authenticated:* **YES**

Company Director *1*

Type: **Person**

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

Surname: **DEEN**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UK**

Date of Birth: **05/11/1958** *Nationality:* **BRITISH**

Occupation: **COMPANY DIRECTOR**

Consented to Act: **Y** *Date authorised:* **19/01/2010** *Authenticated:* **YES**

Statement of Capital (Share Capital)

Class of shares	ORD	<i>Number allotted</i>	1
		<i>Aggregate nominal value</i>	1.00
<i>Currency</i>	GBP	<i>Amount paid</i>	1.00
		<i>Amount unpaid</i>	0.00
<i>Prescribed particulars</i>	THE COMPANY MAY ISSUE SHARES WITH SUCH RIGHTS OR RESTRICTIONS AS MAY BE DETERMINED BY ORDINARY RESOLUTION. ALL SHARES HAVE EQUAL VOTING RIGHTS. THE COMPANY MAY BY ORDINARY RESOLUTION DECLARE DIVIDENDS, AND THE DIRECTORS MAY DECIDE TO PAY INTERIM DIVIDENDS. ALL DIVIDENDS WILL BE DIVIDED ON PROPORTION OF SHAREHOLDING. THE COMPANY MAY ISSUE SHARES WHICH ARE TO BE REDEEMED, OR ARE LIABLE TO BE REDEEMED AT THE OPTION OF THE COMPANY OR THE HOLDER, AND THE DIRECTORS MAY DETERMINE THE TERMS, CONDITIONS AND MANNER OF REDEMPTION OF ANY SUCH SHARES.		

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	1
		<i>Total aggregate nominal value</i>	1.00

Initial Shareholdings

Name: **HEALTHYDAYS GROUP PLC**

Address: **6
NEW STREET SQUARE
NEW FETTER LANE
LONDON
ENGLAND
EC4A 3BF**

Class of share: **ORD**

Number of shares: **1**

Currency: **GBP**

*Nominal value of
each share:* **1.00**

Amount unpaid: **0.00**

Amount paid: **1.00**

Statement of Compliance

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

Name: **HEALTHYDAYS GROUP PLC**

Authenticated: **YES**

Authorisation

Authoriser Designation: **subscriber**

Authenticated: **Yes**

COMPANY HAVING A SHARE CAPITAL

Memorandum of association of GFS CAPITAL LIMITED

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 each.

Name of each subscriber

HEALTHYDAYS GROUP PLC

Authentication by each subscriber

Authenticated Electronically

Dated 19 January 2010