

ARTICLES OF ASSOCIATION

COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

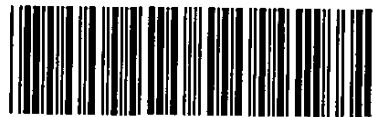
of

TAUNTON VALE SPORTS CLUB LIMITED

(Company Number 3960554)

Incorporated the 27th day of March 2000

TUESDAY



R2NE42NM

RM

17/12/2013

#191

COMPANIES HOUSE

1 Name

1 1 The name of the company is "Taunton Vale Sports Club Limited"

2 Registered Office

2 1 The registered office of the company will be situated in England

3 Objects

The company's objects are

- 3 1 to acquire and take over all of the business, assets and liabilities of the present unincorporated body known as Taunton Vale Sports Club
- 3 2 to promote sports and in particular hockey and cricket and to encourage social intercourse among the members of the company,
- 3 3 to sell, alter, improve, manage, develop, exchange, lease, dispose of or otherwise deal with all or any part of the property and rights 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 person purchasing them,
- 3 4 to establish, maintain and conduct a non profit making sports club for the accommodation of the members of the company and generally to afford to them all the usual privileges, advantages and accommodation of such a club,
- 3 5 to acquire by purchase, lease or otherwise grounds in or near Taunton Vale and to lay out, and maintain the same and to build or otherwise provide a clubhouse and pitches and other usual facilities in connection with it and to furnish, modify and maintain it, and to permit it to be used by members of the company either gratuitously or for payment
- 3 6 to acquire by purchase, lease or otherwise any other lands or property contiguous or near to the premises of the company, and such as may be deemed by the company likely to advance or benefit, either directly or indirectly, the interest of the company,
- 3 7 to manage, improve, cultivate and maintain all or any part of the lands and other property of the company,
- 3 8 to purchase, hire, make or provide and maintain and to sell or otherwise dispose of all kinds of equipment and other things required or which may be conveniently used in connection with the grounds, clubhouse and other premises of the company by persons frequenting them, whether members of the company or not,
- 3 9 to buy, prepare, make, supply, sell and deal in all kinds of sports apparatus and equipment and in all kinds of liquors provisions and refreshments required or used by members of the company or other persons using the grounds, clubhouse or premises of the company
- 3 10 to hire and employ all classes of persons considered necessary for the purposes of the company and to pay them and other persons in return for services rendered to the company salaries, wages, charges and pensions,

- 3 11 to promote and hold, either alone or jointly with any other association, club or persons, meetings, competitions and matches or other as the case may be and to offer, give or contribute towards prizes, medals and awards for the sport and to promote, give or support dinners, balls, concerts and other entertainments,
- 3 12 to establish, promote or assist in establishing or promoting, and to subscribe to, or become a member of, any other associations or clubs whose objects are similar or in part similar to the objects of the company, or the establishment or promotion of which maybe beneficial to the company provided that no subscription may be paid to any such other association or club out of the funds of the company, except bona fide in furtherance of the objects of the company,
- 3 13 to invest and deal with the money of the company not immediately required upon such securities and in such manner as may from time to time be determined,
- 3 14 to borrow or raise and give security for money by the issue of or upon bonds, debentures, debenture stock, bills of exchange, promissory notes or other obligations or securities of the company or by mortgage or charge upon all or any part of the property of the company,
- 3 15 to do such things as the directors consider to be in the best interests of the club, and
- 3 16 to do all such other lawful things as are incidental or conducive to the attainment of the above objects or any of them

4 Limited Liability

- 4 1 The liability of the members is limited

5 Undertaking to Contribute to Assets

- 5 1 Every member of the company undertakes to contribute such amount (not exceeding £10 00) to the company's assets if it is wound up while he is a member or within one year after he ceases to be a member as may be required for payment of the company's debts and liabilities contracted before he ceases to be a member and the costs, charges and expenses of winding up, and for the adjustment of the rights of contributories among themselves

6 Income

- 6 1 The income of the company from wherever derived will be applied fairly in promoting the above objects

7 Winding Up

- 7 1 If on the winding up of the company there remains any surplus after the satisfaction of its debts and liabilities the surplus shall be given or transferred to some other body having objects similar to those of the company or to another body the objects of which are charitable

