

Number of }
Company }

409564

[Form No. 41.

"THE COMPANIES ACT, 1929."

Declaration of Compliance



A
Companies
Registration
Fee Stamp
of 5s.
must be
impressed
here.

WITH THE

REQUIREMENTS OF THE COMPANIES
ACT, 1929,

Made pursuant to Section 15, Sub-Section (2), of The Companies Act, 1929,
on behalf of a Company proposed to be Registered as

*Plym Spartans Association
Football Club*

LIMITED.

Telegrams: "Certificate, Strand, London."

Telephone No.: Holborn 0434

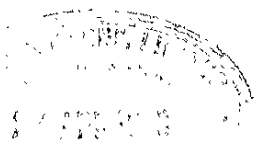
JORDAN & SONS, LIMITED,

Company Registration Agent, Printers, and Publishers,

116 CHANCERY LANE, LONDON, W.C. 2,

13 BROAD STREET PLACE, E.C.2, and 28A MOSTYN STREET, LLANDUDNO.

Presented by



Frank Ridley
of 8 Stanley Street Blyth in the
County of Northumberland

*Here insert-
"A Solicitor
of the Supreme Court
(or in Scotland
"an Enrolled
Law Agent")
engaged in
the formation
of" or "A
person named
in the Articles
of Association
as a
Director (or
Secretary)
of."

Do solemnly and sincerely Declare that I am*

a Solicitor
of the Supreme Court, engaged
in the formation of Blyth
Spartans Association
Football Club Limited

F.R.

LIMITED

and That all the requirements of The Companies Act, 1929, 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 Blyth in the County
of Northumberland

the Tenth day of April

One thousand nine hundred and forty six

before me,

A. Sarnood

A Commissioner for Oaths. †

Frank Ridley

Number of
Company }

409564

REGIS

2

Form No. 42

"THE COMPANIES ACT, 1929."



A
Companies
Registration
Fee Stamp
of 5s.
must be
impressed
here.

Consent to Act as Director

OF

Allyth Pearson Associates
Football Club

LIMITED.

(To be signed and delivered to the Registrar of Companies pursuant to
Section 140, Sub-Section 1 (a), of The Companies Act, 1929.)

(See Page 2 of this Form.)

92252-37

TELEGRAMS: "CERTIFICATE, EETRAND, LONDON."

TELEPHONE NO.: HOLLORN 0494 (3 LINES).

JORDAN & SONS, LIMITED,
Company Registration Agents, Printers, and Publishers,
116 CHANCERY LANE, LONDON, W.C. 2,
and 13 BROAD STREET PLACE, E.C.2.

Presented by

70

Section 140 of The Companies Act, 1929.

APPOINTMENT, QUALIFICATION, &c., OF DIRECTORS.

140.—(r) A person shall not be capable of being appointed Director of a Company by the Articles, and shall not be named as a Director or proposed Director of a Company in a Prospectus issued by or on behalf of the Company, or as proposed Director of an intended Company in a Prospectus issued in relation to that intended Company, or in a Statement in Lieu of Prospectus delivered to the Registrar by or on behalf of a Company, unless, before the registration of the Articles or the publication of the Prospectus, or the delivery of the Statement in Lieu of Prospectus, as the case may be, he has by himself or by his agent authorised in writing—

(a) Signed and delivered to the Registrar of Companies for registration a consent in writing to act as such Director; and

(b) Either—

(i) signed the Memorandum for a number of Shares not less than his qualification, if any; or

(ii) taken from the Company and paid or agreed to pay for his qualification Shares, if any; or

(iii) signed and delivered to the Registrar for registration an undertaking in writing to take from the Company and pay for his qualification Shares, if any; or

(iv) made and delivered to the Registrar for registration a statutory declaration to the effect that a number of Shares not less than his qualification (if any) are registered in his name.

(2) Where a person has signed and delivered as aforesaid an undertaking to take and pay for his qualification Shares, he shall, as regards those Shares, be in the same position as if he had signed the Memorandum for that number of Shares.

(3) On the application for registration of the Memorandum and Articles of a Company the applicant shall deliver to the Registrar a list of the persons who have consented to be Directors of the Company, and, if this list contains the name of any person who has not so consented, the applicant shall be liable to a fine not exceeding Fifty Pounds.

