COMPANY NUMBER:

The Companies Acts 1985 and 1989

COMPANY LIMITED BY GUARANTEE

(AND NOT HAVING A SHARE CAPITAL)

ARTICLES OF ASSOCIATION

OF

FINDHORN, NAIRN AND LOSSIE FISHERIES TRUST

Incorporated on [31.10.08]

The Companies Acts 1985 and 1989

COMPANYLIMITED BY GUARANTEE (AND NOT HAVING A SHARE CAPITAL)

ARTICLES OF ASSOCIATION

OF

FINDHORN, NAIRN AND LOSSIE FISHERIES TRUST

INTERPRETATION

1. In these Articles and the Memorandum: -

"Act" means the Companies Act 1985 including any statutory

modification or re-enactment thereof for the time being in force.

"AGM" means an annual general meeting of the Company.

"Articles" mean these Articles of Association of the Company.

"Board" means the board of Directors of the Company, pursuant to the

provisions of Article 27.

"Chairman" means the individual elected pursuant to Article 27 to be chairman

of the Board.

"Office of Scottish Charity Regulator" means the regulator for Charities in

Scotland.

"Company" means the above-named company.

"Clear days" mean, in relation to the period of notice, the period excluding the

day when the notice is given, and the day for which it is given or on

which it is to take effect.

"EGM" means an extraordinary general meeting of the Company.

"General Meeting" means an AGM or an EGM.

"Ordinary Members" means all the individuals admitted to membership of the Company and who are entitled to vote at General Meetings.

"Associate Members" mean individuals or organisations who support the objects of the Company.

"Member" means both the ordinary and the associate members.

"Nominating Body" mean the organisation referred to in Article 27(7)

"Memorandum" means the Memorandum of Association of the Company.

"Seal" means the common seal of the Company if it has one.

"Secretary" means the company secretary of the Company or any such other person appointed to perform the duties of the company secretary of the Company.

"Director" means a director of the Company for the purposes of the Act or member of the Board.

"United Kingdom" means Great Britain and Northern Ireland.

Words importing the singular number only shall include the plural number and vice versa. Words importing the one gender shall include all genders and words importing persons shall include corporations.

Subject to the preceding provisions of this Article and unless the context requires otherwise, words or expressions defined in the Act (but excluding any statutory modification thereof not in force on the date on which these Articles become binding on the Company) shall bear the same meaning in the Articles.

MEMBERSHIP OF THE COMPANY

- 2. The maximum number of Ordinary Members with which the Company proposes to be registered is twenty.
- 3. (1) The subscribers to the Memorandum and such other persons and organisations as are admitted to membership in accordance herewith shall be members of the Company.
 - (2) Every person who wishes to be admitted as a member shall deliver to the Company a signed application in such form as the Directors require.
- 4. Associate membership shall be open to any individual or organisation who supports the objects of the Company. Associate members will be entitled to attend all general meetings, but shall not be entitled to vote.
- 5. The Board may at its discretion levy subscriptions on all or any categories of membership at such rates as it shall determine and may levy subscriptions at different rates for different members of the category.

- 6. Membership of a Member shall not be transferable and a Member shall cease to be a Member if he:
 - (1) Dies.
 - (2) If by notice in writing to the Secretary the Member resigns.
 - (3) If the Member concerned is removed from membership by a resolution of the Board on the grounds that, in their opinion, the Member's continued membership is harmful to the Company. A resolution to remove a Member from membership may only be passed if: -
 - (a) The Member has been given at least 21 days' notice in writing of the meeting of Directors at which the resolution will be proposed and the reasons why it is to be proposed; and
 - (b) The matter is considered in the light of any written representations that the Member submits within 14 clear days after receiving notice.

PATRON

- 7. The Board may at its discretion appoint any person to be a Patron of the Company (and remove any Patron) on such terms as they shall think fit.
- 8. A Patron shall have the right to attend and speak (but not vote) at any General Meeting of the Company and to be given notice of General Meetings as if a Member and shall also have the right to receive accounts of the Company when available to Ordinary Members.

