COMPANIES REGISTRATION

THE COMPANIES ACTS, 1948 to 1967

Company Limited by Guarantee and not having a Share Capital

Alemorandum of Association

OF

SHEEP HOUSE GREEN RESIDENTS! ASSOCIATION LIMITED

- The name of the Company is "SHEEP HOUSE GREEN RESIDENTS! ASSOCIATION LIMITED".
- The Registered Office of the Company will be situate in England.
- The objects for which the Company is established are :-
- To regulate, control the use of, and main-tain certain lands forming part of the Estate at Sheephouse Lane, Wotton in the County of (A) Surrey and now being developed by Properties Limited and for that purpose to acquire, hold, manage, maintain, administer and deal in every way with lands on the Estate and to lay out, provide services and manage, administer, maintain in good order on the Estate amenity area, recreation grounds and facilities, garage entrances, spaces, roads, accessways and footpaths.
- (B) To provide and maintain a sewage disposal plant and a master television aerial other amenities by all means available to the Company and to provide such renewals and additions to the properties from time time on the Estate.
- (0)To borrow and raise money in such manner as the Company shall think fit.
- (D) To do such other things as are incidental or conducive to the attainment of the objects or as are calculated to enhance the value and beneficial advantage of the said Estate and the dwellinghouses comprised then in.

COMPANY

- 4. The liability of the Members is Limited.
- 5. Every Member of the Company undertakes to every intitute to the assets of the Company in the every of its being wound up while he is a Member of within one year afterwards for payment of the debte and liabilities of the Company contracted before he ceases to be a Member and the costs charges and expenses of winding up and for the adjustment of the rights of contributories among themselves such amount as may be required, not exceeding £10.
- 6. No person shall be adritted to membership of the Company other than the Subscribers hereto and the owners of the dwellinghouses comprised in the said Estate. Section 23 of the Companies Act 1948 shall not apply to this clause.

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.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

LENNETH DAVID COOK

ZR HAMILTON RAGE

SUNBURY, MIDDX.

EXECUTIVE DILECTOR.

hereto sed in manies

> MICHAEL SOUM HUKTARLE 15, ARLINGTON LODGE, MONUMENT HILL, WEYERDGE, SURREY, LAND BUYER,

DATED this 11th day of hay 19%.

Sander Suift.

Sander Swift.

Sander Swift.

Sander Swift.

Son, Cleaverand Road.

Surrey.

Company Limited by Guarantee and not having a Share Capital



Articles of Association

OF

SHEEP HOUSE GREEN RESIDENTS' ASSOCIATION LIMITED

1. In these Articles :-

"the Act" means the Companies Act, 1948.

"the seal" means the common seal of the Company.

"Secretary" means any person appointed to perform the duties of the Secretary of the Company.

"the United Kingdom" means Great Britain and Northern Ireland.

"the owners" means the proprietors for the time being of the houses comprised in the Estate of Joviel Properties Limited at Sheephouse Lane, Wotton in the County of Surrey.

Expressions referring to writing shall, unless the contrary intention appears, be construed as inoluding references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form.

Unless the context otherwise requires, words or expressions contained in these Articles shall bear the same meaning as the Act or any statutory rodification thereof in force at the date at which these Articles become binding on the Company.

MEMBERS.

- 2. The number of Members with which the Company proposes to be registered is 30 but the Directors may from time to time register an increase of Members.
- 3. The Subscribers to the Memorandum of Association and all of the owners who apply in writing for membership shall be Members of the Company Provided Always that as soon as all of the

owners have become Members the Subscribers to the Memorandum of Association shall cease to be Members. A Member shall also cease to be such on ceasing to be one of the owners and on the registration of his successor in title as a Member.

4. Where two or more persons jointly are the owners they shall together constitute one Member and the person whose name first appears in the register of Members shall exercise the voting and other powers vested in such Member.

GENERAL MEETINGS.

- 5. The Company shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than fifteen months shall elapse between the date of one annual general meeting of the Company and that of the next. Provided that so long as the Company holds its first annual general meeting within eighteen months of its incorporation, it need not hold it in the year of its incorporation or in the following year. The annual general meeting shall be held at such time and place as the Directors shall appoint.
- 6. All general meetings other than annual general meetings shall be called extraordinary general meetings.
- 7. The Directors may, whenever they think fit, convene an extraordinary general meeting, and extraordinary general meetings shall also be convened on such requisition, or, in default, may be convened by such requisitionists, as provided by section 132 of the Act. If at any time there are not within the United Kingdom sufficient Directors capable of acting to form a quorum, any Director or any two Numbers of the Company may convene an extraordinary general meeting in the same manner as nearly as possible as that in which meetings may be convened by the Directors.

