

Number of
Certificate

147007

Form No. 41.

THE COMPANIES ACTS 1908 and 1913.



A 5s.
Companies'
Registration
Fee Stamp
to be
impressed
here.

DECLARATION of Compliance with the requisitions of the Companies

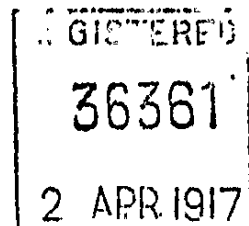
(Consolidation) Act 1908, on behalf of a Company proposed to be

registered as Ben Wright and Company

LIMITED.

Pursuant to Section 17 (2) of the Companies (Consolidation) Act 1908.

Presented for filing by



I, Simon Frederick Thompson
of 11 Albert Road Mitchambury in the County
of York

(a) Here insert:
"A Solicitor of
the High Court
engaged in the
formation."
or
"A Director' or
Secretary named
in the Articles of
Association."

Do solemnly and sincerely declare that I am (a) a Solicitor of
the High Court engaged in the formation

of Ben Wright and Company

Limited, and That all and every the requisitions of the Companies
(Consolidation) Act 1908, 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 Mitchambury in
the County of York

the 31st day of March

One thousand nine hundred and seventeen

Before me,

Allen D. Brown

S F Thompson

Number of } 147007
Certificate }

Form No. 25.

THE STAMP ACT 1891.

(54 & 55 VICT., CH. 39.)

COMPANY LIMITED BY SHARES.

Statement of the Nominal Capital

OF

Ben Wright and Company

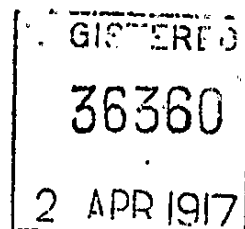
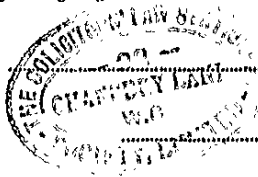
LIMITED.

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section 7 of the Finance Act 1899.

NOTE.—The Stamp Duty on the Nominal Capital is Five 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 for filing by



The Solicitors' Law Stationery Society, Limited, 22, Chancery Lane, W.C., 29, Walbrook, E.C., 49, Bedford Row, W.C., 6, Victoria Street, S.W.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS.

THE NOMINAL CAPITAL

OF

Ben Wright and Company

, Limited,

is £ *5000*, divided into *5000*

Shares of *£1* each.

Signature

Ben Wright

Officer

Director

Dated the *30th* day of

March 1917.

This Statement should be signed by an Officer of the Company.

The Companies Acts 1908 and 1913.

COMPANY LIMITED BY SHARES.

Memorandum

AND

Articles of Association

OF

Ben. Wright and Company LIMITED.

(A Private Company adopting Table A with modifications.)

Incorporated the day of 1917.

S. F. THOMPSON,

Solicitor,

MIDDLESBROUGH.



147007 P

The Companies Acts 1908 and 1913.

COMPANY LIMITED BY SHARES.

Memorandum of Association

OF

BEN. WRIGHT AND COMPANY LIMITED.

1. The name of the Company is "BEN. WRIGHT AND COMPANY 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 as a going concern and carry on the business now carried on at No. 20 Dock Street, Middlesbrough, in the County of York, by Charles Benjamin Wright under the style or firm of "Ben. Wright & Co." as marine contractors, labour contractors, ship scalers, cementers and painters, boiler scalers, boiler and pipe coverers, manufacturers of Bitumiza coverings, and as general contractors, manufacturers, merchants and agents, and with a view thereto to adopt and carry into effect, either with or without modification, a provisional agreement, dated the 20th day of March 1917, and expressed to be made between the said Charles Benjamin Wright of the one part and Simon Frederick Thompson, of 11 Albert Road, Middlesbrough, in the County of York, as trustee for the Company of the other part,

REGISTERED
36362
2 APR 1917

being an agreement for the acquisition of the said business.

