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Company Number: 2089374

121 JAN 1987

CHARITY COMMISSION

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3-FEB 1987

The Companies Act 1985

CHARITY COMMISSION

COMPANY LIMITED BY GUARANTEE AND NOT HAVING
A SHARE CAPITAL

MEMORANDUM AND ARTICLES OF ASSOCIATION

of

THE UNITED SYNAGOGUE KASHRUT BOARD

Incorporated on the 14th day of January 1987

Beachcrofts

100 Fetter Lane
London EC4A 1BN

Telephone: 01-242 1011

Telex: 264607 (BEALAW G)

Fax No.: 01-430 1532



CERTIFICATE OF INCORPORATION
OF A PRIVATE LIMITED COMPANY

No. 2089374

I hereby certify that

THE UNITED SYNAGOGUE KASHRUT BOARD

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

14TH JANUARY 1987

C. R. Williams
MRS. C. R. WILLIAMS

an authorised officer

The Companies Act 1985

COMPANY LIMITED BY GUARANTEE AND NOT HAVING
A SHARE CAPITAL

MEMORANDUM OF ASSOCIATION
of
THE UNITED SYNAGOGUE KASHRUT BOARD

1. The name of the Company (hereinafter called "the Association") is "THE UNITED SYNAGOGUE KASHRUT BOARD"
2. The registered office of the Association will be situate in England.
3. The object for which the Association is established is to promote the observance of Kashrut and under the religious authority of the London Beth Din (Court of the Chief Rabbi) to ensure due supervision thereof in connection with food manufactured and/or dispensed:
 - (1) by caterers and others at public or private functions of whatever nature;
 - (2) at hotels restaurants boarding houses holiday camps canteens and other catering establishments;
 - (3) at hospitals convalescent homes and other similar institutions of a public or private nature;
 - (4) by manufacturers or vendors of food or food products either generally or for specific occasions or in respect of specific foodstuffs;

and in furtherance of that object but not further or

otherwise the Association shall have the following powers:-

- (a) To publish bulletins, handbooks, periodicals, reports and other publications.
- (b) To assist financially or otherwise any charitable body or bodies.
- (c) To affiliate or cooperate with any other charitable body having objects similar to those of the Association.
- (d) To undertake and execute any charitable trusts which may be necessary for the attainment of the objects of the Association.
- (e) To procure and provide information.
- (f) To undertake research surveys and investigations and to publish the results.
- (g) To obtain collect and receive money and funds by way of contributions donations affiliation fees subscriptions legacies grants and any other lawful method and accept and receive gifts of property of any description (whether subject to any special trusts or not) Provided that the Association shall not engage in trading activities of any nature for the purpose of carrying out the objects contained in this sub-paragraph.
- (h) To act as a liaison body or cooperate with any other body whether or not established in the United Kingdom having charitable objects similar to those of the Association and to make a full contribution to the work of any such body and to

make available in the United Kingdom and elsewhere the results of the work of any such body.

- (i) To purchase take on lease or in exchange hire or otherwise acquire any real or personal property and any rights or privileges which are necessary for the promotion of the Association's objects and to construct maintain and alter any buildings or erections necessary for the work of the Association.
- (j) Subject to such consents as may be required by law to sell let mortgage dispose of or turn to account all or any of the property or assets of the Association.
- (k) Subject to such consents as may be required by law to lend borrow or raise money or make grants of money for the purposes of the Association on such terms and on such security as may be deemed necessary.
- (l) To invest the moneys of the Association not immediately required for its purposes in or upon such investments security or property as may be thought fit subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law and subject also as hereinafter provided.
- (m) To place any moneys of the Association not immediately required for its purposes on deposit with the Bankers of the Association.
- (n) To do all such other lawful things as are necessary for the attainment of the aims of the Association provided that:-

