

FILE COPY



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

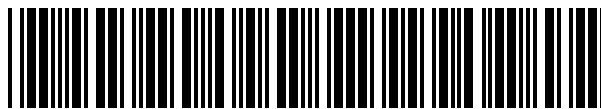
Company Number **15207882**

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

MIDNITE JIU-JITSU 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 **12th October 2023**



N15207882K



Companies House



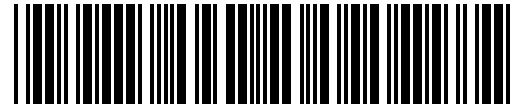
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **12/10/2023**

XCDZF220

Company Name in full: **MIDNITE JIU-JITSU LTD**

Company Type: **Private company limited by shares**

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

Proposed Registered Office Address: **20 FURZE ROAD
TOTNES
DEVON
ENGLAND TQ9 5YE**

Sic Codes: **93120**

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

Company Director *1*

Date of Birth: ****/08/1989** *Nationality:* **BRITISH**
Occupation: **COMPANY DIRECTOR**

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

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORD	<i>Number allotted</i>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<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>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ISAAC BLOOMBERG**

Address **20 FURZE ROAD
TOTNES
DEVON
ENGLAND
TQ9 5YE**

Class of Shares: **ORD**

Number of shares: **100**

Currency: **GBP**

*Nominal value of each
share:* **1**

Amount unpaid: **0**

Amount paid: **1**

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: **ISAAC BLOOMBERG**

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

Date of Birth: ****/08/1989** *Nationality:* **BRITISH**

Service Address: **20 FURZE ROAD
TOTNES
DEVON
ENGLAND
TQ9 5YE**

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, 75% or more of the shares in the company.
<i>Nature of control</i>	The person holds, directly or indirectly, 75% or more of the voting rights in 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.

Statement of Compliance

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

memorandum delivered by an agent for the subscriber(s): **YES**

Agent's Name: **SLEEK TECHNOLOGY LTD**

Agent's Address: **UNIT 7 HEMBROW EVEGATE BUSINESS PARK
ASHFORD
KENT
ENGLAND
TN25 6SX**

Authorisation

Authoriser Designation: **agent** *Authenticated* **YES**

Agent's Name: **SLEEK TECHNOLOGY LTD**

Agent's Address: **UNIT 7 HEMBROW EVEGATE BUSINESS PARK
ASHFORD
KENT
ENGLAND
TN25 6SX**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of MIDNITE JIU-JITSU 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
ISAAC BLOOMBERG	Authenticated Electronically

Dated: 12/10/2023