GENERAL MEETINGS

- 9. The first AGM of the Company shall be held at such time not being more than 18 months after the incorporation of the Company and at such place as the Board shall determine.
- 10. Subject to Article 9, the Company shall in each year hold an AGM in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than 15 months shall elapse between the date of one AGM of the Company and that of the next. AGM's shall be held at such times and places as the Board shall determine.
- 11. All General Meetings other than AGM's shall be called EGM's. The Board or one third of the Directors may call General Meetings.

NOTICE OF GENERAL MEETINGS

12. An AGM or an EGM called for the passing of a special or elective resolution shall be called by giving not less than 21 clear days' notice. All other EGMs shall be

called by giving not less than 14 clear days' notice. A General Meeting may be called by shorter notice if it is so agreed: -

- (1) In the case of an AGM by all the Members entitled to attend and all Ordinary Members entitled to vote at the meeting; and
- (2) In the case of an EGM by a majority of the Members entitled to attend and Ordinary Members entitled to vote holding not less than 95 per cent of the total voting rights of all the Ordinary Members.
- 13. The notice shall specify the time and place of the meeting and the general nature of the business to be transacted and, in the case of an AGM, shall specify the meeting as such. The notice shall be given to all Members, Directors, nominating bodies, any Patron and the Auditors.

PROCEEDINGS AT GENERAL MEETINGS

- 14. No business shall be transacted at any General Meeting unless a quorum is present. Three persons entitled to vote upon the business to be transacted shall constitute a quorum.
- 15. If a quorum is not present within half an hour from the time appointed for the meeting, or if during a meeting a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such time and place as the Board shall determine.
- 16. The Chairman or in his absence some other Director nominated by the Board shall preside as Chairman of the meeting, but if neither the Chairman nor such Director be present within 15 minutes after the time appointed for holding the meeting and willing to act, the Directors present shall elect one of their number to be chairman.
- 17. The Chairman may, with the consent of the meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 14 days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.
- 18. A resolution put to the vote of a meeting shall be decided by a show of hands unless, before or on the declaration of the result of the show of hands, a poll is duly demanded. Subject to the provisions of the Act, a poll may be demanded by:
 - (1) The Chairman.
 - (2) At least two members having the right to vote at the meeting.

- 19. Unless a poll is duly demanded a declaration by the Chairman (or by the chairman of the meeting if the Chairman is not present) that a resolution has been carried or carried unanimously, or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minutes of the meeting, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
- 20. The demand for a poll may be withdrawn before a poll is taken, but only with the consent of the Chairman (or the chairman of the meeting if the Chairman is not present). The withdrawal of a demand for a poll shall not invalidate the result of a show of hands declared before the demand was made.
- 21. A poll shall be taken as the Chairman (or the chairman of the meeting if the Chairman is not present) directs and he may appoint scrutineers (who need not be Ordinary Members) and fix a time and place for declaring the results of the poll. The results of the poll shall be deemed to be the resolution of the meeting at which the poll is demanded.
- 22. A poll demanded on the election of a chairman or on a question of adjournment shall be taken immediately. A poll demanded on any other question shall be taken either immediately or at such time and place as the Chairman directs (or the chairman of the meeting if the Chairman is not present). The demand for a poll shall not prevent continuance of the meeting for the transaction of any business other than the question on which the poll is demanded. If a poll is demanded before the declaration of the results of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.
- 23. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman shall be entitled to a casting vote in addition to any other vote he may have.
- 24. Subject to the provisions of the Act, a resolution signed by all the Ordinary Members for the time being entitled to receive notice of and to attend and vote at any General Meetings shall be as valid and effective as if the same had been passed at a meeting of the Company convened and held.

VOTES OF MEMBERS AT GENERAL MEETINGS

- 25. Subject to Article 23, every Ordinary Member shall have one vote. Votes shall only be cast personally. Proxy voting shall not be permitted.
- 26. No Ordinary Member may vote on any matter at a General Meeting in which he is personally interested. Any Ordinary Member who has a personal interest shall: -
 - (1) Declare it as soon as practicable.
 - (2) Withdraw from the meeting for the duration of the matter in which he has the personal interest unless invited to stay to provide information.
 - (3) Not be counted in the quorum for that part of the meeting.