- (B) To carry on all or any of the aforesaid businesses and any other trade or business whatsoever, which can, in the opinion of the Board, be advantageously carried on by the Company in connection with or as ancillary to the general business of the Company.
- (C) To purchase, take on lease or in exchange, hire or otherwise acquire and hold for any estate or interest any lands, buildings, easements, rights, privileges, concessions, machinery, patents, plant, stock-in-trade, and any real and personal property of any kind necessary or convenient for the Company's business.
- (D) To erect, construct, lay down, enlarge, alter and maintain any buildings, works and machinery necessary or convenient for the Company's business.
- (E) To borrow or raise or secure the payment of money for the purposes of or in connection with the Company's business.
- (F) To mortgage and charge the undertaking and all or any of the real and personal property, present or future, and all or any of the uncalled capital for the time being of the Company, and to issue at par or at a premium or discount or for such consideration as may be thought fit debentures, mortgage debentures and debenture stock payable to bearer or otherwise, and either permanent or redeemable or repayable, and collaterally or further to secure any securities of the Company by a trust deed or other assurance.
- (G) To issue and deposit any securities which the Company has power to issue by way of mortgage to secure any sum less than the nominal amount of such securities, and also by way of security for the performance of any contracts or obligations of the Company.
- (H) To receive money on deposit or loan upon such terms as the Company may approve, and to guarantee the debts and contracts of customers and others.
- (I) To make advances to customers and others with or without security, and upon such terms as the Company may approve, and generally to act as bankers for customers and others.

- (J) To grant pensions, allowances, gratuities and bonuses to employés or ex-employés of the Company or its predecessors in business or the dependents of such persons, and to establish and support, or to aid in the establishment and support, of any schools and any educational, scientific, literary, religious or charitable institution, or trade societies, whether such societies be solely connected with the trade carried on by the Company or its predecessors in business or not, and any club or other establishment calculated to advance the interests of the Company or of the persons employed by the Company or its predecessors in business.
- (K) To make, accept, endorse and execute promissory notes, bills of exchange and other negotiable instruments.
- (L) To invest and deal with the moneys of the Company not immediately required in or upon such securities and in such manner as may from time to time be determined.
- (M) To pay for any property or rights acquired by the Company, either in cash or fully or partly paid-up shares, with or without preferred or deferred rights in respect of dividend or repayment of capital or otherwise, or by any securities which the Company has power to issue, or partly in one mode and partly in another, and generally on such terms as the Company may determine.
- (N) To accept payment for any property or rights sold or otherwise disposed of or dealt with by the Company, either in cash, by instalments or otherwise, or in fully or partly paid-up shares of any company or corporation, with or without deferred or preferred rights in respect of dividend or repayment of capital or otherwise, or in debentures or mortgage debentures or debenture stock, mortgages or other securities of any company or corporation, or partly in one mode and partly in another, and generally on such terms as the Company may determine.
- (O) To enter into partnership or any joint-purse arrangement or any arrangement for sharing profits, union of interests or co-operation with any company, firm or person carrying on or proposing to carry on any

business within the objects of this Company, and to acquire and hold shares, stock or securities of any such company.

- (P) To establish or promote, or concur in establishing or promoting, any other company whose objects shall include the acquisition and taking over of all or any of the assets and liabilities of or shall be in any manner calculated to advance directly or indirectly the objects or interests of this Company, and to acquire and hold shares, stock or securities of and guarantee the payment of any securities issued by or any other obligation of any such company.
- (Q) To purchase or otherwise acquire and undertake all or any part of the business, property, liabilities and transactions of any person or company carrying on any business which this Company is authorised to carry on, or possessed of property suitable for the purposes of the Company.
- (R) To sell, improve, manage, develop, turn to account, exchange, let on rent, royalty, share of profits or otherwise, grant licences, easements and other rights of and over, and in any other manner deal with or dispose of the undertaking and all or any of the property for the time being of the Company for such consideration as the Company may think fit.
- (S) To amalgamate with any other company whose objects are or include objects similar to those of this Company, whether by sale or purchase (for fully or partly paid-up shares or otherwise) of the undertaking, subject to the liabilities of this or any such other company as aforesaid, with or without winding up, or by sale or purchase (for fully or partly paid-up shares, debentures, cash or otherwise) of all the shares or stock of this or any such other company as aforesaid, or by partnership, or any arrangement of the nature of partnership, or in any other manner.
- (T) To distribute among the members in specie any property of the Company, or any proceeds of sale or disposal of any property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.

