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COMPANIES FORM No. 12

## Statutory Declaration of compliance with requirements on application for registration of a company

# 12

Please do not  
write in  
this margin

Pursuant to section 12(3) of the Companies Act 1985

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

To the Registrar of Companies

For official use

For official use

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2233545
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Name of company

\* Insert full  
name of Company

* RICHMOND LODGE MAINTENANCE LIMITED
--------------------------------------

I, MICHAEL PATRICK WINDLE  
of 26 WHITEGATES  
LONGHORSELEY  
NORTHUMBERLAND

† delete as  
appropriate

do solemnly and sincerely declare that I am a ~~[Solicitor engaged in the formation of the company]~~†  
[person named as ~~director~~ or secretary of the company in the statement delivered to the registrar  
under section 10(2)]† and that all the requirements of the above Act in respect of the registration of the  
above company and of matters precedent and incidental to it 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 25 Essex Street Declarant to sign below  
County of York and near

the Third day of February  
One thousand nine hundred and Eighty Eight  
before me [Signature]

A Commissioner for Oaths or Notary Public or Justice of  
the Peace or Solicitor having the powers conferred on a  
Commissioner for Oaths.

Presentor's name address and  
reference (if any):

For official Use

New Companies Section

Post room



The Solicitors' Law Stationery Society plc, Oyez House, 27 Chancery Street, London EC1 5TS



COMPANIES FORM No. 10

# Statement of first directors and secretary and intended situation of registered office

# 10

Please do not  
write in  
this margin

Pursuant to section 10 of the Companies Act 1985

To the Registrar of Companies

Please complete  
legibly, preferably  
in black type, or  
bold block lettering

For official use

\*Insert full name  
of company

Name of company

RICHMOND LODGE MAINTENANCE LIMITED

The intended situation of the registered office of the company on incorporation is as stated below

EAGLE STAR HOUSE, REGENT CENTRE, GOSFORTH, NEWCASTLE UPON TYNE

Postcode

If the memorandum is delivered by an agent for the subscribers of the memorandum please mark 'X' in the box opposite and insert the agent's name and address below



VEZ SERVICES	
Postcode	

Number of continuation sheets attached (see note 1)

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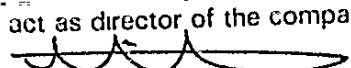
Presentor's name, address and  
reference (if any):

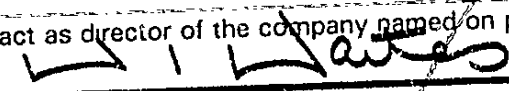
For official use

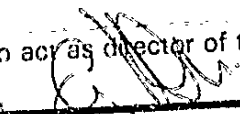
General Section

Post room

The name(s) and particulars of the person who is, or the persons who are, to be the first director or directors of the company (note 2) are as follows:

Name (note 3) PETER IAN CUSSINS		Business occupation CO. DIRECTOR
Previous name(s) (note 3)		Nationality BRITISH
Address (note 4) Eagle Star House, Regent Centre, Gosforth, Newcastle upon Tyne		Date of birth (where applicable) (note 6)
Postcode		
Other directorshipst CUSSINS PROPERTY GROUP & ASSOCIATED COMPANIES		
I consent to act as director of the company named on page 1		
Signature x 		Date 3 February 1988.

Name (note 3) WILLIAM IAN WAITES		Business occupation CO. DIRECTOR
Previous name(s) (note 3)		Nationality BRITISH
Address (note 4) EAGLE STAR HOUSE, REGENT CENTRE, GOSFORTH, NEWCASTLE UPON TYNE		Date of birth (where applicable) (note 6)
Postcode		
Other directorshipst CUSSINS PROPERTY GROUP & ASSOCIATED COMPANIES		
I consent to act as director of the company named on page 1		
Signature x 		Date 3 February 1988.