(4) This Section shall not apply to—

(a) a Company not having a Share Capital; or

(b) a Private Company; or

(c) a Company which was a Private Company before becoming a Public Company; or

(d) Prospectus issued by or on behalf of a Company after the expiration of one year from the date on which the Company was entitled to commence business.

TO THE REGISTRAR OF COMPANIES.

I (~~or We~~), the undersigned, hereby testify my [~~or our~~] consent to act as Director [~~or Directors~~] of *Blyth Townships Association Football Club* LIMITED, pursuant to Section 140, Sub-Section 1 (a), of The Companies Act, 1929.

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

* SIGNATURE.	ADDRESS.	DESCRIPTION.
<i>C. J. Barber</i>	<i>64 South Avenue Blyth</i>	<i>Goods Foreman L. N. M.</i>
<i>Thomas Bell</i>	<i>12. Columbia Terrace Blyth</i>	<i>Schools Clerk Master</i>
<i>Harry Clark</i>	<i>6 Bath Terrace Blyth</i>	<i>Electrical Engineer</i>
<i>James Dean</i>	<i>4. Fenchurch Blyth</i>	<i>Head Office Clerk</i>
<i>R. Middleton</i>	<i>2. Sixth Ave. Blyth.</i>	<i>General Posting Office</i>

Dated this *10th* day of *April*, 19*26*

*If a Director signs by "his Agent authorised in writing," the authority (stamped with 10s. as a Power of Attorney) must be produced to the Registrar.

"The Companies Act, 1929."

CONSENT

TO

ACT AS DIRECTOR

OF

Alphie Spavins
Queens Football Club

LIMITED.

Number of)
Company)

409564

REGISTERED

2 Nov 1929

Form No. 43.

"THE COMPANIES ACT, 1929"



A
Companies
Registration
Fee Stamp
of 5s.
must be
impressed
here.

List of the Persons
who have consented to be Directors

OF

Ryth Sparrows Association Football Club

LIMITED.

(To be delivered to the Registrar of Companies, pursuant to Section 140,
Sub-Section (3), of The Companies Act, 1929.)

(See Page 2 of this Form.)

88362-56

Telegrams: "CERTIFICATE, ESTRAND, LONDON."

Telephone: HOLBORN 6434 (3 Lines).

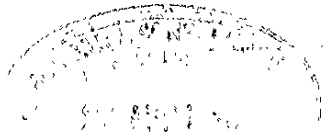
JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, and Publishers,

116 CHANCERY LANE, LONDON, W.C.2,

and 13 BROAD STREET PLACE, E.C.2.

Presented by



Section 140 of The Companies Act, 1929.

140 (1) A person shall not be capable of being appointed Director of a Company by the Articles, and shall not be named as a Director or proposed Director of a Company in a Prospectus issued by or on behalf of the Company, or as proposed Director of an intended Company in a Prospectus issued in relation to that intended Company, or in a Statement in Lieu of Prospectus delivered to the Registrar by or on behalf of a Company, unless, before the registration of the Articles or the publication of the Prospectus, or the delivery of the Statement in Lieu of Prospectus, as the case may be, he has by himself or by his agent authorised in writing—

(a) Signed and delivered to the Registrar of Companies for registration a consent in writing to act as such Director; and

(b) Either—

- (i) signed the Memorandum for a number of Shares not less than his qualification, if any; or
- (ii) taken from the Company and paid or agreed to pay for his qualification Shares, if any; or
- (iii) signed and delivered to the Registrar for registration an undertaking in writing to take from the Company and pay for his qualification Shares, if any; or
- (iv) made and delivered to the Registrar for registration a statutory declaration to the effect that a number of Shares, not less than his qualification, if any, are registered in his name.

(2) Where a person has signed and delivered as aforesaid an undertaking to take and pay for his qualification Shares, he shall, as regards those Shares, be in the same position as if he had signed the Memorandum for that number of Shares.

(3) On the application for registration of the Memorandum and Articles of a Company the applicant shall deliver to the Registrar a list of the persons who have consented to be Directors of the Company, and, if this list contains the name of any person who has not so consented, the applicant shall be liable to a fine not exceeding Fifty Pounds.