(U) To do all or any of the above things in any part of the world, and either as principals, agents, trustees, contractors or otherwise, and either alone or in conjunction with others, and either by or through agents, sub-contractors, trustees or otherwise, and to do all such other things as are incidental or conducive to the above objects or any of them.

✓ 4. The liability of the members is limited.

✓ 5. The share capital of the Company is £5,000, divided into 5,000 shares of £1 each, with power from time to time to increase or reduce its capital, and to issue any shares in the original or increased capital as ordinary, preference or deferred shares, and to attach to any class or classes of such shares any preferences, rights, privileges or conditions or to subject the same to any restrictions or limitations that may be determined by any Special Resolution of the Company passed before the issue of the shares affected.

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>Charles Benjamin Wright</i> <i>Marine Contractor</i> <i>Evenwood - Eastbourne Road</i> <i>Linthorpe - Middlesbrough</i> <i>William Henry Crosthwaite</i> <i>The Newlands, Middlesbrough</i> <i>Proprietor</i>	 <i>One</i> <i>One</i>

Dated the 26 day of March 1917.

Witness to the above Signatures—

S. J. Thompson
Solicitor
11 Albion Road
Middlesbrough

147007



The Companies Acts 1908 and 1913.

COMPANY LIMITED BY SHARES.

Articles of Association

OF

BEN. WRIGHT AND COMPANY LIMITED.

PRELIMINARY.

1. Subject as hereinafter provided, the regulations contained in Table A in the First Schedule to the Companies (Consolidation) Act 1908 (hereinafter referred to as "Table A") shall apply to the Company.

2. Clauses 2, 5, 20, 31 to 40 (both inclusive), 49, 51, 53, 54, 56, 68, 69, 70, 77, 96, 111 and 114 of Table A shall not apply to the Company, but the clauses hereinafter contained, in addition to the remaining clauses of Table A, shall constitute the regulations of the Company.

3. The Directors shall on behalf of the Company adopt and carry into effect the provisional agreement referred to in Clause 3 (A) of the Memorandum of Association, and shall affix the seal of the Company thereto or to any document necessary for the confirmation of the said provisional agreement. It is hereby expressly declared that the validity of the said agreement shall not be impeached on the ground that any of the said parties to the said agreement, as promoters, Directors or otherwise, stand in a fiduciary relation to the Company, and every person who shall at any time become a member or creditor of the Company shall be deemed to approve and confirm the said agreement.

REGISTERED

36364

2 APR 1917

PRIVATE COMPANY.

4. The Company is a "Private Company" within the meaning of the Companies Acts 1908 and 1913, and accordingly (1) no invitation shall be issued to the public to subscribe for any shares, debentures or debenture stock of the Company; (2) the number of the members of the Company (exclusive of persons who are in the employment of the Company and of persons who having been formerly in the employment of the Company were while in such employment and have continued after the determination of such employment to be members of the Company) shall be limited to fifty, provided that for the purposes of this provision where two or more persons hold one or more shares in the Company jointly, they shall be treated as a single member; and (3) the right to transfer the shares of the Company is restricted in manner and to the extent hereinafter appearing.

SHARES.