8 Interpretation

In these articles

- 8 1 "the Act" means the Companies Act 1 985 including any statutory modification or re-enactment of it for the time being in force,
- 8 2 "Articles" the Articles of Association of the Company from time to time,
- 8 3 "Associate Member" means a member of an organisation other than the Club, that organisation having been granted the use of the Club's facilities,
- 8 4 "the Club" means Taunton Vale Sports Club Limited,
- 8 5 "Club Notice Board" means the notice board in a prominent position in the clubhouse,
- 8 6 "Directors" means the persons appointed to the office of Director in accordance with these Articles,
- 8 7 "General Committee" (also known as the Board of Directors) shall comprise the Directors and other such persons as may from time to time be determined by the Directors,
- 8 8 "Honorary Secretary" means the secretary of the Club,
- 8 9 "Honorary Treasurer" means the Treasurer of the Club,
- 8 10 "Members" means Playing Members, Student Playing Members, Under 16 Playing Members, Social Members, Life Members, Honorary Life Members, Vice Presidents, Associate Members and Temporary Members all of whom have been admitted to the relevant category of membership in accordance with the provisions of these Articles,
- 8 11 "Membership" means membership of the Club,
- 8 12 "Playing Members" means those persons who have been admitted to membership for the purpose of representing the Club at cricket and/or hockey, umpiring, managing teams, coaching or scoring,
- 8 13 "Vice President" means persons elected by the membership of the hockey or cricket sections as Vice Presidents of their respective hockey or cricket club and whose membership of TVSC Ltd has been approved by the Club's Board of Directors,
- 8 14 "Voting Members" means the Members with the exception of Associate Members, Social Members and Temporary Members,
- 8 15 unless the context otherwise requires, words or expressions contained in these articles bear the same meaning as in the Act but excluding any statutory modification not in force when these articles become binding on the Club,
- 8 16 the masculine includes the feminine and neuter genders and, where appropriate, the singular the plural and vice versa

9 Purpose

9 1 The Club is established for the purposes expressed above

10 Membership

10 1 The first members of the Club are the signatories to the Articles of Association and every person who as at the date of incorporation was a member of the unincorporated club known as Taunton Vale Sports Club referred to in paragraph 3 1, and who, during such period as the Directors may determine, signs and delivers to the Honorary Secretary such membership form as may be prescribed by the Directors

11 Proposal of Members

11 1 Application for membership shall be in writing and must be in the form that the Directors from time to time prescribe

12 Subscriptions

12 1 The annual and other subscriptions and entrance fee (if any) payable by Members of the Club are to be such as the Directors from time to time prescribe

12 2 The Directors may provide either generally or as respects any particular Member or Members for payment of annual subscriptions by installments

12 3 Every application for membership must be accompanied by a remittance to cover the entrance fee (if any) and the appropriate subscription from the date of application to the following 31 March (social) and 30 April (cricket) and 30 September (hockey) as the case may be and in the event of non-election the remittance must be returned to the candidate

12 4 Non Playing Vice Presidents, Umpires, Scorers, Team Managers and Coaches shall not be required to pay an annual subscription

13 Honorary Life Members

13 1 on the recommendation of the General Committee any person being a Member of the Club, with at least 5 years standing, may at any Annual General Meeting of the Club be elected an Honorary Life Member of the Club without any special payment for such life membership

13 2 A majority of those present and entitled to vote is necessary for election of an Honorary Life Member

13 3 Every Honorary Life Member is entitled to all the privileges and subject to all the duties of a Member of the Club during his life and (subject to the provisions of Article 24) without any further payment, annual or otherwise, except in respect of his guarantee contained in paragraph 5

13 4 There shall not be more than 25 Honorary Life Members at any one time

14 Life Members

14 1 A Member may at any time after payment of his first annual subscription become a Life Member upon payment by him of such one off lump sum as the Directors may determine

15 Umpires, Scorers, Team Managers and Coaches

15 1 The General Committee shall appoint Umpires, Scorers, Team Managers and Coaches

16 Social Members

16 1 The total number of Social Members shall not exceed the number from time to time determined by the General Committee

16 2 Social Members may avail themselves of all the amenities of the clubhouse and premises

16 3 The Social Members shall be permitted to form a sub committee from amongst themselves whose views and representations maybe presented to the Honorary Secretary for consideration by the General Committee

17 Student Playing Members

17 1 Students over 16 in full time education may become Playing Members paying a reduced subscription

18 Temporary Members

18 1 The Directors of the Club may, upon such terms and subject to such regulations as they may from time to time deem advisable, admit as Members of the Club