- (i) In case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with or invest the same in such manner as is allowed by law having regard to such trusts;
- (ii) In case the Association shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales the Association shall not sell mortgage charge or lease the same without such authority approval or consent as may be required by law and as regards any such property the Board of Management of the Association shall be chargeable for any such property that may come into its hands and shall be answerable and accountable for its own acts receipts neglects and faults and for the due administration of such property in the same manner and to the same extent as it would as such Board of Management have been if no incorporation had been effected and the incorporation of the Association shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over the Board of Management of the Association but it shall as regards any such property be subject jointly and separately to such control or authority as if the Association were not incorporated.
- (iii) The Association's objects shall not extend to the regulation of relations between workers and employers or organisations of workers and organisations of employers

4. The income and property of the Association shall be applied solely towards the promotion of its objects as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to its members or to any of them and no member of its Board of Management or governing body shall be appointed to any office of the Association paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Association provided that nothing herein shall prevent any payment in good faith by the Association:

(a) of reasonable and proper remuneration to any member officer or servant of the Association not being a member of its Board of Management or governing body for any services rendered to the Association;

(b) of interest on money lent by any member of the Association or of its Board of Management or governing body at a rate per annum not exceeding 2% less than the base lending rate prescribed for the time being by the Association's bankers or 3% whichever is the greater;

(c) of fees remuneration or other benefit in money or money's worth to a company of which a member of the Board of Management or governing body of the Association may be a member holding not more than a one hundredth part of the capital of that company;

(d) to any member of its Board of Management or governing body of reasonable out of pocket expenses

5. The liability of the members is limited.

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 the 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 fl.

7. If upon the winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among the members of the Association but if and so far as effect can be given to the next provision shall be given or transferred to some other institution or institutions having an exclusively charitable object or objects similar to the objects of the Association which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of clause 4 hereof such institution or institutions to be determined by the Council of the United Synagogue or in default thereof by such Judge of the High Court of Justice as may have or acquire jurisdiction in the matter and if and so far as effect cannot be given to such provision then to some charitable object in connection with the United Synagogue.

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

GERALD JOSPE
114 Edgwarebury Lane,
Edgware,
Middlesex.
Investment Director

EMMANUEL CARTER
37 Deans Way,
London N2.
Company Director

Dated the 8th of December 1986

WITNESS to the above signatures:

Name: MARK FOREMAN

Address: 49 The Ridgeway
Kenton
HA3 OLW

Description: Administrative Secretary

The Companies Act 1985

COMPANY LIMITED BY GUARANTEE AND NOT HAVING
A SHARE CAPITAL

ARTICLES OF ASSOCIATION
of
THE UNITED SYNAGOGUE KASHRUT BOARD

GENERAL

1. In these presents the words standing in the first column of the following Table shall bear the meanings set opposite to them respectively in the second column thereof if not inconsistent with the subject or context:-

<u>Words</u>	<u>Meanings</u>
The Association	The United Synagogue Kashrut Board
The Act	The Companies Act 1985 including any statutory modification or re-enactment thereof for the time being in force
The United Synagogue	The association of persons known as the United Synagogue and its subsidiary charities
The Council of the United Synagogue	The governing body which manages the United Synagogue as established by clause 7 of the Scheme scheduled to the United Synagogue Act 1870 (33 and 34 Vict.Capt. 116)

Honorary Officer	An honorary officer of the United Synagogue as variously provided in the aforesaid Scheme
An Elder	One of the seven elders of the United Synagogue elected in accordance with clause 10 of the aforesaid Scheme
The Board	The Board of Management hereby constituted
The Secretary	The Secretary for the time being of the Association
The Office	The registered office for the time being of the Association
The Seal	The common seal of the Association
The United Kingdom	Great Britain and Northern Ireland
Month	Calendar month
These Presents	These articles of association and the regulations of the Association from time to time in force
In Writing	Written typed printed or lithographed or partly one and partly another and other modes of representing or reproducing words in a visible form

And words importing the singular number only shall include the plural number and vice versa; and words importing the masculine gender only shall include the feminine gender.

Subject as aforesaid any words or expressions defined in the Act shall if not inconsistent with the subject or context bear the same meaning in these presents.

