

NO. OF COMPANY.

640918

[C.F. 41]

THE COMPANIES ACT, 1948.

30/- P.M.



A 5/-
Companies
Registration
Fee Stamp
must be
impressed
here.

Declaration of Compliance with the requirements
of the Companies Act, 1948, on application for
Registration of a Company.

Pursuant to Section 15 (2)

(SEE FOOTNOTE OVERLEAF.)

NAME OF
COMPANY.....

E. & E. INVESTMENTS LIMITED.

CAT. No. C.F. 41.

C511 JS1640 L

JORDAN & SONS,
LIMITED

Company Registration Agents, Printers and Publishers
116, Chancery Lane, W.C.2, and 13, Broad Street Place, E.C.2

Presented by



I, DAVID EGWARD JONES

of THE MOUNT

PRINCESS STREET

GORSFYNON, GLAM.

DO solemnly and sincerely declare that I am (a) [a Solicitor of the Supreme Court engaged in the formation] [a person named in the Articles of Association as a Director/Secretary],

of.

(9)

E & E. INVESTMENTS LIMITED,

And that all the requirements of the Companies Act, 1948, 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 Council Offices
Gorseinon,
Glam.
the 17th day of October
One thousand nine hundred and 59
before me,

G. A. Davies, T.P. County of Glam.
A Commissioner for Oaths (b)



NOTE.

Section 15 of The Companies Act, 1948.

15.—(1) A Certificate of Incorporation given by the Registrar in respect of any Association shall be conclusive evidence that all the requirements of this Act in respect of registration and of matters precedent and incidental thereto have been complied with, and that the Association is a Company authorised to be registered and duly registered under this Act.

(2) A Statutory Declaration by a Solicitor of the Supreme Court, and in Scotland by a Solicitor, engaged in the formation of the Company, or by a person named in the Articles as a Director or Secretary of the Company, of compliance with all or any of the said requirements shall be produced to the Registrar, and the Registrar may accept

This margin to be reserved for binding.

NO. OF COMPANY.....

6400 1/2

30 OCT 1931

[C.A. 25]

COMPANY LIMITED BY SHARES.



Inland
Revenue
Duty Stamp
to be
impressed
here.

Statement of the Nominal Capital

made pursuant to Sec. 112, Stamp Act, 1891.

(*Note.—The Stamp Duty on the Nominal Capital is Ten Shillings for every £100 or fraction of £100—Sec. 41, Finance Act. 1933.*)

NAME OF
COMPANY.....

E & E. INVESTMENTS LIMITED.

This Statement is to be filed with the Memorandum of Association, or other Document, when the Company is registered.

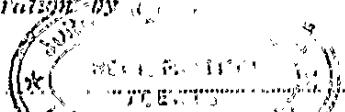
CAT. No. C.A.25.

P132 JS156(H)(L)

JORDAN & SONS,
LIMITED

Company Registration Agents, Printers & Publishers,
116, Chancery Lane, W.C.2 and 13, Broad Street Place, E.C.2.

Presented for registration by



21 OCT 1931

The Nominal Capital

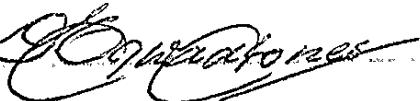
of

E. & E. INVESTMENTS LIMITED,

is £ 100 , divided into 100 shares of £ 1

each.