MOTICE OF GENERAL MEETINGS.

8. An annual general meeting and a meeting called for the passing of a Special Resolution shall be called by twenty-one days' notice in writing at the least, and a meeting of the Company other than an annual general meeting or a meeting for the passing of a special resolution shall be called by fourteen days' notice in writing at the least. The notice shall be exclusive of the day on which it is

served or deemed to be served and the day for which it is given, and shall specify the place, the day and the hour of meeting, and, in case of special business, the general nature of that business and shall be given, in manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the Company in general meeting, to such persons as are, under these Articles, entitled to receive such notices from the Company.

Provided that a meeting of the Company shall, notwithstanding that it is called by shorter notice than that specified in this Article be deemed to have been duly called if it is so agreed -

- (a) in the case of a meeting called as the annual general meeting, by all the Members entitled to attend and vote thereat; and
- (b) in the case of any other meeting, by a majority in number of the Members having a right to attend and vote at the meeting, being a majority together representing not less than ninetyfive per cent. of the total voting rights at that meeting of all the Members.
- 9. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

PROCEEDINGS AT GENERAL MEETINGS.

- 10. All business shall be deemed special that is transacted at an extraordinary general meeting, and also all that is transacted at an annual general meeting, with the exception of declaring a dividend, the consideration of the accounts, balance sheets, and the reports of the Directors and auditors, the election of Directors in the place of those retiring and the appointment of, and the fixing of the remuneration of, the auditors.
- 11. No business shall be transacted at any general meeting unless a quorum of Members is present, at the time when the meeting proceeds to business; save as herein otherwise provided, three Members present in person shall be a quorum.
- 12. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of Members, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week, at the same time and place, or to such other

day and at such other time and place as the Directors may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the Members present shall be a quorum.

- 13. The Chairman, if any, of the Board of Directors shall preside as Chairman at every general meeting of the Company, or if there is no such Chairman, or if he shall not be present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act the Directors present shall elect one of their number to be Chairman of the Meeting.
- 14. If at any meeting no Director is willing to act as Chairman or if no Director is present within fifteen minutes after the time appointed for holding the meeting, the Members present shall choose one of their number to be Chairman of the meeting.
- 15. The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforeaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
- 16. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded
- (a) by the Chairman; or
- (b) by at least three Members present in person or by proxy; or
- (c) by any Member or Members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the Members having the right to vote at the meeting.

U less a poll be so demanded a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the book containing the minutes of the proceedings of the Company shall be conclusive evidence of

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The demand for a poll may be withdrawn.

- 17. Except as provided in Article 19, if a poll is duly demanded it shall be taken in such manner as the Chairman directs, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
- 18. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a second or casting vote.
- 19. A poll demanded on the election of a Chairman, or on a question of adjournment, shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the Chairman of the meeting directs, and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.
- 20. Subject to the provisions of the Actaresolution in writing signed by all the Members for the time being entitled to receive notice of and to attend and vote at general meetings (or being corporations by their duly authorised representatives) shall be as valid and effective as if the same had been passed at a general meeting of the Companyddy convened and held.

VOTES OF MEMBERS.

- 21. Every Member shall have one vote.
- 22. A Member suffering from mental disorder in respect of whom the Court of Protection exercises jurisdiction, may vote, whether on a show of hands or on a poll, by his receiver, or other person in the nature of a receiver appointed by that court, and any such receiver, or other person may, on poll, vote by proxy.
- 23. No Member shall be entitled to vote at any general meeting unless all moneys presently payable by him to the Company have been paid.
- 24. On a poll votes may be given either personally or by proxy.
- 25. The instrument appointing a proxy shall be in writing under the hand of the appointor or

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of his attorney duly authorised in writing, or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy need not be a Member of the Company.

26. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office of the Company or at such other place within the United Kingdom as is specified for that purpose in the notice convening the meeting, not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.

27. An instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit -

"SHEEP HOUSE GREEN RESIDENTS' ASSOCIATION LIMITED".