(4) This section shall not apply to—

- (a) a Company not having a Share capital; or
- (b) a Private Company; or
- (c) a Company which was a Private Company before becoming a Public Company; or
- (d) a Prospectus issued by or on behalf of a Company after the expiration of one year from the date on which the Company was entitled to commence business.

LIST OF THE PERSONS WHO HAVE CONSENTED TO BE DIRECTORS OF
Blyth Sports Association Football Club

LIMITED,

delivered to the Registrar of Companies, pursuant to Section 140, Sub-

Section (9), of The Companies Act, 1929, by *Alexander*

John Barker

of *67 Sixth Avenue Blyth*
Northumberland

the applicant(s) for Registration of the Memorandum and Articles of the Company.

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

SURNAME.	CHRISTIAN NAME(S).	ADDRESS AND DESCRIPTION.
<i>Barker</i>	<i>Alexander John</i>	<i>67 Sixth Avenue Blyth</i> <i>Goods Inman L.D.S.R.</i>
<i>Bell</i>	<i>Norman</i>	<i>12 Columbia Terrace</i> <i>Blyth</i> <i>Solicitor's Clerk</i>
<i>Clark</i>	<i>Harvey</i>	<i>6 Bath Terrace Blyth</i> <i>Master Electrical Engineer</i>
<i>Dolan</i>	<i>James</i>	<i>4 Leslie Avenue Blyth</i> <i>Head Piece Clerk</i>
<i>Middleton</i>	<i>Robert</i>	<i>7 Sixth Avenue Blyth</i> <i>Business Rating Officer</i>

Signature of Applicant(s)

Alexander John Barker
Secretary

Dated the

10th day of *July*

1929

"The Companies Act, 1929."

LIST OF THE PERSONS
WHO HAVE
CONSENTED TO BE DIRECTORS

Rythe Spawans
Association Football Club
LIMITED.

Number of
Certificate)

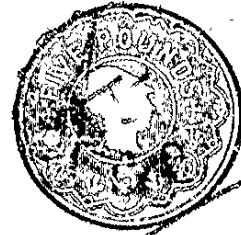
409564

REGISTERED
2 11 1934

(Form No. 25.

THE STAMP ACT, 1891, and THE FINANCE ACT, 1933.

COMPANY LIMITED BY SHARES.



Duty at the
rate of 10s.
for every
£100 must
be impressed
here.

Statement of the Nominal Capital

OF

*Rlyth Spartans Association
Football Club*

LIMITED,

Pursuant to Section 112 of The Stamp Act, 1891; as
amended by Section 41 of The Finance Act, 1933.

The Statement is to be lodged with the Memorandum of Association and
other Documents when the Registration of the Company is applied for.

46-76252

Telegrams: "CERTIFICATE, ESTRAND, LONDON."

Telephone No.: HOLBORN 0434.

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, and Publishers,

116 CHANCERY LANE, LONDON, W.C. 2

13 BROAD STREET PLACE, E.C.2, and 28A MOSTYN STREET, LLANDUDNO.

Presented by



THE NOMINAL CAPITAL

OF

*Blyth Spartans Association
Football Club*

LIMITED,

is *One Thousand* Pounds,

divided into *Two thousand* Shares

of *Ten Shillings* each.

Signature. *Alex. J. Baker*

Description *Acting Secretary*

Dated the *Tenth* day

of *April* 19*14*

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

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

Memorandum of Association

OF

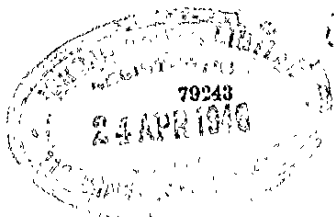
Blyth Spartans Association Football Club, Limited.