Signature



Description



Date 16th October 1939

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



640918



THE COMPANIES ACT, 1948

SEARCHED

30 OCT 1959

COMPANY LIMITED BY SHARES

Memorandum of Association

- OF -

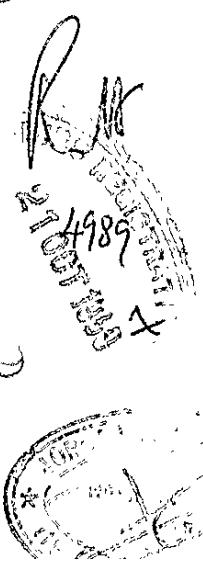
E. & E. INVESTMENTS LIMITED

1. The Name of the Company is "E. & E.
INVESTMENTS 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 invest the funds of the Company in and
to acquire and hold, land of freehold,
leasehold or any other tenure and any
estate or interest therein, shares, stocks,
debentures and debenture stock, bonds,
obligations and securities issued or guaranteed
by any company with limited liability
or with unlimited liability constituted or
carrying on business in the United Kingdom
or in any colony, dominion, dependency or
possession thereof, or in any foreign coun-
try and any right or interest therein and
debentures, debenture stock, bonds, obligations
and securities issued or guaranteed by any
government, sovereign, ruler, commissioners,
public body or authority, supreme, municipal,
local or otherwise whether at home or abroad
and any right or interest therein, and
annuities for any period or periods, whether
certain or uncertain, or on the life or
lives of any person or persons and any
right or interest wherein, and to make



advances upon the security of land, house or other property or any interest therein and from time to time vary or dispose of the same but so that such properties and investments as aforesaid and any properties and investments acquired in substitution therefor shall be acquired for the purpose of investment only for the advantages to be derived from the income arising therefrom.

- (B) To acquire any such shares, stocks, debentures, debenture stock, bonds, obligations, securities or annuities by original subscriptions, tender, purchase, exchange or otherwise, and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incident to the ownership thereof.
- (C) To maintain, alter, enlarge, pull down, and remove or replace any buildings.
- (D) To apply for, register, purchase, or by other means acquire and protect, prolong, and renew, whether in the United Kingdom or elsewhere, any patents, patent rights, brevets d'invention, licences, trade marks, designs, protections, and concessions which may appear likely to be advantageous or useful to the Company, and to use and turn to account or grant licences or privileges in respect of the same, and to expend money in experimenting upon and testing and in improving or seeking to improve any patents, inventions, or rights which the Company may acquire or propose to acquire.
- (E) To lend and advance money or give credit to such persons, firms, or companies and on such terms as may seem expedient, and to give guarantees or become security for any such persons, firms, or companies.
- (F) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of Debentures or Debenture Stock (perpetual or otherwise), and to secure the repayment of any money borrowed, raised, or owing, by mortgage, charge, or lien upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled Capital, and also by a similar mortgage, charge, or lien to secure and guarantee the performance by the Company of any obligation or liability it may undertake.

- (G) To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instruments.
- (H) To act as agents or brokers and as trustees for any person, firm, or company, and to act in any of the affairs of the Company through or by means of agents, brokers, trustees, or others.
- (I) To remunerate any person, firm, or company rendering services to this Company, either by cash payment or by the allotment to him or them of Shares or securities of the Company credited as paid up in full or in part or otherwise as may be thought expedient.
- (J) To pay all or any expenses incurred in connection with the promotion, formation, and incorporation of the Company.
- (K) To support and subscribe to any charitable or public object, and any institution, society, or club which may be for the benefit of the Company or its employés, or may be connected with any town or place where the Company carries on its operations; to give or award pensions, annuities, gratuities, and superannuation or other allowances or benefits or charitable aid to any persons who are or have been Directors of, or who are or have been employed by, or who are serving or have served the Company, and to the wives, widows, children, and other relatives and dependents of such persons; to make payments towards insurance; and to set up, establish, support, and maintain superannuation and other funds or schemes (whether contributory or non-contributory) for the benefit of any of such persons and of their wives, widows, children, and other relatives and dependents.
- (L) To promote any other company for the purpose of acquiring the whole or any part of the property and undertaking any of the liabilities of this Company, or of undertaking any operations which may appear likely to assist or benefit this Company or to enhance the value of any property of this Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.

- (M) To sell or otherwise dispose of the whole or any part of the undertaking or property of the Company, either together or in portions, for such consideration as the Company may think fit, and in particular for shares, debentures, or securities of any company purchasing the same.
- (N) To distribute among the Members of the Company in kind any property of the Company, and in particular any shares, debentures, or securities of other companies belonging to this Company or of which this Company may have the power of disposing.
- (O) To do all such other things as may be deemed incidental or conducive to the attainment of the above objects or any of them.