I/We
of
in the County of
Members of the above named Company, hereby appoint
of

or failing him

of as my/our proxy to vote for me/us on my/our behalf at the (annur or extraordinary, as the case may be) general a eting of the Company to be held on the day of 19, and at any adjournment thereof.

Signed this day of

19 ."

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28. Where it is desired to afford Members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or form as near thereto as oir even stances admit -

"SHEEP HOUSE GREEN RESIDENTS' ASSOCIATION LIMITED".

I/We
of
in the County of , being a
Member/Members of the above named Company, here
by appoint

of or failing him of

as my/our proxy to vote for me/us on behalf at the (annual or extraordinary, as the case may be) general meeting of the to be held on the e held on the day of , and at any adjournment thereof.

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This form is to be used against tion. the resolu-

Unless otherwise instructed, the proxy will vote as he thinks fit.

+Strike cut whichever is not desired."

- 29. The instrument appointing a proxy be deemed to confer authority to demand or join in demanding a poll.
- 30. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or mental disorder of the principal or revocation of the proxy or of the authority under which the proxy was executed, pro-vided that no intimation in writing of such death, mental disorder or revocation as aforesaid shall have been received by the Company at its registered office before the commencement of the meeting or adjourned meeting at which the proxy is used.

CORPORATIONS ACTING BY REPRESENTATIVES AT MEERINGS.

31. Any corporation which is a Member of the Company may by resolution of its directors or there governing body authorise such person as it thinks fit to act as its representative at any meeting of the Company, and the person so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could exercise if it were an individual Member of the Courny.

DIRECTORS.

- 32. The number of the Directors and the names of the first Directors shall be determined in writing by the Subscribers to the Memorandum of Association or a majority of them.
- 33. The remuneration of the Directors from time to time be determined by the Company in general meeting. Such remuneration shall be deemed to accrue from day to day. The Directors shall also

be paid all travelling, notel and other expenses properly incurred by them in attending and returning from meetings of the Directors or any committee of the Directors or general meetings of the Company or in connection with the business of the Company.

BORROWING POWERS.

of the Company to borrow money, and to mortgage or charge its undertaking and property, or any part thereof, and to issue debentures, debenture stock and other securities, whether outright or as security for any debt, liability or obligation of the Company or of any third party.

POWERS AND DUTIES OF DIRECTORS.

- 35. The business of the Company shall be managed by the Directors, who may pay all expenses incurred in promoting and registering the Company, and may exercise all such powers of the Company as are not, by the Act or by these Articles, required to be exercised by the Company in general meeting, subject nevertheless to the provisions of the Act or these Articles and to such regulations, being not inconsistent with the aforesaid provisions, as may be prescribed by the Company in general meeting, but no regulation made by the Company in general meeting shall invalidate any prior act of the Directors which would have been valid if that regulation had not been made.
- 36. The Directors may from time to time and at any time by power of attorney appoint any company, firm or person or body of persons, whether nominated directly or indirectly by the Directors, to be the attorney or attorneys of the Company for such purposes and with such powers, authorities and discretions (not exceeding those vested in or exercisable by the Directors under these Articles) and for such period and subject to such conditions as they may think fit, and any such powers of attorney may contain such provisions for the protection and convenience of persons dealing with any such attorney as the Directors by think fit and may also authorise any such attorney to delegate all or any of the powers, authorities and discretions vested in him.
- 37. All cheques, promiseory notes, drafts, balls of exchange and other negotiable instruments, and all receipts for moneys paid to the Company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, in such manner as the Directors shall from time to time by resolution determine.

- 38. The Directors shall cause minutes to be made in books provided for the purpose -
- (a) of all appointments of officers made by the Directors;
- (b) of the names of the Directors present at each meeting of the Directors and of any committee of the Directors;
- (c) of all resolutions and proceedings at all meetings of the Company and of the Directors, and of committees of Directors;

and every Director present at any meeting of Directors or committee of Directors shall sign his name in a book to be kept for that purpose.

DISQUALIFICATION OF DIRECTORS.

- 39. The office of Director shall be vacated if the Director -
- (a) without the consent of the Company in general meeting holds any other office of profit under the Company; or
- (b) becomes bankrupt or makes any arrangement or composition with his creditors generally; or
- (c) becomes prohibited from being a Director by reason of any order made under section 188 of the Act; or
- (d) suffers from mental disorder; or
- (e) resigns his office by notice in writing to the Company; or
- (f) ceases to be a Director by virtue of section 185 of the Act; or
- (g) is directly or indirectly interested in any contract with the Company and fails to declare the nature of his interest in manner required by section 199 of the Act.