5. The shares shall be at the disposal of the Directors, and they may allot or otherwise dispose of them to such persons at such times and generally on such terms and conditions as they think proper, subject always to Clause 4 hereof, and to the provisions of the said agreement as to the shares to be allotted in pursuance thereof, and provided that no shares shall be issued at a discount.

6. The Company may pay a commission to any person in consideration of his subscribing or agreeing to subscribe, whether absolutely or conditionally, for any shares in the Company, or procuring or agreeing to procure subscriptions, whether absolute or conditional, for any shares in the Company, provided that the commission does not exceed 5 per cent. on such shares, and such commission may be paid, in whole or in part, in cash or fully or partly-paid shares of the Company, as may be arranged. The statement required by Section 89 of the Companies (Consolidation) Act 1908 to be filed shall be duly filed before the payment of any such commission, and the amount of any such commission shall be stated in the annual lists and balance sheets of the Company as required by Sections 26 and 90 of the same Act.

7. No person shall be recognised by the Company as holding any share upon any trust, and the Company shall not be bound by or recognise any equitable, contingent, future or partial interest in any share or any interest in any fractional part of a share, or (except only as by these presents otherwise expressly provided) any other right in respect of any share except an absolute right to the entirety thereof in the registered holder.

TRANSFER OF SHARES.

8. No transfer of any share in the capital of the Company shall be made or registered without the previous sanction of the Directors, who may, without assigning any reason, decline to give any such sanction, and shall so decline in the case of any transfer the registration of which would involve a contravention of Clause 4 hereof. The Directors may also suspend the registration of transfers during the fourteen days immediately preceding the Ordinary General Meeting in each year. The Directors may decline to recognise any instrument of transfer unless (A) such fee, not exceeding two shillings and sixpence, as the Directors may from time to time determine, is paid to the Company in respect thereof, and (B) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Directors may reasonably require to show the right of the transferor to make the transfer.

9. The provisions as to transfer contained in the preceding Article shall not apply to a transfer of shares desired to be made merely for the purpose of effectuating the appointment of a new trustee or trustees, provided that it is proved to the satisfaction of the Directors that such is the case.

PROCEEDINGS AT GENERAL MEETINGS.

10. Seven days' notice at the least (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which notice is given), specifying the place, the day and the hour of meeting, and in case of special business the general nature of such business, shall be given in manner provided by Table A, or in such other manner (if any) as may be prescribed by the Company in General Meeting, to such persons as are under the regulations of the Company entitled to receive such notices from the Company; but the accidental omission to give such notice to or the non-receipt of such notice by any of such persons shall not invalidate the proceedings at any General Meeting. A meeting may, with the written consent of all the members for the time being entitled to receive notice of meetings, be convened by a shorter notice and in such manner as such members think fit.

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 otherwise provided by the regulations of the Company, two members personally present shall be a quorum.

12. The Chairman of the Board of Directors shall preside at every General Meeting, but if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to act as Chairman, the members present shall choose some Director, or if no Director be present, or if all the Directors present decline to take the chair, they shall choose some member present to be Chairman of the meeting.

13. 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 by at least two members or by the holder or holders in person or by proxy of at least one twentieth part of the issued ordinary share capital of the Company, and unless a poll is 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, or not carried by a particular majority, and an entry to that effect in the minute book of the Company shall be conclusive evidence thereof without proof of the number or proportion of the votes recorded in favour of or against such resolution.

DIRECTORS.

14. Unless and until otherwise determined by the Company in General Meeting, the number of the Directors shall not be less than two nor more than five in number, including the Managing Director.

15. The following shall be the first Directors of the Company, that is to say—Charles Benjamin Wright and William Henry Crosthwaite.

16. The remuneration of the Directors (except the Managing Director, whose remuneration is the subject of a separate agreement), shall from time to time be determined by the Company in General Meeting. The Directors shall also be entitled to be repaid all travelling and hotel expenses incurred by them respectively in or about the performance of their duties as Directors, including their expenses of travelling to and from Board Meetings.