It is hereby expressly declared that each Sub-Clause of this Clause shall be construed independently of the other Sub-Clauses hereof, and that none of the objects mentioned in any Sub-Clause shall be deemed to be merely subsidiary to the objects mentioned in any other Sub-Clause.

4. The Liability of the Members is Limited.

5. The Share Capital of the Company is ONE HUNDRED POUNDS divided into ONE HUNDRED Shares of ONE POUND each.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

L. G. Jones.
The Mount.

Princess Street.

Garrison Hall.

Provision Merchant.

Mrs. Evelyn Jones.

The Mount.

Princess Street.

Garrison Hall

Housewife

DATED the 16. day of October, 1959.

WITNESS to the above Signatures —

John Jones.

Buckley

San Marcos

Charles and June Jones. Lawrence.



640918



THE COMPANIES ACT, 1948

30 OCT 1959

COMPANY LIMITED BY SHARES

Articles of Association

- OF -

E. & E. INVESTMENTS LIMITED

PRELIMINARY.

1. The regulations contained in Part I of Table A in the First Schedule to The Companies Act, 1948 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, Clauses 24, 53, 75, and 77 in Part I of Table A shall not apply to the Company; and in addition to the remaining Clauses in Part I of Table A, as varied by these Articles, the following shall be the regulations of the Company.

2. The Company is a Private Company and Clauses 2, 3, 4, 5 and 6 (but not Clause 1) in Part II of Table A shall also apply to the Company.

SHARE CAPITAL AND SHARES.

3. The original Share Capital of the Company is ONE HUNDRED POUNDS divided into ONE HUNDRED Shares of ONE POUND each.

4. The Shares shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit.

5. The lien conferred by Clause 11 in Part I of Table A shall attach to fully paid up Shares, and to all Shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

GENERAL MEETINGS.

6. Every notice convening a General Meeting shall comply with the provisions of Section 136 (2) of The Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

7. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum."

DIRECTORS.

8. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less than two nor more than five.

9. The following persons shall be the first Directors of the Company: DAVID EGWAD JONES, and GERTRUDE EVELYN JONES.

10. The qualification of every Director shall be the holding of at least One Share of the Company. A Director may act before acquiring his qualification, but he shall acquire his qualification within two calendar months of being appointed a Director.

11. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such Clause were omitted therefrom.

DISTRIBUTION OF A CAPITAL APPRECIATION.

12. Notwithstanding anything shown in the Articles of Association of the Company the Directors may, with the sanction of the Company in General Meeting, distribute among the Members of the Company any realised Appreciation in value of its capital assets and any such distribution shall be made among the Members in accordance with the amounts paid up or

credited as paid up Shares held by them respectively.

WINDING UP.

13. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the Shares held by them respectively, and the balance (if any) shall be distributed among the Members in proportion to the number of Shares held by them respectively: Provided always that the provisions hereof shall be subject to the rights of the holders of Shares (if any) issued upon special conditions.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

L. G. Jones

The Mount

Princess Street

Garrison Hall

Provision Merchant

Mrs. Evelyn Jones

The Mount

Princess Street

Garrison Hall

Honswife

DATED the 16. day of October , 1959.

WITNESS to the above Signatures

J. Brown Jr. M.

K. K. Jones

S. Metzger

Charles J. Hartman Swanson.

THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES

Memorandum

—and—

Articles of Association

- OF -

E. & E. INVESTMENTS LIMITED

Incorporated the _____ day
of _____, 1959.

We hereby certify that
this document is printed
by the process of Type-
Lithography.

P.P. JORDAN & SONS LIMITED

No. C. 173

DUPLICATE FOR THE FILE

No. 640918



Certificate of Incorporation

I Herby Certify, that

E. & E. INVESTMENTS LIMITED

is this day Incorporated under the Companies Act, 1948, and that the Company is Limited.

Given under my hand at London this Thirtieth day of October One Thousand Nine Hundred and Fifty nine.

[Signature]
ASSISTANT Registrar of Companies.

Certificate received by

Date