2. The provisions of Section 352 of the Act shall be observed by the Association and every member of the Association shall either sign a written consent to become a member or sign the Register of Members on becoming a member.
3. The Association is established for the purposes expressed in the Memorandum of Association.

MEMBERSHIP

4. The subscribers to the Memorandum of Association are to be the first members of the Association.
5. The following shall be eligible for membership of the Association namely:-

- (a) The Honorary Officers for the time being; and
- (b) Such of the Elders as are not Honorary Officers;

who in each case shall submit a request in the following form:-

"I of being an Honorary Officer/an Elder desire to become a member of the United Synagogue Kashrut Board and to have my name entered upon the Register of Members of the Association.

Dated this day of 19

6. If any doubts arise as to the qualification of any person to become a member of the Association the Board shall have power to decide whether such qualification exists and no person shall act in any way as a member

of the Association whom the Board shall have decided not to be qualified.

DETERMINATION OF MEMBERSHIP

7. Any member of the Association ceasing to be an Honorary Officer Elder or member elected by the Council of the United Synagogue in accordance with Article 5 as the case may be shall immediately cease to be a member of the Association on the Association receiving written notice of such fact from the Secretary of the United Synagogue and the Register of Members shall be amended accordingly.
8. Any member of the Association may resign his membership at any time by giving notice in writing to the Secretary addressed to him at the Office.

GENERAL MEETINGS

9. 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 Board and shall specify the meeting as such in the notice calling it provided that every Annual General Meeting shall be held not more than fifteen months after the holding of the last preceding meeting.
10. All General Meetings other than Annual General Meetings shall be called Extraordinary General Meetings.
11. The Board 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 368 of the Act.
12. Forty two days' notice in writing at least of every

Annual General Meeting twenty one days' notice in writing at least of every meeting convened to pass a Special Resolution and fourteen days' notice in writing at least of every other General Meeting(exclusive in every case both of the day on which the notice is served and the day for which it is given) specifying the place the day and the hour of the 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 presents or under the Act entitled to receive such notices from the Association. But with the consent of all the members entitled to receive notices thereof or of such proportion thereof 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.

13. 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

14. All business shall be deemed to be 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 election of Honorary Officers the consideration of the income and expenditure accounts and balance sheets the report of the Board and Auditors the election of members of the Board in place of those retiring and the appointment of and the fixing of the remuneration of the Auditors.
15. No business shall be transacted at any General Meeting

unless a quorum is present when the meeting proceeds to business: three members or one-tenth of the membership whichever is the greater present in person shall constitute a quorum

16. The Chairman of the Board shall be entitled to take the Chair at every General Meeting but if at any meeting he shall not be present within fifteen minutes after the time appointed for holding such meeting then the most senior Honorary Officer present shall be Chairman and if no members of the Board are present or if all the members of the Board present decline to take the Chair then the members of the Association present shall choose one of their number to take the chair.
17. If within half an hour from the time appointed for the holding of the 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 Chairman shall appoint and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the members present shall be a quorum.
18. The Chairman of the meeting may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn a 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.

19. At all General Meetings 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 of the meeting or by at least five members present in person or by proxy or by a member or members present in person or by proxy and representing one tenth 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 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 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.
20. Subject to the provisions of Article 21 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.
21. No poll shall be demanded on the election of a Chairman of a meeting or on any question of adjournment.
22. 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 or casting vote.
23. The demand of a poll shall not prevent the continuance of the meeting for the transaction of any business

other than the question on which a poll has been demanded.