Name (note 3) GEORGE HALL		Business occupation CO. DIRECTOR
Previous name(s) (note 3)		Nationality BRITISH
Address (note 4) EAGLE STAR HOUSE, REGENT CENTRE GOSFORTH, NEWCASTLE UPON TYNE		Date of birth (where applicable) (note 6)
Postcode		
Other directorshipst CUSSINS PROPERTY GROUP AND ASSOCIATED COMPANIES		
I consent to act as director of the company named on page 1		
Signature 		Date 3 February 1988 3 February 1988

The name(s) and particulars of the person who is, or the persons who are, to be the first secretary or joint secretaries, of the company are as follows:

delete  
orably  
e, or  
altering

Name (notes 3 & 7) MICHAEL PETER WINDLE	
Previous name(s) (note 3)	
Address (notes 4 & 7) EAGLE STAR HOUSE, REGENT CENTRE, GOSFORTH, NEWCASTLE UPON TYNE	
Postcode	
I consent to act as secretary of the company named on page 1	
Signature <i>M. P. Windle</i>	Date 3 February 1988

Name (notes 3 & 7)	
Previous name(s) (note 3)	
Address (notes 4 & 7)	
Postcode	
I consent to act as secretary of the company named on page 1	
Signature	Date

delete if the form is  
signed by the  
subscribers.

Signature of agent on behalf of subscribers	Date
---	------

delete if the form is  
signed by an agent  
on behalf of the  
subscribers.

delete if the subscribers  
just sign either  
personally or by a  
person or persons  
authorised to sign  
for them.

Signed	Date
Signed <i>M. P. Windle</i>	Date 3 February 1988
Signed <i>M. P. Windle</i>	Date 3 February 1988
Signed <i>M. P. Windle</i>	Date 3 February 1988
Signed <i>M. P. Windle</i>	Date 3 February 1988
Signed <i>M. P. Windle</i>	Date 3 February 1988

THE COMPANIES ACT 1985  
COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION  
OF

RICHMOND LODGE MAINTENANCE LIMITED

1. The name of the Company (hereinafter called "the Association") is "RICHMOND LODGE MAINTENANCE LIMITED".
2. The registered office of the Association is to be situated in England and Wales.
3. The objects for which the Association is established are:
  - (A) To enter into and carry into effect with such (if any) modifications or alterations as may be agreed upon an agreement already prepared and expressed to be made between Lemmington Estates Limited of the one part and the Association of the other part a draft of which has been subscribed with a view to identification by *George Hall*.
  - (B) Pursuant to the aforesaid agreement to take a lease from Lemmington Estates Limited of the flats, in course of erection and of the surrounding land situate at Richmond Lodge, Moor Road South, Gosforth, Tyne and Wear known as "Richmond Lodge" such lease to be upon terms and conditions specified in the said agreement or on such other terms and conditions as may be agreed with Lemmington Estates Limited.
  - (C) Pursuant to the aforesaid agreement and in accordance with the provisions thereof to grant underleases of the flats, comprised in Richmond Lodge on the terms and conditions specified in the said agreement or on such other terms and conditions as may be agreed with Lemmington Estates Limited.
  - (D) As lessees to fulfil all the obligations imposed by the said lease in respect of Richmond Lodge on the Association or undertaken by the Association to its sub-lessees in respect of the said flats.
  - (E) To manage Richmond Lodge and to do all things necessary for maintaining its buildings and grounds as a good residential area.

(F) To borrow or raise money for the purposes of the Association on such terms and on such security as may be thought fit.

(G) To do all such other things as are incidental or conducive to the attainment above objects or any of them.

4. The liability of the members is limited.

5. No person shall be admitted to be a member of the Association other than the subscribers hereto and the lessees of premises in Richmond Lodge holding underleases directly from the Association Section 17 of the Companies Act, 1985 shall not apply to this paragraph and the alteration hereof is prohibited.

6. Every member of the Association undertakes to contribute to the assets of the Association, in the event of the same being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the Association contracted before he ceases to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding £1.