1. The Name of the Company is "BLYTH SPARTANS ASSOCIATION FOOTBALL CLUB, LIMITED."

2. The Registered Office of the Company will be situate in England.

3. The Objects for which the Company is established are—

- (A) To acquire and take over the football ground, stands, and other erections and ground equipment, fixtures, and fittings now owned by the Blyth Corporation at Croft Park, Blyth, in the County of Northumberland, and with a view thereto to enter into and carry into effect (either with or without modification) a lease of Croft Park which has been already prepared and engrossed, and is expressed to be made between the Mayor, Aldermen, and Burgesses of the Borough of Blyth of the one part and the above-named Company of the other part, a copy whereof has for the purpose of identification been signed by two of the Subscribers hereto.
- (B) To promote the game of Football and other Athletic Sports and Pastimes, and for that purpose to engage the services of professionals and amateurs.
- (C) To hold and arrange football and other matches and competitions.
- (D) To subscribe to, become a member of, and co-operate with any other association, whether incorporated or not, whose objects are altogether or in part similar to those of this Company.
- (E) To provide facilities for refreshment, solid and liquid, required by persons frequenting the Company's ground.
- (F) To carry on any other business which may seem to the Company capable of being conveniently carried on in connection with the above objects, or conducted directly or indirectly to enhance the value of or render more profitable any of the Company's property.



- (G) To purchase or by any other means acquire any freehold, leasehold, or other property for any estate or interest whatever, and any rights, privileges, or easements over or in respect of any property, and any offices or other buildings, and any real or personal property or rights whatsoever which may be necessary for, or may be conveniently used with, or may enhance the value of any other property of the Company.
- (H) To invest and deal with the moneys of the Company not immediately required in such shares or upon such securities and in such manner as may from time to time be determined.
- (I) 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.
- (J) 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.
- (K) To enter into any arrangements with any Governments or authorities (supreme, municipal, local, or otherwise), or any companies, firms, or persons that may seem conducive to the attainment of the Company's objects or any of them, and to obtain from any such Government, authority, company, firm, or person any charters, contracts, decrees, rights, privileges, and concessions which the Company may think desirable, and to carry out, exercise, and comply with any such charters, contracts, decrees, rights, privileges, and concessions.
- (L) To subscribe for, take, purchase, or otherwise acquire and hold shares or other interests in or securities of any other company having objects altogether or in part similar to those of this Company or carrying on any business capable of being carried on so as directly or indirectly to benefit this Company.
- (M) 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.
- (N) To pay all or any expenses incurred in connection with the promotion, formation, and incorporation of the Company, or to contract with any person, firm, or company to pay the same, and to pay commissions to brokers and others for underwriting, placing, selling, or guaranteeing the subscription of

any Shares, Debentures, Debenture Stock, or securities of this Company.

- (o) 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 employes, or may be connected with any town or place where the Company carries on business; to give pensions, gratuities, or charitable aid to any persons who may have been Directors of or may have served the Company, or to the wives, children, or other relatives or dependents of such persons; to make payments towards insurance; and to form and contribute to provident and benefit funds for the benefit of any of such persons or of their wives, children, or other relatives or dependents.
- (p) To promote any other company for the purpose of acquiring the whole or any part of the business or property and undertaking any of the liabilities of this Company, or of undertaking any business or operations which may appear likely to assist or benefit this Company or to enhance the value of any property or business 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.
- (q) To sell or otherwise dispose of the whole or any part of the business 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.
- (r) 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.
- (s) 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 Thousand Pounds, divided into Two Thousand Shares of Ten Shillings each.

That 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, and we respectively agree to take the number of Shares in the Capital of the Company set opposite our respective names.

NAMES, ADDRESSES, AND DESCRIPTIONS OF SUBSCRIBERS	Number of Shares taken by each Subscriber.
Alexander John Baker, 4 67. South Avenue, Blyth. Goods department, M.B.K.	Two. <i>AMB</i> <u>2</u>
Norman Bell 12. Columbia Terrace, Blyth Solicitor's Clerk	Two <u>2</u>
Henry Link 6 Bath Terrace Blyth Master Electrical Engineer	Two <i>HL</i> <u>2</u>
James Dolan 4 tenth ave Blyth, Rich firm clerk 204 High St.	Two <i>JD</i> <u>2</u>
229 Plessey Road Blyth. Asst Harbour Master	<u>2</u> Two. <i>W.H.</i>
R. W. Macleod, 2. South Ave. Blyth. Assistant Rating Officer	<u>2</u> Two <i>RM</i>
E. Oliver 65 Middleton St Blyth Colliery Surface work	<u>2</u> Two <i>EO</i>

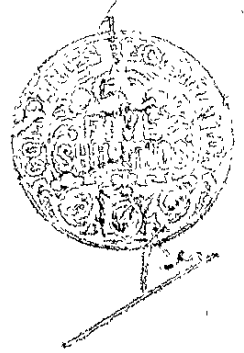
Dated the 10th day of April, 1910.