VOTES OF MEMBERS

24. Subject as hereinafter provided every member shall have one vote and one vote only.
25. Votes may be given on a poll either personally or by proxy. On a show of hands a proxy shall have a vote as well as a member personally present. A proxy need not be a member.
26. The instrument appointing a proxy shall be in writing and must be deposited at the Office not less than forty eight hours before the meeting or adjourned meeting at which it is to be used or in the case of a poll not less than twenty four hours before the time appointed for taking the poll. A proxy shall be entitled to attend speak and vote at the meeting only for the purpose for which he is appointed. No instrument appointing a proxy shall be valid after the expiration of twelve months from the date of its execution.
27. A vote given in accordance with the terms of the appointment of a 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.
28. The instrument appointing a proxy shall be in the following form or as near thereto as circumstances admit:-

"THE UNITED SYNAGOGUE KASHRUT BOARD"

I of hereby appoint the Chairman of the meeting or of to vote for me and on my behalf at the (Annual or Extraordinary or Adjourned as the case may be) General Meeting of the Association to be held on the day of19.. and at every adjournment thereof.

As witness my hand this day of 19.."

29. The appointment of a proxy shall be deemed to confer authority to demand or join in demanding a poll.

BOARD OF MANAGEMENT

30. The Board of Management shall consist of the Honorary Officers for the time being. Any such person ceasing to hold his office shall retire automatically and his successor in such office shall ipso facto become a member of the Board in his place.
31. The continuing members of the Board may act notwithstanding any vacancy in their body.
32. The members of the Board shall not be entitled to any remuneration for their services but may be paid reasonable out of pocket expenses for attending meetings or any other out of pocket expenses incurred by them in attending to the business of the Association.

PROCEEDINGS OF THE BOARD

33. The Board may meet 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. Five members of the Board or one third

of the membership of the Board whichever is the greater 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. Article 16 shall. (mutatis mutandis) apply as regards the Chairman of Board meetings.

34. Not less than five members of the Board may and on the request of not less than five members of the Board the Secretary shall at any time summon a meeting of the Board by notice served upon the several members of the Board. A member of the Board who is absent from the United Kingdom shall not be entitled to notice of a meeting.

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

36. The Board 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 from time to time be imposed on it by the Board. The meetings and proceedings of any such committee shall be governed by the provisions herein contained for regulating meetings and proceedings of the Board so far as the same are applicable thereto and are not superseded by any regulations made by the Board under this Article. All acts and proceedings of any such committee shall be reported back to the Board as soon as possible.

37. All acts done at any meeting of the Board or of a committee or by any person acting as a member of the Board or committee shall notwithstanding that it shall

afterwards be discovered that there was some defect in the appointment of any members of the Board or of any persons acting as aforesaid or that they or any of them were disqualified be as valid as if such person had been duly appointed and was qualified to be a member of the Board or committee.

POWERS OF THE BOARD

38. The Board 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 these presents required to be exercised or done by the Association in General Meeting subject nevertheless to any regulations of these presents 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 Board which would have been valid if such regulation had not been made.

39. The Board may from time to time make and afterwards repeal or alter such by-laws for the conduct of the general affairs of the Association as the Board may deem necessary provided that such by-laws do not contravene any of the provisions herein contained or amount to such an alteration of or addition to these presents as could only legally be made by a Special Resolution.

DISQUALIFICATION OF MEMBERS OF THE BOARD

40. The office of a member of the Board shall be vacated:-

- (a) Under Article 30 hereof.
- (b) If a receiving order is made against him or he makes any arrangement or composition with his creditors.
- (c) If he becomes of unsound mind.
- (d) If by notice in writing to the Association he resigns his office.
- (e) If he becomes prohibited from holding office by reason of any court order made under the Act.
- (f) If he is removed from office by a resolution duly passed pursuant to Section 303 of the Act.

MINUTES

41. The Board shall cause minutes to be made in books provided for the purpose:-

- (a) Of all appointments of officers made by the Board;
- (b) Of the names of the members of the Board present at each meeting of the Board or of any committee;
- (c) Of all resolutions and proceedings of all meetings of the Association and of the Board and of any committee.

Any such minutes of any meeting of the Board or of any committee of the Association if purporting to be signed by the Chairman of such meeting or by the Chairman of the next succeeding meeting shall be received as prima facie evidence of the matters stated in such minutes.