17. The qualification of a Director shall be the holding of shares of the Company of the aggregate nominal value of at least £250, and it shall be his duty to comply with the provisions of Section 73 of the Companies (Consolidation) Act 1908. A Director may act before acquiring his qualification.

POWERS AND DUTIES OF DIRECTORS.

18. The Directors from time to time, and at any time, may provide through local boards, attorneys or agencies for the management of the affairs of the Company abroad, and may appoint any persons to be members of such local boards or as attorneys or agents, and may fix their remuneration. The Company may exercise the powers conferred by Sections 34 and 79 of the Companies (Consolidation) Act 1908, and those powers shall accordingly be exercisable by the Directors.

19. The Directors from time to time, and at any time, may delegate to any Managing Director, Local Board, Head Manager, Manager, Attorney or Agent any of the powers, authorities and discretions for the time being vested in the Directors, and any such appointment or delegation may be made in such terms and subject to such conditions, including power to sub-delegate, as the Directors may think fit, and the Directors may at any time remove any person so appointed, and may annul or vary any such delegation, but no person dealing in good faith and without notice of such annulment or variation shall be affected thereby.

DISQUALIFICATION OF DIRECTORS.

20. The office of a Director shall be vacated—

- (1) If by notice in writing to the Company he resigns the office of Director.
- (2) If he ceases to be a Director by virtue of the Companies (Consolidation) Act 1908, Section 73.
- (3) If he holds any other office or place of profit under the Company except that of Managing Director, Manager, or Secretary, or Trustee of a trust deed for securing debentures or debenture stock of the Company.
- (4) If he absents himself from the meetings of the Directors during a continuous period of three months without special leave of absence from the other Directors, and they pass a resolution that he has by reason of such absence vacated office.
- (5) If he becomes bankrupt.
- (6) If he is found lunatic or becomes of unsound mind.

21. A Director shall be capable of contracting and participating in the profits of any contract with the Company in the

same manner as if he were not a Director, subject nevertheless (save as regards the agreement referred to in Article 3 hereof) to the following provisions, namely : (1) Before the contract is entered into, or so soon thereafter as he becomes interested therein, he shall disclose in writing to the Board his interest in the contract, and (2) after he has become interested he shall not vote in respect of the contract or any matter arising thereout, and if he do so vote his vote shall not be counted. A general notice that a Director is a member of any specified firm or company, and is to be regarded as interested in all transactions with that firm or company shall be a sufficient disclosure under this Article as regards such Director and the said transactions, and after such general notice it shall not be necessary for such Director to give special notice of any particular transaction with such firm or company.

PROCEEDINGS OF DIRECTORS.

22. A resolution in writing signed by every member of the Board shall have the same effect and validity as a resolution of the Board duly passed at a meeting of the Board duly convened and constituted.

DIVIDENDS.

23. The Directors may from time to time pay to the members such interim dividends as appear to the Directors to be justified by the profits of the Company according to the estimate formed by them thereof.

NOTICES.

24. Where a notice is sent by post it shall be deemed to have been served at the expiration of twenty-four hours after it was posted ; and Clause 110 of Table A shall be modified accordingly. A member who has no registered address in the United Kingdom and has not supplied to the Company an address within the United Kingdom for the giving of notices to him, shall not be entitled to receive any notices from the Company.

COMMON SEAL.

25. The Directors shall forthwith procure a common seal to be made for the Company and shall provide for the safe custody thereof. The seal shall not be affixed to any document except by express authority of a resolution of the Directors, and in the presence of at least two Directors, who shall affix their signatures to every document so sealed.

WINDING UP.

26. In a winding up the Liquidators may, with the sanction of an Extraordinary Resolution, distribute all or any of the assets in specie among the contributories in accordance with their rights.

ARBITRATION.