Witness to the above Signatures—

Frank Ridley
85 Plessey Street
Blyth
Solicitor



REGISTERED
"The Companies Act, 1929."
2-11-1966



COMPANY LIMITED BY SHARES.

Articles of Association

OF

Blyth Spartans Association Football Club, Limited.

PRELIMINARY.

1. The Regulations contained in Table A in the First Schedule to The Companies Act, 1929 (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, the Clauses of Table A numbered 39, 40, 59, 60, 61, 62, 64, 65, 66, 69, 72, 78, 79, 89, 104, and 107 shall not apply to this Company; but in lieu thereof, and in addition to the remaining Clauses of Table A, the following shall be the Regulations of the Company.

2. The Directors shall forthwith take into consideration and, if thought fit, shall, on behalf of the Company, enter into (either with or without modification) the Lease referred to in Clause 3, Sub-Clause (A), of the Memorandum of Association. The Company is formed on the basis that the said Lease shall be entered into with or without such modification as aforesaid, and no objection shall be taken to the said Lease; and every Member of the Company, present and future, shall be deemed to have notice of the provisions of the said Lease, including any such modification as aforesaid, and to have assented to all the terms thereof.

3. The Company shall be entitled to treat the person whose name appears upon the Register of Members in respect of any Share as the absolute owner thereof, and shall not be under any obligation to recognise any trust or equity or equitable claim to or partial interest in such Share, whether or not it shall have express or other notice thereof.

SHARES.

4. No Share shall be sub-divided.

5. Subject to the provisions of Clause 35 of Table A, 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; Provided nevertheless that no Member of the Company shall hold more than two Shares in the Company.

6. Preference Shares may be issued with a Cumulative Preferential Dividend not exceeding Seven Pounds Ten Shillings per centum per annum for a period not exceeding three years, but the Company shall not issue more Preference Shares than its subscribed Ordinary Shares.

7. The lien conferred by Clause 7 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.

BORROWING POWERS.

8. The Directors may raise or borrow for the purposes of the Company's business such sum or sums of money as they think fit, but so that the whole amount so raised or borrowed and outstanding at any one time shall not, without the consent of the Company in General Meeting, exceed the amount of the Share Capital of the Company for the time being issued or agreed to be issued. The Directors may secure the repayment of or raise any such sum or sums as aforesaid by mortgage or charge upon the whole or any part of the property and assets of the Company, present and future, including its uncalled Capital, or by the issue, at such price as they may think fit, of Bonds, Debentures, or Debenture Stock, either charged upon the whole or any part of the property and assets of the Company or not so charged, or in such other way as the Directors may think expedient.

9. No mortgage or other security or charge upon any assets of the Company to secure more than the principal money advanced, and interest at the rate of Seven and a Half per centum per annum, shall be issued without the previous consent of the Football Association. All loans to the Company, except with the previous consent of the Football Association, shall be limited to the same rate of interest.

GENERAL MEETINGS.

10. A General Meeting of the Company shall be held in the month of June in each calendar year at such time and place as the Directors shall appoint. In default of a General Meeting being so held a General Meeting may be convened, to be held at any time during the next succeeding month, by any two Members in the same manner as nearly as possible as that in which General Meetings are to be convened by the Directors. The aforesaid General Meetings shall be called "Ordinary General Meetings"; all other General Meetings except the Statutory Meeting shall be called "Extraordinary General Meetings."

VOTES OF MEMBERS.

11. On a poll each Member shall have only one vote irrespective of the number of Shares held in the Company; and Clause 54 of Table A shall be modified accordingly.

12. No Member of the Company shall be entitled to vote by proxy, but in person only; and Clauses 55, 56, and 58 of Table A shall be modified accordingly.

DIRECTORS.

13. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less than four nor more than twelve.