18 1 1 persons who are visiting or temporarily resident in the district of Taunton Vale

18 1 2 members of the armed forces of the Crown

18 1 3 persons who are invited to play occasionally by team captains in order to field a full side, and without whom a fixture might be placed in jeopardy

who will be called Temporary Members but there may not be more than 30 Temporary Members of the Club at any one time

19 Visitors

19 1 Members of visiting clubs and their guests shall be entitled to use all of the facilities of the Club on the day or days of their visit

20 Election of Members

20 1 A candidate for membership, having completed an application form vide article10 and having remitted the appropriate subscription, shall be admitted to membership

21 Rights of Members

- 21 1 Subject to the express provisions of these Articles of association, and to any byelaws made by the Directors of the Club as provided below for the time being in force, all Members are entitled at all reasonable times during opening hours to use all the premises and property of the Club in common at such charges as the Directors from time to time determine
- 21 2 Subject to the provisions of these Articles, Members are entitled to all rights (subject to their duties) as Members of the Club provided that only Voting Members may vote and nominate Directors
- 21 3 All Members shall be entitled to attend Annual General Meetings and Extraordinary General Meetings, but not meetings of the General Committee (Board of Directors), except by invitation from the Chairman or his/her representative
- 21 4 The Club shall not be run with a view to profit, but if a profit is made all Members shall be entitled to participate in the divisible profits of the Company but only if a special resolution to distribute profits to the Members is unanimously approved by all Members together whether by written resolution or at a general meeting called for the purpose

22 Notice of Resignation

- 22 1 Any member wishing to resign from the Club should inform his Section Membership Secretary or the Honorary Secretary of TVSC Ltd

23 Non-payment of Subscriptions

- 23 1 Any Member whose annual subscription is unpaid on the date that falls 3 months after it is due for payment ceases to be a Member of the Club and forfeits all right in and claim upon the Club and its property unless the Directors suspend the operation of this provision, which they may do as regards any particular Member on such terms as they determine at their discretion
- 23 2 Where the Directors have resolved in accordance with Article 11 that the subscription of any particular Member may be paid by installments, this Article applies to non-payment of any installment, substituting for the due date the due date of the installment

24 Expulsion of Members

- 24 1 If the conduct of any Member is in the opinion of the General Committee injurious to the character of the Club or objectionable in any respect, that Member may be required by the General Committee to resign, and, if he does not resign within one week, the Member may (after he has been given the opportunity to justify or explain his conduct in accordance with 24 2 below) be expelled by resolution of the General Committee and then ceases to be a Member of the Club.
- 24 2 If a Member does not resign within one week he must be given written notice of the complaint and at least 14 days prior written notice to attend a meeting of the General Committee. The Member will then have the opportunity at that meeting to answer the complaint. At least 5 members of the General Committee including the Chairman must be present and a majority decision will be taken
- 24 3 A Member expelled under this Article 24 may appeal by giving written notice of appeal to the Honorary Secretary within 10 days from the posting of the notice of expulsion

- 24 4 Upon receipt of a notice of appeal an Extraordinary General Meeting must be convened within 28 days and, if that meeting passes an Extraordinary resolution rescinding the expulsion, then the Member must be reinstated as from the date of the resolution
- 24 5 If any Member is convicted on indictment of any criminal offence or is adjudged bankrupt, or makes any composition or arrangement with his creditors or, being engaged in any profession, is prohibited by the disciplinary body of that profession from continuing to practice that member ipso facto ceases to be a Member of the Club but any person so ceasing to be a Member may be readmitted to membership by the General Committee at their discretion until the next following Annual General Meeting
- 24 6 Any Member expelled in accordance with these Articles, or otherwise ceasing to be a Member of the Club, forfeits all right to or to claim upon the Club or its property or funds or for any return of fees paid and remains liable for any outstanding fees or charges due from him at the date of expulsion or cessation
- 25 Rights of Members Personal**
- 25 1 The rights of a Member as such are personal and are not transferable and cease upon his death
- 26 General Committee Meeting**
- 26 1 The General Committee shall meet at least every two months to manage and arrange the affairs of the Club
- 26 2 Subject to Clause 24 the meeting must have a quorum of at least 50% of the number constituting the General Committee plus one
- 26 3 Minutes shall be taken and shall be open to the inspection of any Member on application to the Honorary Secretary
- 27 Annual General Meeting**
- 27 1 The Club must hold a general meeting in each year as its Annual General Meeting in addition to any other meetings in that year, and must specify the meeting as the Annual General Meeting in the notices calling it
- 27 2 Not more than 15 months may elapse between the date of one Annual General Meeting of the company and that of the next
- 27 3 The Annual General Meeting must be held at such time and place as the Directors appoint
- 27 4 The usual business to be transacted at each Annual General Meeting shall be as follows
- (a) To receive the accounts
 - (b) To appoint the Officers and Directors for the ensuing year
 - (c) To receive for consideration any proposals from Members, notice of which have been given in writing to the Honorary Secretary 21 clear days before the Annual