WE, the subscribers to this Memorandum of Association, wish to be formed into a Company pursuant to this Memorandum.

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NAMES AND ADDRESSES OF SUBSCRIBERS

---

PETER IAN CUSSINS,

WILLIAM IAN WAITES,

GEORGE HALL,

JAMES R. ANDERSON,

M.P. WINDLE,  
all of  
EAGLE STAR HOUSE,  
REGENT CENTRE,  
GOSFORTH,  
NEWCASTLE UPON TYNE.

*Waites*  
*G.H.*  
*James*  
*Windle*

Dated this *X*

*2nd February 1988*

Witness to the above Signatures:- *X*

*Stacy*  
*45 Branding Place South*  
*Jesmond*  
*NE2 2QU*  
*Secretary P/A.*

THE COMPANIES ACT 1985  
COMPANY LIMITED BY GUARANTEE AND NOT  
HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

OF

RICHMOND LODGE MAINTENANCE LIMITED

GENERAL

1. In these presents the words standing in the first column of the Table next hereinafter contained shall bear the meaning set opposite to them respectively in the second column thereof, if not inconsistent with the subject or context-

WORDS		MEANINGS
The Act	.. ..	The Companies Act 1985 and every statutory modification and re-enactment thereof for the time being in force.
These Articles	..	These Articles of Association, and the regulations of the Association from time to time in force.
The Association	..	The above-named Company.
The Council	..	The Board of Directors for the time being of the Association.
The Office	..	The registered office of the Association.
The Seal	.. ..	The common seal of the Association.
The United Kingdom	..	Great Britian and Northern Ireland.
Month	.. ..	Calendar month.



In writing	..	Written, printed or lithographed, or partly one and partly another, and other modes of representing or producing words in a visible form.
Clear days	..	In relation to a period of notice means that period excluding the day when the notice is given or deemed to be given and the day for which it is given or on which it is to take effect.
Flat owner	..	The Lessee for the time being of a flat in Richmond Lodge holding an underlease directly from the Association. Where two or more persons jointly are the Lessee the first named shall be the flat owner.

And words importing the singular number only shall include the plural number, and vice versa.

Words importing the masculine gender only shall include the feminine gender; and

Words importing persons shall include corporations.

Subject as aforesaid, any words or expressions defined in the Act shall, if not inconsistent with the subject or context, bear the same meanings in the Articles.

2. The Association is established for the purposes expressed in the Memorandum of Association.

3. The number of members with which the Association proposes to be registered is ten.

4. The members of the Association shall be (a) the subscribers to the Memorandum of Association and (b) flat owners.

5. Any person ceasing to be a flat owner shall immediately cease to be a member of the Association.

#### GENERAL MEETINGS

6. The Association shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place as may be determined by the Council, and shall specify the meeting as such in the notices calling it, provided that every Annual General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding Annual General Meeting, and that so long as the Association holds its first Annual General Meeting within eighteen

months after its incorporation it need not hold it in the year of its incorporation or in the following year.

7. All General Meetings, other than Annual General Meetings, shall be called Extraordinary General Meetings.

8. The Council may whenever they think fit convene an Extraordinary General Meeting, and Extraordinary General Meetings shall also be convened on such requisitionists, as provided by section 368 of the Act.

9. Twenty-one clear days' notice in writing at the least of every Annual General Meeting and of every meeting convened to pass a Special Resolution, and fourteen clear days' notice in writing at the least of every other General Meeting, specifying the place, the day and the hour of meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons (including the Auditors) as are under these Articles or under the Act entitled to receive such notices from the Association; but with the consent of all the members having the right to attend and vote thereat, or of such proportion of them as is prescribed by the Act in the case of meetings other than Annual General Meetings, a meeting may be convened by such notice as those members may think fit.

10. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceeding had, at any meeting.