A Director shall not vote in respect of any contract, in which he is interested or any matter arising thereout, and if he does so vote his vote shall not be counted.

ROTATION OF DIRECTORS.

40. At the first annual general meeting of the Company all the Directors shall retire from office,

and at the annual general meeting in every subsequent year one-third of the Directors for the time being, or, if their number is not three or a multiple of three, then the number nearest one-third, shall retire from office.

- 41. The Directors to retire in every year shall be those who have been longest in office since their last election, but as between persons who became Directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.
- 42. A retiring Director shall be eligible for re-election.
- 43. The Company at the meeting at which a Director retires in manner aforesaid may fill the vacated office by electing a person thereto, and in default the retiring Director shall if offering himself for re-election, be deemed to have been re-elected unless at such meeting it is expressly resolved not to fill such vacated office or unless a resolution for the re-election of such Director shall have been put to the meeting and lost.
- 44. No person other than a Director retiring at the meeting shall unless recommended by the Directors be eligible for election to the office of Director at any general meeting unless, not less than three nor more than twenty-one days before the date appointed for the meeting, there shall have been left at the registered office of the Company notice in writing, signed by a Member duly qualified to attend and vote at the meeting for which such notice is given, of his intention to propose such person for election, and also notice in writing signed by that person of his willingness to be elected.
- 45. The Company may from time to time by ordinary resolution increase or reduce the number of Directors and may also determine in what rotation the increased or reduced number is to go out of office.
- 46. The Directors shall have power at any time and from time to time, to appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors shall not at any time exceed the number fixed in accordance with these Articles. Any Director so appointed shall hold office only until the next following annual general meeting, and shall then be eligible for re-election but shall not be taken intraccount in determining the Directors who are to retire by rotation at such meeting.

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- 47. The Company may by ordinary resolution, of which special notice has been given in accordance with section 142 of the Act, remove any Director before the expiration of his period of office not-withstanding anything in these Articles or in any agreement between the Company and such Director. Such removal shall be without prejudice to any claim such Director may have for damages for breach of any contract of service between him and the Company.
- 48. The Company may by ordinary resolution appoint another person in place of a Director removed from office under the immediately preceding Article. Without prejudice to the powers of the Directors under Article 46 the Company in general meeting may appoint any person to be a Director either to fill a casual vacancy or as an additional Director. The person appointed to fill such a vacancy shall be subject to retirement at the same time as if he had become a Director on the day on which the Director in whose place he is appointed was last elected a Director.

PROCEEDINGS OF DIRECTORS.

- 49. The Directors may meet together for the despatch of business, adjourn, and otherwise regulate their meetings, as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes the Chairman shall have a second or casting vote. A Director may, and the Secretary on the requisition of a Director shall, at any time summon a meeting of the Directors. It shall not be necessary to give notice of a meeting of Directors to any Director for the time being absent from the United Kingdom.
- 50. The quorum necessary for the transaction of the business of the Directors may be fixed by the Directors, and unless so fixed shall be two.
- 51. The continuing Directors may act notwithstanding any vacancy in their body, but, if and so long as their number is reduced below the number fixed by or pursuant to these Articles as the necessary quorum of Directors, the continuing Directors or Director may act for the purpose of increasing the number of Directors to that number, or of summoning a general meeting of the Company, but for no other purpose.
- 52. The Directors may elect a Chairman of their meetings and determine the period for which he is to hold office: but, if no such Chairman is elected, or if at any meeting the Chairman is not present

within five minutes after the time appointed for holding the same, the Directors present may choose one of their number to be Chairman of the meeting.

- 53. The Directors may delegate any of their powers to committees consisting of such member or members of their body as they think fit; any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Directors.
- 54. A committee may elect a Chairman of its meetings; if no such Chairman is elected, or if at any meeting the Chairman is not present within five minutes after the time appointed for holding the same, the members present may choose one of their number to be Chairman of the meeting.
- 55. A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes the Chairman shall have a second or casting vote.
- 56. All acts done by any meeting of the Directors or of a committee of Directors, or by any person acting as a Director, shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such Director or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Director.
- 57. A resolution in writing, signed by all the Directors for the time being entitled to receive notice of a meeting of the Directors, shall be as valid and effectual as if it had been passed at a meeting of the Directors duly convened and held.