General Meeting and displayed on the Club Notice Board for at least 14 clear days prior to the Annual General Meeting

- (d) To hear any special matter which the General Committee desires to bring before the Members
- (e) To review the lists of Honorary Life Members and elect and re-elect Vice Presidents
- (f) To elect the accountants or auditors (as appropriate) and authorise the Directors to fix their remuneration for the ensuing year

provided always that if for whatever reason accounts are not laid before an annual general meeting they may be laid before any other general meeting called for the purpose

28 Extraordinary General Meetings

- 28 1 All general meetings other than Annual General Meetings must be called Extraordinary General Meetings
- 28 2 The General Committee or the Directors may, whenever they think fit, and must, on a requisition made in writing by at least 10 Voting Members or Members representing not less than one tenth of the total voting rights of all the Voting Members (if less) having at the date of deposit of the requisition a right to vote at general meetings, convene an Extraordinary General Meeting
- 28 3 Any requisition made by the Voting Members must state the object of the meeting proposed to be called, and must be signed by the requisitionists and deposited at the registered office of the Club
- 28 4 On receipt of the requisition the Directors must immediately proceed to convene an Extraordinary General Meeting
- 28 5 If the Directors do not proceed to call a meeting within 21 days from the date of deposit of the requisition, the requisitionists, or any of them representing more than one half of the total voting rights of all of hem, may convene such meeting

29 Notice of Meetings

- 29 1 Accidental omission to give notice of any meeting to or non-receipt of such notice by any Member does not invalidate the proceedings at that meeting

30 Quorum

- 30 1 No business may be transacted at any general meeting unless a quorum is present
- 30 2 Subject to Article 30 3 below a quorum shall be 20 Voting Members personally present
- 30 3 If within half an hour from the time appointed for the meeting such a quorum ceases to be present

- 30 3 1 if the meeting was convened on the requisition of Members it must be dissolved,
- 30 3 2 in any other case the meeting stands adjourned to the same day in the next week at the same time and place or to such time and place as the Directors may determine and, if at the adjourned meeting a quorum of Voting Members is not present within half an hour of the time appointed for the meeting, the Voting Members present may form a quorum

31 Chairman

- 31 1 The Chairman must preside as chairman at every general meeting of the Club
- 31 2 If there is no such chairman, or if the chairman is not present within 15 minutes of the time of holding the meeting, the Voting Members present may elect one of their number who is a Director to be chairman of the meeting
- 31 3 If there is no Director present, then the Voting Members may elect any one of their number to be chairman of the meeting

32 Adjournment

- 32 1 The chairman of any meeting may, with the consent of a meeting at which a quorum is present (and must if so directed by the meeting), adjourn the meeting from time to time and from place to place
- 32 2 No business may be transacted at any adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place

33 Passing of Resolutions

- 33 1 At any general meeting
 - 33 1 1 a declaration by the chairman of the meeting that a resolution has been carried, or carried unanimously, or carried by a particular majority, or lost, or not carried by a particular majority, and
 - 33 1 2 an entry to that effect in the book of proceedings of the Club
- are conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution, unless a poll is demanded at the meeting by the chairman or by at least ten Voting Members attending the meeting or by a Voting Member or Voting Members representing not less than one tenth of the total voting rights of all the Members having the right to vote at the meeting
- 33 2 If the poll is demanded in the above manner, it must be taken in such manner as the chairman of the meeting directs, and the result of the poll is deemed to be the resolution of the meeting at which the poll was demanded

34 Voting Rights

36 4 3 Honorary Secretary

36 5 Four Directors shall be a quorum at a directors' meeting

37 Remuneration

37 1 No Director of the Club may receive any remuneration for his services in the capacity of Director but nothing contained in these Articles is to prohibit payment by the Club of any sum to the Honorary Secretary or Honorary Treasurer for clerical, accounting or other assistance notwithstanding that either or both of them maybe Directors