THE BOARD

- 27. (1) The Directors for the time being shall constitute the Board.
 - (2) The first Directors shall be those persons notified to Companies House as the first Directors of the Company.
 - (3) The Board when complete shall consist of not less than seven and not more than thirteen Directors.
 - (4) The Board shall elect one of the Directors to be the Chairman.
 - (5) A Director shall not be permitted to appoint an alternate Director or anyone to act on his own behalf at meetings of the Board.
 - (6) The Board shall be able to co-opt up to 3 individuals as Directors.
 - (7) The Findhorn Fisheries Board is entitled to nominate 2 Directors to the Board. The Nairn and Lossie Fisheries Boards, the Forres Angling Association, the Nairn Angling Association and the Elgin and District Angling Association are each entitled to nominate 1 director to the Board. The membership is entitled to nominate six directors to the Board.

POWERS OF THE BOARD

- Subject to the provisions of the Act, the Memorandum and the Articles and to any directions given by any Special Resolution, the business of the Company shall be managed by the Board who may exercise all the powers of the Company and do on behalf of the Company all such acts as may be exercised and done by the Company and are not by statute or by these presents required to be exercised by the Company in General Meeting. No alteration to the Memorandum or the Articles and no such direction shall invalidate any prior act of the Board that would have been valid if that alteration had not been made or that direction had not been given. The powers given by this Article shall not be limited by any special power given to the Board by the Articles and a meeting of the Board at which a quorum is present may exercise all the powers exercisable by the Board.
- 29. The Board may, by power of attorney or otherwise, appoint any person to be the agent of the Company for such purposes and on such conditions as they may determine.
- 30. The Board shall have the power from time to time to make such regulations as it may deem necessary or expedient or convenient for the proper conduct and management of the Company and the affairs thereof and as to any of the matters or things within the power or under the control of the Board provided that the same shall not be inconsistent with the Articles.

31. The Board and the Company in General Meeting shall have the power to repeal or alter or add to any regulations.

APPOINTMENT AND RETIREMENT OF DIRECTORS

- 32. At the first AGM all the Directors must retire from office. At each subsequent AGM one-third or, if their number is not a multiple of three then the nearest to one-third, must retire by rotation.
- 33. The Directors to retire by rotation shall be those who have been longest in office since their last appointment. As between those Directors who became or were appointed on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot. Directors shall hold office for a maximum of two terms of three years.
- 34. No person shall be appointed or re-appointed a Director: -
 - (1) Unless he has attained the age of 18 years.
 - (2) In circumstances such that, had he already been a Director, he would have been disqualified from acting under the provisions of Article 39.
 - (3) Unless either:-
 - (a) He is recommended by the Board; or
 - (b) Not less than 14 or not more than 35 clear days before the date appointed for the meeting, a notice signed by an Ordinary Member has been given to the Company of the intention to propose that person for appointment or re-appointment stating the particulars which would, if he were so appointed, be required to be filed at Companies House by the Company, together with a notice signed by that person of his willingness to be appointed or re-appointed.
- 35. All Members who are entitled to receive notice of a General Meeting must be given not less than seven (7) or more than 28 clear days' notice of any resolution to be put to the meeting to appoint or re-appoint any person as a Director other than a Director who is to retire by rotation.
- 36. Subject as aforesaid, the Company may from time to time in General Meeting increase or decrease the number of Directors and determine in what rotation such increased or reduced number shall go out of office and may make the appointments necessary for effecting any such increase.
- 37. The Board may appoint a person who is willing to act to be a Director either to fill a vacancy or as an additional Director provided that the appointment does not cause the number of Directors to exceed any number fixed by or in accordance with the Articles as the maximum number of Directors. A Director so appointed shall hold

- office only until the next following AGM and shall not be taken into account in determining the Directors who are to retire by rotation at the meeting.
- 38. A Director who retires at an AGM is eligible for re-appointment and, if willing to act, may be re-appointed. A Director who retires and is not re-appointed at such AGM shall vacate office at the conclusion of that meeting.