14. The following persons shall be the first Directors of the Company: ALEXANDER JOHN BARKER, of 67 Sixth Avenue, Blyth, Goods Foreman, L.N.E.R.; NORMAN BELL, of 12 Columbia Terrace, Blyth, Solicitor's Clerk; HARRY CLARK, of 6 Bath Terrace, Blyth, Master Electrician; JAMES DOLAN, of 4 Tenth Avenue, Blyth, Head Piece Time Clerk; and ROBERT MIDDLETON, of 2 Sixth Avenue, Blyth, Assistant Rating Officer.

15. The Directors shall have power at any time and from time to time to appoint any other person to be a Director of the Company, either to fill a casual vacancy or as an addition to the Board, but so that the total number of Directors shall not at any time exceed the maximum number fixed as hereinbefore mentioned. Any Director so appointed shall hold office only until the next following Ordinary General Meeting, when he shall retire, but shall be eligible for re-election.

16. The qualification of every Director shall be the holding in his own right and as sole Holder of Shares of the Company to the nominal value of not less than One Pound. A Director may act before acquiring his qualification, but shall acquire his qualification within two calendar months of being appointed a Director.

17. A Director shall not be entitled to receive any remuneration in respect of his office as Director, or as an employe of the Company, but he shall be entitled to be repaid any disbursements or travelling expenses properly paid by him in the performance of his duties.

DISQUALIFICATION OF DIRECTORS.

18. The office of a Director shall be vacated -

- (A) If he become bankrupt or insolvent or compound with his creditors;
- (B) If he become of unsound mind;
- (C) If he be convicted of an indictable offence, not being an offence under The Road Traffic Act, 1930, or any statutory provision in lieu or modification thereof;
- (D) If he cease to hold the necessary Share qualification, or do not obtain the same within two calendar months from the date of his appointment;
- (E) If he absent himself from the Meetings of Directors for a period of six calendar months without special leave of absence from the other Directors;
- (F) If he be suspended by the Football Association from taking part in football management;
- (G) If he become prohibited from being a Director by reason of any order made under Sections 217 or 275 of The Companies Act, 1929;
- (H) If he give the Company one calendar month's notice in writing that he resigns his office

But any act done in good faith by a Director whose office is vacated as aforesaid shall be valid unless, prior to the doing of such act, written notice shall have been served upon the Company or an entry shall have been made in the Directors' Minute Book stating that such Director has ceased to be a Director of the Company.

19. A Director may enter into or be interested in contracts or arrangements with the Company, and may have or be interested in dealings with the Company, and shall not be disqualified from office thereby, nor shall he be liable to account to the Company for any profit arising out of any such contract, arrangement, or dealing to which he is a party or in which he is interested by reason of his being at the same time a Director of the Company, provided that such Director discloses to the Meeting of the Directors at which such contract, arrangement, or dealing is first taken into consideration the nature of his interest therein, or, if such interest is subsequently acquired, provided that he discloses the fact that he has acquired such interest at the next Meeting of the Directors held after such interest was acquired. But, except in respect of the Agreement referred to in Article 2 hereof, or of any agreement or arrangement to give any indemnity or security to any Director who has undertaken or is about to undertake any liability on behalf of the Company, or to any other person or company for any liability or obligation of the Company for which any Director shall be personally responsible whether by way of guarantee or otherwise, or in respect of a resolution to allot any Shares or Debentures to a Director, no Director shall vote as a Director in regard to any contract, arrangement, or dealing in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall not be counted, nor shall he be reckoned in estimating a quorum when any such contract, arrangement, or dealing is under consideration. A general notice given to the Directors by a Director to the effect that he is a member of a specified company or firm, and is to be regarded as interested in any contract, arrangement, or dealing which may, after the date of the notice, be entered into or made with that company or firm, shall, for the purpose of this Article, be deemed to be a sufficient disclosure of interest in relation to any contract, arrangement, or dealing so entered into or made.

MANAGING DIRECTOR.

20. The Directors may from time to time entrust to and confer upon the Managing Director or Manager all or any of the powers of the Directors (excepting the power to make Calls, forfeit Shares, borrow money, or issue Debentures) that they may think fit. But the exercise of all such powers by the Managing Director or Manager shall be subject to such regulations and restrictions as the Directors may from time to time make and impose, and the said powers may at any time be withdrawn, revoked, or varied.