#### PROCEEDINGS AT GENERAL MEETINGS

11. All business shall be deemed special that is transacted at an Extraordinary General Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the income and expenditure account and balance sheet, and the reports of the Council and of the Auditors, the election of members of the Council in the place of those retiring, and the appointment of, and the fixing of the remuneration of, the Auditors.

12. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided three members personally present shall be a quorum.

13. If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, if convened on 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 at such other place as the Council may determine.

14. The Chairman (if any) of the Council shall preside as Chairman at every General Meeting, but if there be no such

Chairman, or 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 preside, the members present shall choose some member of the Council, or if no such member be present, or if all the members of the Council present decline to take the chair, they shall choose some member of the Association who shall be present to preside.

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 business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, the members shall not be entitled to 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 upon the declaration of the result of the show of hands, demanded by the Chairman or by at least two members present in person or by proxy, or by a member or members present in person or by proxy and representing one-quarter of the total voting rights of all the members having the right to vote at the meeting, and unless a poll be so demanded a declaration by the Chairman of the meeting that a resolution has 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 Association shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution. The demand for a poll may be withdrawn.

17. Subject to the provisions of Article 18, if a poll be demanded in manner aforesaid, it shall be taken at such time and place, and in such manner, as the Chairman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

18. No poll shall be demanded on the election of a Chairman of a meeting, or on any question of adjournment.

19. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the Meeting shall be entitled to a second casting vote.

20. The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

21. Subject to the provisions of the Act a resolution 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 Association duly convened and held.

#### VOTES OF MEMBERS

22. Subject as hereinafter provided, every member shall have one vote.

23. Save as herein expressly provided, no member other than a member duly registered, who shall have paid every subscription and other sum (if any) which shall be due and payable to the Association in respect of his membership, shall be entitled to vote on any question either personally or by proxy, or as a proxy for another member, at any General Meeting.

24. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the Chairman whose decision shall be final and conclusive.

25. Votes may be given on a poll either personally or by proxy. On a show of hands a member present only by proxy shall have no vote, but a proxy for a corporation may vote on a show of hands. A corporation may vote by its duly authorised representative appointed as provided by section 375 of the Act. A proxy need not be a member.

26. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing, or if such appointor is a corporation under its common seal, if any, and, if none, then under the hand of some officer duly authorised in that behalf.

27. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy thereof shall be deposited at the office not less than forty-eight hours before the time appointed 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 twenty-four hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of twelve months from the date of its execution.

28. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy or of the authority under which the proxy was executed, provided that no intimation in writing of the death, insanity or revocation as aforesaid shall have been received at the office before the commencement of the meeting or adjourned meeting at which the proxy is used.

29. Any instrument appointing a proxy shall be in the following form or as near thereto as circumstances will admit-

"RICHMOND LODGE MAINTENANCE LIMITED,  
"I,  
"of  
"a member of RICHMOND LODGE MAINTENANCE LIMITED,  
"hereby appoint  
"of  
"and failing him,  
"of  
"as my proxy to vote for me on my behalf at the  
"(Annual Extraordinary,) General Meeting of the  
"Association to be held on  
"19 , and at any adjournment thereof.

"Signed on

19 ."

The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll.

#### COUNCIL OF MANAGEMENT

30. Until otherwise determined by a General Meeting, the number of members of the Council shall not be less than two nor more than five.

31. The first members of the Council shall be as named in the Statement delivered to the Registrar of Companies pursuant to section 10 of the Act.

32. The Council may from time to time and at any time appoint any member of the Association as a member of the Council, either to fill a casual vacancy or by way of addition to the Council, provided that the prescribed maximum be not thereby exceeded. Any member so appointed shall retain his office only until the next Annual General Meeting, but he shall then be eligible for re-election.

33. No person who is not a member of the Association shall in any circumstances be eligible to hold office as a member of the Council.