DISQUALIFICATION AND REMOVAL OF DIRECTORS

- 39. A Director shall cease to hold office if he: -
 - (1) Ceases to be a Director in the Act, or is disqualified from acting as a Director by virtue of the Charities Act (or any statutory re-enactment or modification of that provision) or is otherwise prohibited by law from being a Director.
 - (2) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his own affairs.
 - (3) Resigns his office by notice to the Company (but only if at least three Directors will remain in office when the notice is to take effect).
 - (4) Ceases to be an Ordinary Member.
 - (5) Is absent without permission of the Board from the majority of their meetings held within a period of one year and the Board resolves that his office be vacated.
 - (6) By their actions brings the Board into disrepute.

PROCEEDINGS OF THE BOARD

- 40. Subject to the provisions of the Articles, the Board may meet together for the dispatch of business, adjourn and otherwise regulate their proceedings as they think fit. Any Director may and the Secretary at the request of any Director shall call a meeting of the Board. It shall not be necessary to give notice of a meeting to a Director who is absent from the United Kingdom. Questions arising at a meeting shall be decided by a majority of votes. In the case of equality, the Chairman shall have a second or casting vote.
- 41. The quorum for transacting the business of the Board may be fixed by the Board but shall not be less than one third of the board at the time the decision is made. A Director shall not be counted in the quorum present in relation to a resolution on which he is not entitled to vote.
- 42. The Board may act notwithstanding any vacancies but, if the number of Directors is less than the number fixed as the quorum, the continuing Director(s) may act only for the purpose of filling vacancies or of calling a General Meeting.

- 43. The Chairman shall act as the chairman of the meeting of the Board. Unless he is unwilling to do so, the Chairman shall preside at every meeting of the Board at which he is present. If the Chairman is unwilling to preside or is not present within thirty minutes after the time appointed for the meeting, the Directors present shall appoint one of their number to be chairman of the meeting. Where the Chairman is ineligible to vote on any matter, the Directors shall appoint on of their number who is eligible to vote thereon to be the chairman for such matter.
- 44. The Board may delegate any of its powers or the implementation of any of its resolutions to any committee provided that: -
 - (1) The resolution making that delegation shall specify those who shall serve or be asked to serve on such committee (although the resolution may allow the committee to make co-options up to a specified number).
 - (2) The composition of any such committee shall be entirely at the discretion of the Board and may comprise such of their number (if any) as the resolution may specify.
 - (3) The deliberations of any such committee shall be reported regularly to the Board and any resolution passed or decision taken by any such committee shall be reported forthwith to the Board and for that purpose every committee shall appoint a secretary.
 - (4) All delegations under this Article shall be revocable at any time.
 - (5) The Board may make such regulations and impose such terms and conditions and give such mandates to any such committee as it may from time to time think fit.
 - (6) For the avoidance of doubt, the Board may delegate all financial matters to any committee and shall be empowered to resolve upon the operation of any bank account according to such mandate as it shall think fit from time to time.
 - (7) The provisions of the Act as to disclosure of interests of Directors shall apply to any person serving on any committee of the Directors in the same way as they apply to a Director.
- 45. All acts done by a meeting of the Board, or a committee shall, notwithstanding that it be afterwards discovered that there was defect in the appointment of any Director or member of the committee or that any of them were disqualified from holding office, or had vacated office, or were not entitled to vote, be as valid as if every person had been duly appointed and was qualified and had continued to be a Director or a member of the committee (as the case may be) and had been entitled to vote.
- A resolution in writing, signed by all the Directors for the time being or any committee shall be as valid and effective as if it had been passed at a meeting of the Board or (as the case may be) such committee duly convened and held.