21. Clause 68 of Table A shall be read and construed as if the words "rotation of retirement" were substituted for the words "rotation or retirement."

SHAREHOLDERS' SEASON TICKETS.

22. A Shareholder may have issued to him a season ticket or tickets subject to a deduction of Five per cent. from the amount charged to non-Shareholders. Tickets so issued must

not be sold and the privilege granted under this Article shall be restricted to such Holder, and, in case of transference or death, to such member of his family as shall become the Registered Holder of the Shares. The privilege cannot be sold or granted to any other transferee.

DIVIDENDS.

23. The Directors shall lay before the Company in General Meeting a recommendation as to the amount which they consider ought to be paid by way of Dividend, and the Company may declare the Dividend to be paid, but such Dividend shall not exceed the amount recommended by the Directors. A larger Dividend shall not be declared than the maximum Dividend allowed from time to time by the Football Association and may be cumulative for a period not exceeding three years. All Dividends unclaimed for six years after having been declared may be declared forfeited by the Directors for the benefit of the Company.

NOTICES.

24. A Member who has no registered address in the United Kingdom, and has not supplied to the Company an address within the United Kingdom for the giving of notices to him, shall not be entitled to receive any notices from the Company.

WINDING UP.

25. On the dissolution of the Company the surplus assets shall be applied: First, in repaying to the Members the amount paid on their Shares respectively, and if such assets shall be insufficient to repay the said amount in full, they shall be applied rateably, so that the loss shall fall upon the Members in proportion to the amount called up on their Shares respectively, and no Member shall be entitled to have any Call made upon other Members for the purpose of adjusting his rights, but where any Call has been made and has been paid by some of the Members such Call shall be enforced against the remaining Members for the purpose of adjusting the rights of the Members between themselves. If the surplus assets shall be more than sufficient to pay to the Members the whole amount paid up on their Shares, the balance shall be given to The Football Association Benevolent Fund, or to some other club or institute in the County of Northumberland having similar objects to those contained in the Memorandum of Association, or to any local charity, or charitable or benevolent institution situate within the said County, such club, institution, or charity to be decided upon, and such surplus apportioned among all or any of such clubs, institutions, or charities by the Members of the Company, at or before the time of dissolution as they shall direct, or in default of such decision or apportionment by the Members of the Company the same shall be decided upon and apportioned by a Judge of the High Court of Justice having jurisdiction in such winding up or dissolution, and as he shall determine; or such balance may be disposed of in such other manner as the Members of the Company, with the consent of the Council of the Football Association, if then existing, shall determine.

NAMES, ADDRESSES, AND DESCRIPTIONS OF SUBSCRIBERS.

Alexander John Baston
 67 South Avenue, Blyth
 Goods Foreman. L.L.B.K.

Norman Bell
 12. Columbia Terrace, Blyth
 Solicitor's Clerk

Henry Clark 6 Butts Terrace, Blyth
 Master Electrical Engineer

James Bevan
 4 Kenning Lane Blyth
 Head Race Clerk

Edith Hughes.
 229 Blyth Ed.
 Blyth.

R. Widdison. Post. Harbour Master.
 7. Sixth Avenue. Blyth

Assistant Mining Officer

eg Oliver 65 Middleton St colliery surface
 Blyth worker

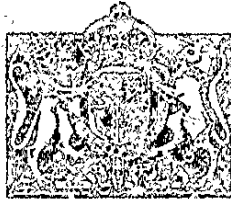
Dated the 10th day of April, 1946.

Witness to the above Signatures—

Frank Ridley
 8 Stanley Street
 Blyth
 Solicitor

DUPLICATE FOR THE FILE.

No. 489564



Certificate of Incorporation

I Hereby Certify, That

ELPH SPARTANS ASSOCIATION FOOTBALL CLUB, LIMITED

is this day Incorporated under the Companies Act, 1909, that the Company is Limited,

Given under my hand at London this Second day of May One Thousand Nine Hundred and Forty-six.

[Signature]
Assistant Registrar of Companies.

Certificate received by

[Signature]

Date 2/5/46