#### POWERS OF THE COUNCIL

34. The business of the Association shall be managed by the Council who may pay all such expenses of, and preliminary and incidental to, the promotion, formation, establishment and registration of the Association as they think fit, and may exercise all such powers of the Association, and do on behalf of the Association all such acts as may be exercised and done by the Association, and as are not by the Act or by the Articles required to be exercised or done by the Association in General Meeting, subject nevertheless to any regulation of the Articles, to the provisions of the Act and to such regulations, being not inconsistent with the aforesaid regulations or provisions,

as may be prescribed by the Association in General Meeting; but no regulation made by the Association in General Meeting shall invalidate any prior act of the Council which would have been valid if such regulation had not been made.

35. The members for the time being of the Council may act notwithstanding any vacancy in their body; provided always that in case the members of the Council shall at any time be or be reduced in number to less than the minimum number prescribed by or in accordance with the Articles, it shall be lawful for them to act as the Council for the purpose of admitting persons to membership of the Association, filling up vacancies in their body, or of summoning a General Meeting, but not for any other purpose.

#### SECRETARY

36. Subject to the provisions of the Act the Secretary shall be appointed by the Council for such time at such remuneration and upon such conditions as they may think fit, and any Secretary so appointed may be removed by them. The provisions of sections 283 and 284 of the Act shall apply and be observed. The Council may from time to time by resolution appoint an assistant or deputy Secretary, and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.

#### THE SEAL

37. The seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Council, and in the presence of at least one member of the Council and of the Secretary, and the said members and Secretary shall sign every instrument to which the seal shall be so affixed in their presence, and in favour of any purchaser or person bona fide dealing with the Association such signatures shall be conclusive evidence of the fact that the seal has been properly affixed.

#### DISQUALIFICATION OF MEMBERS OF THE COUNCIL

38. The office of a member of the Council shall be vacated:-

- (A) If he becomes bankrupt or makes any arrangement or composition with his creditors generally.
- (B) If he becomes of unsound mind.
- (C) If he ceases to be a member of the Association.
- (D) If by notice in writing to the Association he resigns his office.

- (E) If he ceases to hold office by virtue of any provision of the Act or he becomes prohibited by law from being a Director of a Company.

#### ROTATION OF MEMBERS OF THE COUNCIL

39. At the first Annual General Meeting and at the Annual General Meeting to be held in every subsequent year, one-third of the members of the Council for the time being, or if their number is not a multiple of three then the number nearest to one-third, shall retire from office.

40. The members of the Council to retire shall be those who have been longest in office since their last election or appointment. As between members of equal seniority, the members to retire shall in the absence of agreement be selected from among them by lot. The length of time a member has been in office shall be computed from his last election or appointment. A retiring member of the Council shall be eligible for re-election.

41. The Association may, at the meeting at which a member of the Council retires in manner aforesaid, fill up the vacated office by electing a person thereto, and in default the retiring member 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 member shall have been put to the meeting and lost.

42. No person not being a member of the Council retiring at the meeting shall, unless recommended by the Council for election, be eligible for election to membership of the Council at any General Meeting, unless within the prescribed time before the day appointed for the meeting there shall have been given to the Secretary notice in writing, by some member duly qualified to be present 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 the person to be proposed, of his willingness to be elected. The prescribed time above mentioned shall be such that, between the date when the notice is served, or deemed to be served, and the day appointed for the meeting there shall be not less than four nor more than twenty-eight intervening days.

43. The Association may from time to time in General Meeting increase or reduce the number of members of the Council, and determine in what rotation such increased or reduced number shall go out of office, and may make the appointments necessary for effecting any such increase.

44. In addition and without prejudice to the provisions of section 303 of the Act, the Association may by Extraordinary Resolution remove any member of the Council before the expiration of his period of office, and may by an Ordinary Resolution

appoint another qualified member in his stead; but any person so appointed shall retain his office so long only as the member in whose place he is appointed would have held the same if he had not been removed.