38 Retirement of Directors

38 1 At every Annual General Meeting of the Club all of the Directors must retire from office

38 2 The Directors are eligible for re-election at the same or any other general meeting of the Club

39 Election of Directors

39 1 Subject as provided above, the election of Directors must take place in the following manner

39 1 1 Any two Voting Members of the Club may nominate any other Voting Member and up to two other persons to serve as a Director, having previously received their consent in writing so to do

39 1 2 The name of each person so nominated, together with the names of the proposer and seconder, must be sent in writing signed by all three of them to the Honorary Secretary at least 21 days before the Annual General Meeting

39 1 3 A list of the candidates' names in alphabetical order, with the proposers' and seconders' names, must be posted on the Club Notice Board for at least 14 days immediately preceding the Annual General Meeting

39 1 4 Balloting lists must be prepared (if necessary) containing the names of the candidates only in alphabetical order

39 1 5 Each Voting Member present at the Annual General Meeting and qualified to vote may vote for any number of candidates not exceeding the number of vacancies

39 1.6 If insufficient candidates are nominated, the Directors may elect a Voting Member or Members to fill the remaining vacancy or vacancies

39 1 7 If any candidate declines to serve after being elected, the candidate who has the next largest number of votes must be deemed to be elected

39 1 8 If two or more candidates obtain an equal number of votes, the Directors present or if none the chairman of the meeting will select the method by which the candidate or candidates will be chosen

40 Casual Vacancies

- 40 1 All casual vacancies arising amongst the Directors of the Club must be filled by the Directors
- 40 2 Any Director appointed to fill a casual vacancy must retire at the following Annual General Meeting

41 Removal of Directors

- 41 1 The office of a Director is vacated if
 - 41 1 1 his membership of the Club is terminated in accordance with Article 24,
 - 41 1 2 he absents himself from meetings of the Directors for a continuous period of six calendar months without special leave of absence from the other Directors, or
 - 41 1 3 he is removed by extraordinary resolution passed at a general meeting of the Club

42 Accounts

- 42 1 The Directors of the Club must ensure that proper books of account are kept in respect of
 - 42 1 1 all sums of money received and expended by the Club and the matters in respect of which the receipts and expenditure take place and
 - 42 1 2 the assets and liabilities of the Club
- 42 2 The books of account must be kept at the registered office of the Club, or at such other place or places as the Directors think fit, and must always be open to the inspection of the Directors
- 42 3 The Directors must from time to time determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Club, or any of them, are to be open to the inspection of the General Committee and/or Voting Members of the Club who are not Directors
- 42 4 No Member who is not a Director has any right to inspect any account or book or document of the Club except as conferred by statute or authorised by the Directors

43 Presentation of Accounts

- 43 1 Once at least in every year the Directors must lay before the Club in general meeting an account of income and expenditure for the period since the preceding accounts date
- 43 2 A balance sheet must be made out in every year and laid before the Club in general meeting, made up to a date not more than six months before such meeting

43 3 A copy of the balance sheet must be sent to, or made available to, the persons entitled to receive notices of general meetings in the manner in which notices are to be given under these Articles 21 days prior to the meeting

43 4 Every account and balance sheet must be accompanied by a report of the Directors and the account, report and balance sheet must be signed by two Directors and countersigned by the company secretary

44 Powers of Directors

44 1 The Directors of the Club may exercise all powers that maybe exercised by the Club and do anything that may be done by the Club, except where under these Articles or any statute for the time being in force the power must be exercised or the thing be done by the Club in general meeting

44 2 The Directors may act notwithstanding vacancies

44 3 The Directors of the Club may issue debentures, debenture stock, bonds or obligations of the Club at any time, in any form or manner, and for any amount, and may raise or borrow for the purposes of the Club any sum or sums of money either upon mortgage or charge of all or any of the property of the Club, whether present or future, or on bonds or debentures secured by trust deed or otherwise or not secured as they may think fit

44 4 The borrowing powers shall not be limited

45 Delegation

45 1 The Directors may delegate any of their powers to a committee or committees appointed by them

45 2 In the exercise of the powers delegated to it, a committee must conform to any regulations prescribed by its appointing body

45 3 any delegation of powers or appointment of a committee may be recalled or revoked by its appointing body