SECRETARY

42. The Secretary shall be appointed by the Board for such time and at such remuneration and upon such conditions consistent with the provisions of clause 4 of the Memorandum of Association as the Board may think fit and the Secretary so appointed may be removed by the Board. The provisions of Sections 283 and 284 of the Act shall apply and be observed. The Board may from time to time by resolution appoint a temporary substitute for the Secretary who shall for the purpose of these Articles be deemed to be the Secretary.

BANKERS

43. A banking account may be kept in the name of the Association at such bank or banks as the Board shall from time to time appoint and cheques shall be drawn signed and endorsed in such manner and by such person or persons as the Board shall from time to time direct.

THE SEAL

44. The Seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Board and in the presence of one member of the Board and of the Secretary and the said member 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.

ACCOUNTS

45. The Association shall cause accounting records to be

kept in accordance with the Act.

46. The accounting records shall be kept at the Office or subject to the Act at such other place or places as the Board shall think fit and shall always be open to the inspection of the members of the Board.
47. The Association in General Meeting may from time to time make reasonable conditions and regulations as to the time and manner of the inspection by the members of the accounts and books of the Association or any of them and subject to such conditions and regulations the accounts and books of the Association shall be open to the inspection of members at all reasonable times during business hours.
48. At a General Meeting to be held once in every year the Board shall lay before the Association a proper income and expenditure account for the accounting reference period of the Association ending not more than seven months before such meeting 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 Board and the Auditors and copies of such accounts balance sheets and reports (all of which shall be framed in accordance with any other 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 subject nevertheless to the provisions of Section 240(4) of the Act) be sent to the Auditors and to all other persons entitled to receive notices of General Meetings 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 of the Act.

AUDIT

49. 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.
50. Auditors shall be appointed and their duties regulated in accordance with the Act the members of the Board being treated for this purpose as the directors mentioned therein.

MISCELLANEOUS

51. There shall be no limit as to the age at which any person may become or be a member of the Board or until which having become or being a member of the Board he may continue to act as a member of the Board and the provisions of Section 293 of the Act shall not apply to the Association.
52. A resolution in writing signed by all the members for the time being of the Board or any Committee of the Board who are duly entitled to receive notice of a meeting of the Board or such Committee shall be as valid and effectual as if it had been passed at a meeting of the Board or of such Committee duly convened and held.

NOTICES

53. A notice may be served by the Association upon any member either personally or by sending it through the post in a pre-paid letter addressed to such member at his registered address as appearing in the Register of Members.

54. 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.
55. 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 as a pre-paid letter.

INDEMNITY

56. Every member of the Board duly authorised agent Secretary or other officer for the time being of the Association shall be indemnified out of the assets of the Association against any liability incurred by him in defending as such member of the Board agent or officer any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted or in connection with any application under Section 727 of the Act in which relief is granted to him by the Court.
57. In the execution of the Trusts hereof no Member of the Board of Management shall be liable for any loss to the property of the Association arising by reason of any improper investment made in good faith (so long as he shall have sought professional advice before making such investment) or for the negligence or fraud of any

agent employed by him or by any other Member of the Board of Management in good faith (provided reasonable supervision shall have been exercised) although the employment of such agent was strictly not necessary or by reason of any mistake or omission made in good faith by any Member of the Board of Management hereof or by reason of any other matter or thing other than wilful and individual fraud wrongdoing or wrongful omission on the part of the Member of the Board of Management is sought to be made liable.

DISSOLUTION

58. Clause 7 of the Memorandum of Association of the Association relating to the winding up and dissolution of the Association shall have effect as if the provisions thereof were repeated in these presents.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS

GERALD JOSPE
114 Edgwarebury Lane,
Edgware,
Middlesex.
Investment Director

EMMANUEL CARTER
37 Deans Way,
London N2.
Company Director

Dated the 8th day of December 1986

WITNESS to the above signatures:

Name: MARK FOREMAN

Address: 49 The Ridgeway,
Kenton,
HA3 OLW

Description: Administrative Secretary