#### PROCEEDINGS OF THE COUNCIL

45. The Council may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit, and determine the quorum necessary for the transaction of business. Unless otherwise determined, two shall be a quorum. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman shall have a second or casting vote.

46. A member of the Council may, and on the request of a member of the Council the Secretary shall, at any time, summon a meeting of the Council by notice served upon the several members of the Council. A member of the Council who is absent from the United Kingdom shall not be entitled to notice of a meeting.

47. The Council shall from time to time elect a Chairman who shall be entitled to preside at all meetings of the Council at which he shall be present, and may determine for what period he is to hold office, but if no such Chairman be elected, or if at any meeting the Chairman be not present within five minutes after the time appointed for holding the meeting and willing to preside, the members of the Council present shall choose one of their number to be Chairman of the meeting.

48. A meeting of the Council at which a quorum is present shall be competent to exercise all the authorities, powers and discretion by or under the regulations of the Association for the time being vested in the Council generally.

49. The Council may delegate any of their powers to committees consisting of such member or members of the Council as they think fit, and any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Council. The meetings and proceedings of any such committee shall be governed by the provisions of the Articles for regulating the meetings and proceedings of the Council so far as applicable and so far as the same shall not be superseded by any regulations made by the Council.

50. All acts bona fide done by any meeting of the council or of any committee of the Council, or by any person acting as a member of the Council, shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member 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 or had duly continued in office and was qualified to be a member of the Council.



51. The Council shall cause proper minutes to be made of all appointments of officers made by the Council and of the proceedings of all meetings of the Association and of the Council and of committees of the Council, and all business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the Chairman of such meeting, or by the Chairman of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.

52. A resolution in writing signed by all the members for the time being of the Council or of any committee of the Council who are entitled to receive notice of a meeting of the Council or of such committee shall be as valid and effectual as if it had been passed at a meeting of the Council or of such committee duly convened and constituted.

#### ACCOUNTS

53. The Council shall cause accounting records to be kept in accordance with the requirements of the Act.

54. The accounting records shall be kept at the office, or, subject to the provisions of the Act, at such other place or places as the Council shall think fit, and shall always be open to the inspection of the officers of the Association.

55. The Council shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounting records of the Association or any of them shall be open to the inspection of members not being officers of the Association, and no member (not being an officer) shall have any right of inspecting any accounting records or other book or document of the Association except as conferred by statute or authorised by the Council or by the Association in General Meeting.

56. At the Annual General Meeting in every year the Council shall in accordance with the provisions of the Act lay before the Association an income and expenditure account for the period since the last preceding accounting reference date or (in the case of the first account) since the incorporation of the Association together with a proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Council and the Auditors, and copies of such account, balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force) and of any other documents required by law to be annexed or attached thereto or to accompany the same shall not less than twenty-one clear days before the date of the meeting at which they are to be laid be delivered or sent by post to the Auditors and to all other persons entitled to receive notices of General Meetings in accordance with section 240 of the Act in the manner in which notices are hereinafter directed to be served. The Auditors' report shall be open to inspection and be read before the meeting as required by section 241(2) of the Act.

### AUDIT

57. In accordance with the provisions of the Act once at least in every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.

58. Auditors shall be appointed and their duties regulated in accordance with the provisions of the Act, the members of the Council being treated for all purposes as the Directors mentioned in those provisions.

### NOTICES

59. A notice may be served by the Association upon any member, either personally or by sending it through the post in a prepaid letter, addressed to such member at his registered address as appearing in the register of members.

60. Any member described in the register of members by an address not within the United Kingdom, who shall from time to time give the Association an address within the United Kingdom at which notices may be served upon him, shall be entitled to have notices served upon him at such address, but, save as aforesaid and as provided by the Act, only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Association.

61. Any notice, if served by post, shall be deemed to have been served on the day following that on which the letter containing the same is put into the post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post office as a prepaid first class letter.