46 Byelaws

46 1 The Directors may from time to time make any byelaws they consider necessary or expedient or convenient for the proper conduct and management of the Club, and in particular, but not exclusively, they may by such byelaws

46 1 1 regulate the terms and conditions upon which honorary guests, children of members of the Club and visitors may use the premises and property of the Club,

46 1 2 arrange for the supply of intoxicating liquor by the Club for Members

46 1 3 fix the times of opening and closing the sports grounds, clubhouse and premises of the Club or any part of them and the permitted hours for the supply of intoxicating liquor,

- 46 1 4 promulgate the rules to be observed and the prizes or stakes to be played for by Members of the Club playing any games on the premises of the Club,
- 46 1 5 prohibit particular games on the premises of the Club entirely or at any particular time or times,
- 46 1 6 regulate the conduct of Members of the Club in relation to one another and to the Club's staff,
- 46 1 7 set aside the whole or any part or parts of the Club's premises for gentleman Members, women Members or any other class or classes of Members, at any particular time or times, or for any particular purpose or purposes,
- 46 1 8 regulate the provisions and subscriptions for joint and/or family membership and the spouse of a Playing Member,
- 46 1 9 regulate the process by which Members keep the club informed of their private address and telephone number,
- 46 1 10 keep such proper books of account as will enable an accurate account and statement to be presented to every Annual General Meeting, or at any other time if required, concerning the finances of the Club including a separate statement with regard to the supply and purchase of tobacco and intoxicating liquor for the preceding year and the current year as the case may be,
- 46 1 11 to fill any vacancies in any committee which 'may arise between Annual General Meetings Any committee member so appointed shall retire at the next Annual General Meeting,
- 46 1 12 impose fines for breach of any byelaw or any article of association of the Club, and
- 46 1 13 regulate all matters that are commonly the subject of "club rules"
- 46 2 The Directors must adopt whatever means they consider sufficient to bring all byelaws, alterations and repeals to the notice of the Members of the Club
- 46 3 All byelaws, so long as they are in force, are binding on all Members of the Club
- 46 4 No byelaws may be inconsistent with, or affect or repeal anything contained in, the articles of association of the Club, or be in breach of any statutory provision or any licensing requirement
- 46 5 Any byelaw may be removed, altered or repealed by the Directors
- 47 Audit**
- 47 1 If an audit is required an auditor or auditors must be appointed and his or their duties regulated in accordance with the Act

48 Loss or Damage

- 48 1 Neither the Club nor any member of the General Committee shall be liable to any person for any loss of or damage to any property occurring from whatsoever cause in or about the Club premises nor for any injury sustained by any person whilst on or leaving the Club premises. A notice to this effect shall at all times be displayed on the Club Notice Board.

49 Notices

- 49 1 A notice may be given by the Club to any Member personally, by sending it by post in a prepaid envelope addressed to the Member at the address notified to the Club from time to time or by posting it on the Club Notice Board
- 49 2 Where a notice is sent by post, service of the notice is deemed to be effected by properly addressing, prepaying and posting a letter containing the notice and it is deemed to have been effected at the expiration of 48 hours after the envelope containing it was posted
- 49 3 Where a notice is given personally service is deemed to be effected upon delivery
- 49 4 When a notice is given by posting it on the Club Notice Board service is deemed to be effected at the expiration of seven days after it was posted on the Club Notice Board

50 Dissolution

- 50 1 If on the dissolution and subsequent winding up of the Club there remains any surplus after the satisfaction of all its debts and liabilities the surplus shall be given or transferred to some other body having objects similar to those of the Club or to another body the objects of which are charitable

51 Headings

- 51 1 The headings in these Articles do not form part of them or in any manner affect the interpretation or construction of them

WE, the subscribers to these articles of association, wish to be formed into a company pursuant to these articles

Names, Addresses and Descriptions of Subscribers
(signatures, addresses and description of subscribers to articles)

Name Richard John Hebditch
Address Lillesdon Court
Wrantage
Taunton
Somerset

Name John Barry Bloxham
Address Canonsgrove Close
Sweethay Lane
Staplehay
Taunton
Somerset

Name Anthony John Davies
Address Sweethay
Beercrowcombe
Taunton
Somerset

Dated 24th March 2000

Witness to all the above

Name C A STEPHENS
Address Church House
Yeovil, Somerset
Occupation Trainee Solicitor