27. Whenever any difference shall arise between the Company and the Directors on the one hand, and any of the members or their or his representatives on the other hand, or between any members or classes of members, with regard to the true construction of these presents, or with regard to anything done, executed, omitted or suffered in pursuance of these presents or the Companies Acts, or with regard to any breach or alleged breach of these presents, or any claim on account of any such breach or alleged breach, or otherwise relating to the premises or to these presents, or to any of the affairs of the Company, every such difference shall be referred to the decision of an arbitrator to be appointed by the parties in difference, or, if they cannot agree upon a single arbitrator, to the decision of two arbitrators, of whom one shall be appointed by each of the parties in difference, and if they cannot agree the matter in dispute shall be referred to an umpire, and any such reference shall be subject to all the provisions of the Arbitration Act 1889.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

Charles Benjamin Knight
 Marine Contractor
 "Eggswood" - Eastbourne Road, Linthope
 Middlebro'

William Henry Crosthwaite
 The Newlands, Middlebrough
 Supervisor

Dated the 28th day of March 1917.

Witness to the above Signatures—

S J Thompson
 Solicitor
 11 Albert Road, Newcastle-upon-Tyne

The Companies Acts 1908 and 1913.

COMPANY LIMITED BY SHARES.

Memorandum
AND
Articles of Association
OF
Ben. Wright and Company
LIMITED.

Incorporated the day of 1917.

S. F. THOMPSON,
Solicitor,
Middlesbrough.

DUPLICATE FOR THE FILE.

No. 147007



Certificate of Incorporation

I Hereby Certify, That the

Ben. Wright and Company Limited

is this day Incorporated under the Companies Acts, 1908 and 1913, and that the Company is Limited.

Given under my hand at London this second day of April

One Thousand Nine Hundred and seventeen.

Fees and Deed Stamps £6 - 10 - 0

Stamp Duty on Capital £12 - 10 - 0

Geo. Hargreaves

Assistant Registrar of Joint Stock Companies.

Certificate received by Thos. E. Neighbour

Thos. S. S. Ltd

22 Chancery Lane

Date 14th April 1917

Number of } 147007
Certificate }

Form No. 59.

THE COMPANIES ACTS 1908 and 1913.

THE TRADING WITH THE ENEMY AMENDMENT ACT 1914.

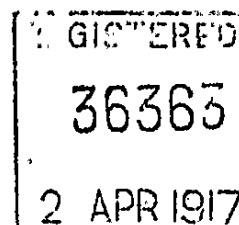
Declaration

REQUIRED DURING THE CONTINUANCE OF THE PRESENT WAR
BEFORE REGISTRATION OF A JOINT STOCK COMPANY.

*(Pursuant to Section 9, Sub-Section (1) (a) of the Trading with the Enemy
Amendment Act 1914.)*

Ben Wright and Company

Limited.



Presented for filing by—

272

I, Simon Frederick Thompson
of 11 Albert Road Middlesbrough in the County of
York

a Solicitor of the Supreme Court, do solemnly and sincerely declare that I
am engaged in the formation of Ben Wright and Company
.....
..... LIMITED,

and that the said Company is not formed for the purpose or with the
intention of acquiring the whole or any part of the undertaking of a person,
firm, or company, the books and documents of which are liable to inspection
under Sub-Section (2) of Section two of The Trading with the Enemy
Act 1914. 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 Middlesbrough

in the County of York

this 31st day of March

One thousand nine hundred and seventeen

before me,

Allen Doring

A Commissioner for Oaths.

S. F. Thompson

Number of } 184004 / 47
Company

[Form No. 103.]

THE COMPANIES ACT, 1948

Notice of

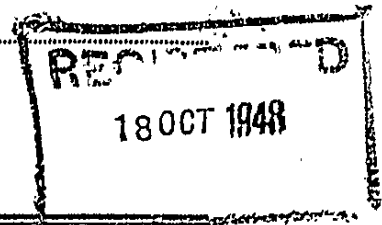
Place where the Register of Members is
kept, and of any change thereof

Pursuant to Section 110 of The Companies Act, 1948

NAME OF COMPANY

Ben Wright Company

LIMITED



110-97193

grams: "CERTIFICATE, ESTRAND, LONDON."