### DISSOLUTION

62. Clause 6 of the Memorandum of Association relating to the winding up and dissolution of the Company shall have effect as if the provisions thereof were repeated in these Articles.

NAMES AND ADDRESSES OF SUBSCRIBERS

PETER I. CUSSINS,

WILLIAM IAN WAITES,

GEORGE HALL,

JAMES R. ANDERSON,

M.P. WINDLE,  
all of  
EAGLE STAR HOUSE,  
REGENT CENTRE,  
GOSFORTH,  
NEWCASTLE UPON TYNE.

*[Handwritten signatures: J.I. Cussins, W.I. Waites, G. Hall, J.R. Anderson, M.P. Windle]*

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Dated this

*2nd February 1988*

Witness to the above Signatures:-

*Stacy.*  
*45 Brindling Place South*  
 *Jesmond*  
*NE2 2QU*  
*Secretary/PA*

FILE COPY



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

No. 2233545

I hereby certify that

**RICHMOND LODGE MAINTENANCE LIMITED**

is this day incorporated under the Companies Act 1985 as  
a private company and that the Company is limited.

Given under my hand at the Companies Registration Office,  
Cardiff the 22 MARCH 1988

*G.J. Stagg (Mrs)*

Official Seal  
MRS. G.J. STAGG  
an authorised officer

# COMPANIES HOUSE

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

THE DIRECTORS  
RICHMOND LODGE MAINTENANCE LIMITED  
EAGLE STAR HOUSE  
REGENT CENTRE  
GOSFORTH  
NEWCASTLE UPON TYNE X NE 33R

DEF6/ 02233545

Date: 17 JULY 1990

## 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

RICHMOND LODGE MAINTENANCE LIMITED

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

COMPANIES HOUSE  
CARDIFF  
CF4 3UZ

Tel: Cardiff (0222) 380070

644

FILE COPY

**dti**

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

HD804

# G

COMPANIES FORM No. 225(1)

# 225(1)

## Notice of new accounting reference date given during the course of an accounting reference period

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985 as amended by Schedule 13 to the Insolvency Act 1986

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies  
(Address overleaf - Note 5)

For official use

Company number

--	--	--	--

02233545
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Name of company

RICHMOND LODGE HAIN, FRANCE Ltd
---------------------------------

\* insert full name of company

gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is

Day Month

3	0	6
---	---	---

**Note**  
Please read notes 1 to 4 overleaf before completing this form

The current accounting reference period of the company is to be treated as ~~shortened~~<sup>extended</sup> and (is to be treated as having come to an end)[will come to an end]† on

Day Month Year

3	0	6	1	9	1	0
---	---	---	---	---	---	---

\* delete as appropriate

If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on section 225(6)(c) of the Companies Act 1985, the following statement should be completed:

The company is a ~~(subsidiary)~~<sup>(holding company)</sup>† of

company number

the accounting reference date of which is

If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on section 225(6) of the Companies Act 1985, the following statement should be completed:

An administration order was made in relation to the company on

and it is still in force.

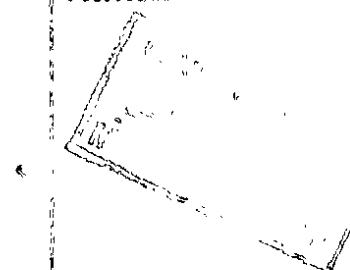
Signed *[Signature]* Designation *[Director]* Date *15.7.90*

† Insert  
Director,  
Secretary,  
Receiver,  
Administrator,  
Administrative  
Receiver or  
Receiver  
(Scotland) as  
appropriate

Presenter's name address and reference (if any):

For official Use  
General Section

Post room



## **STRIKING OFF ACTION DISCONTINUED**

02233545 RICHMOND LODGE MAINTENANCE LIMITED

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Cause has been shown why the above company should not be struck off the register and accordingly the Registrar is taking no further action under section 652 of the Companies Act 1985 pursuant to the Notice dated 27/07/90