SHORETARY.

- 58. The Secretary shall be appointed by the Directors for such term, at such remuneration and upon such conditions as they may think fit; and any Secretary so appointed may be removed by them.
- 59. A provision of the Act or these Articles requiring or authorising a thing to be done by or to a Director and the Secretary shall not be satisfied by its being done by or to the same person acting both as Director and as, or in place of, the Secretary.

- 60. The Directors shall provide for the safe custody of the seal, which shall only be used by the authority of the Directors or of a committee of the Directors authorised by the Directors in that behalf, and every instrument to which the seal shall be affixed shall be signed by a Director and shall be countersigned by the Secretary or by a second Director or by some other person appointed by the Directors for the purpose.
- 61. The Directors shall cause proper books of account to be kept with respect to -
- (a) all sums of money received and expended by the Company and the matters in respect of which the receipt and expenditure take place;
- (b) all sales and purchases of goods by the Company; and
- (c) the assets and liabilities of the Company.

Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the Company's affairs and to explain its transactions.

- 62. The books of account shall be kept at the registered office of the Company, or, subject to section 147 (3) of the Act, at such other place or places as the Directors think fit, and shall always be open to the inspection of the Directors.
- 63. The Directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Company or any of them shall be open to the inspection of Members not being Directors, and no Member (not being a Director) shall have any rights of inspecting any account or book or document of the Company except as conferred by statute or authorised by the Directors or by the Company in general meeting.
- 64. The Directors shall from time to time in accordance with sections 148, 150 and 157 of the Act, cause to be prepared and to be laid before the Company in general meeting such profit and loss accounts, balance sheets, group accounts (if any) and reports as are referred to in those sections.
- 65. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Company in general meeting, together with a copy of the auditor's

report, shall not less than twenty-one days before the date of the meeting be sent to every Member of, and every holder of debentures of, the Company. Provided that this Article shall not require a copy of those documents to be sent to any person of whose address the Company is not aware or to more than one of the joint holders of any debentures.

AUDIT.

66. Auditors shall be appointed and their duties regulated in accordance with sections 159 to 162 of the Act.

NOTICES.

- 67. A notice may be given by the Company to any Member either personally or by sending it by post to him or to his registered address, or (if he has no registered address within the United Kingdom) to the address, if any, within the United Kingdom supplied by him to the Company for the giving of notice to him. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of 24 hours after the letter containing the same is posted, and in any other case at the time at which the letter would be delivered in the ordinary course of post.
- 68. Notice of every general meeting shall be given in any manner hereinbefore authorised to -
- (a) every Member except those Members who (having no registered address within the United Kingdom) have not supplied to the Company an address within the United Kingdom for the giving of notices to them;
- (b) every person being a legal personal representative or a trustee in bankruptry of a Member where the Member but for his death or bankruptry would be entitled to receive notice of the meeting; and
- (c) any person who has been appointed a received of a Member suffering from mental disorder in respect of whom the Court of Protection execution;
- (d) the auditor for the time being of the Company. No other person shall be entitled to receive notes ices of general meetings.

- 69. The Company is a private Company and accordingly:-
- (a) The number of Members for the time being of the Company is not to exceed 50.
- (b) The Company shall not offer any of its shares (if and so long as the Company shall have any share capital) or any of its debentures to the public for subscription.
- (c) If and so long as the Company shall at any time have any share capital the Directors may in their absolute discretion and without assigning any reason therefor decline to register any transfer of any share in the Company.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBE

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KENNETH DAVID COOK

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SUNBURY MIDDE

EXECUTIOE DIRECTOR

MICHAEL JOHN HUNTARENE 15, ARLINGTON LODGE, MONUMENT HILL, WEYBRIJGE. SIRREY.

LAN) BUYER.

DATED this "A day of May 1970.

WITNESS to the above signatures :-Sander Suit-SAHORA SWIFT PC CYENTERHAND BOND SURBITON, SURREY.



CERTIFICATE OF INCORPORATION

No. 990197

I hereby certify that

SHEEP HOUSE GREEN RESIDENTS! ASSOCIATION LIMITED

is this day incorporated under the Companies Acts 1948 to 1967 and that the Company is Limited.

Given under my hand at London the 21st May, 1970.

Assistant Registrer of Companies