Telephone Number: Holborn 0434 (6 Lines).

JORDAN & SONS, LIMITED,

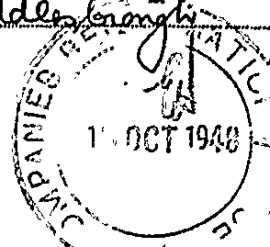
Company Registration Agents, Printers, and Publishers,

116 Chancery Lane, London, W.C.2, and 13 Broad Street Place, E.C.2

Presented by

Liddon & French, Chartered Accountants,

84 Borough Road, Widdowesbury



Notice
of
Place where the Register of Members is kept,
and of any change thereof,
of

Ben Wright & Company
LIMITED

To the Registrar of Companies

Ben Wright & Company..... LIMITED

hereby gives you Notice, in accordance with Section 110 of The Companies Act, 1948, that the place where the Register of Members is kept is

84 Borough Road Widdlesburgh.....

NOTE.
The Number or Name (if any) of the Premises together with the street or road, town and county should be given, together with the name or style of the Firm or Company having custody (if appropriate).

FOR BEN. WRIGHT & CO LIMITED.

Signature *[Signature]*

Officer *[Signature]* DIRECTOR
(State whether Director or Secretary.)

Dated the *Twenty Ninth* day
of *September* 1948.

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

No. of Company: 147007. *164*



THE COMPANIES ACT, 1948.

COMPANY LIMITED BY SHARES

(Copy)

SPECIAL RESOLUTION
(Pursuant to The Companies Act, 1948, Sections 10 and 141)

of

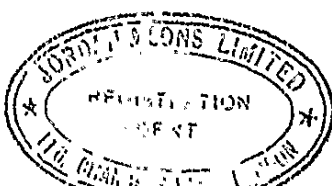
BEN WRIGHT & CO. LIMITED.

Passed the *10th* day of *January*, 1962.

At an Extraordinary General Meeting of the above-named Company, duly convened, and held on the *10th* day of *January*, 1962 the following SPECIAL RESOLUTION was duly passed:-

That the Articles of Association of the Company be altered as follows:-

1. By deleting Article 14 and by substituting therefor the following new Article:-
 14. Unless and until otherwise determined by the Company in General Meeting the number of Directors shall not be more than five but need not exceed one.
2. By deleting Article 17 and by substituting therefor the following new Article:-
 17. A Director shall not be required to hold any Share qualification.



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COMPANIES HOUSE

If you need to contact us regarding
this notice, please quote reference

THE DIRECTORS
BEN, WRIGHT AND COMPANY LIMITED
16A GUNTERGATE LANE
MARTON
MIDDLESBROUGH
CLEVELAND TS7 8HY

DEF6/ 00147007

Date: 3 MARCH 1992

COMPANIES ACT 1985 (Section 652)

The REGISTRAR OF COMPANIES gives NOTICE
that, unless cause is shown to the contrary,
at the expiration of 3 months from the
above date the name of

BEN, WRIGHT AND COMPANY LIMITED

will be struck off the register and
the company will be dissolved.

COMPANIES HOUSE
CARDIFF
CF4 3UZ

Tel: Cardiff (0222) 380234

422

FILE COPY

dti

Companies House is an executive agency within the Department of Trade and Industry

HD602

DISSOLVED

00147007 BEN, WRIGHT AND COMPANY LIMITED

This Company was struck off the Register under Section
652(5) of the Companies Act 1985 on 16 JUNE 1992
and dissolved by notice in the London Gazette dated 27 JUNE 1992



E L BEAL (Mrs)
for Registrar

DEF 1 SENT	00/00/00
DEF 2 SENT	00/00/00
DEF 3 SENT	00/00/00
FIRST GAZ	03/03/92

385

HC001