- 47. Directors and members of committees may participate in or hold a meeting of the Board or any committee (as the case may be) by means of conference telephone or similar communications equipment so that all persons participating in the meeting can hear each other. Participation by such means shall be deemed to constitute presence in person and business so transacted shall be effective for all purposes as that of a meeting of the Board or committee (as the case may be) duly convened and held with such persons physically present.
- 48. Save as otherwise provided by the Articles, a Director shall: -
 - (1) When requested by the remaining Directors present immediately withdraw from any discussion concerning a matter in which he has, directly or indirectly, an interest or duty which conflicts or may conflict with the interests of the Company.
 - (2) Not vote at a meeting of Directors or a committee of Directors on any resolution concerning a matter in which he has, directly or indirectly, an interest or duty which conflicts or may conflict with the interests of the Company, unless (not having been requested to withdraw from the meeting) his interest or duty arises only because: -
 - (a) The resolution relates to the giving to him of a guarantee, security, or indemnity in respect of money lent to, or an obligation incurred by him for the benefit of, the Company or (if any) its subsidiaries.
 - (b) The resolution relates to the giving to a third party of a guarantee, security, or indemnity in respect of an obligation by the Company or (if any) its subsidiaries for which the Director has assumed responsibility in whole or in part and whether alone or jointly with others under a guarantee or indemnity or by the giving of security.
 - (c) His interest arises by virtue of being a Director (or, in the case of a company limited by guarantee, a director) of another organisation having charitable objects.

DIRECTORS' INTERESTS

- 49. A Director who is in any way, whether directly or indirectly, interested in a transaction or arrangement with the Company shall, at a meeting of Directors (or of a committee of Directors), declare in accordance with the Act the nature and extent of his interest. For the purposes hereof: -
 - (1) A general notice given to the Company that the Director is to be regarded as having an interest of the nature and extent specified in the notice in any transaction or arrangement in which a specified person or class of persons is interested shall be deemed to be a disclosure that the Director has an interest in any such transaction of the nature and extent so specified.

- (2) An interest of which a Director has no knowledge and of which it is unreasonable to expect him to have knowledge shall not be treated as an interest of his.
- (3) An interest of a person who is connected with a Director shall be treated as an interest of the Director.
- (4) Disclosure to those Directors who participate in the decision on the transaction or arrangement shall, provided it is duly recorded in the minutes recording the transaction or arrangement, be deemed a disclosure to all Directors.
- 50. Subject to the provisions of the Act and provided he has disclosed to the Directors the nature and extent of any interest of his in (and the Director is not precluded by Clause 5 of the Memorandum from benefiting from) the transaction or arrangement a Director notwithstanding his office: -
 - (1) May be a party to, or otherwise interested in, any transaction or arrangement with the Company or in which the Company is otherwise interested.
 - (2) May act by himself or as a partner in a professional capacity for the Company (otherwise than as auditor) and he and/or his partner shall be entitled to remuneration for professional service as if he were not a Director PROVIDED that at no time shall a majority of the Directors benefit under this Article and that a Director shall withdraw from any meeting at which his appointment or remuneration is under discussion.
 - (3) Shall not by reason of his office, be accountable to the Company for any benefit which he derives from any such transaction or arrangement or services and no such transaction or arrangement shall be liable to be avoided on the grounds of any such interest or benefit.

Except to the extent permitted by clause 5 of the Memorandum, no Director shall take or hold any interest in property belonging to the Company or receive remuneration or be interested otherwise than as a Director in any contract to which the Company is a party.

ADVISORY COUNCIL

51. The Board may establish an Advisory Council and shall determine, by resolution or resolutions made from time to time, the composition and terms of reference of and the procedures applicable to the conduct of business by the Advisory Council.

OFFICERS

- 52. Subject to the provisions of the Act and to clause 5 of the Memorandum, the Board: -
 - (1) Shall appoint or engage the Secretary and may appoint an assistant or deputy Secretary.
 - (2) May appoint or engage a Chief Executive Officer (whether known by that name or as Director or a like title), a Treasurer and such other officers or servants as they shall see fit.
 - (3) May appoint one or more of the Directors to any unremunerated executive office under the Company and any such appointment or engagement may be made for the purpose of discharging such duties and upon such terms as the Board determines and the Board may dismiss any officer so appointed.

MINUTES

- 53. The Board shall keep minutes in books kept for the purpose: -
 - (1) Of all appointments of officers made by the Board.
 - (2) Of all proceedings at meetings of the Company and of the Board and of committees and sub-committees of the Board including the names of those present at each such meeting.

THE SEAL

54. The seal shall only be used by the authority of the Board or of a committee of the Board authorised by the Board. The Directors may determine who shall sign any instrument to which the seal is affixed and unless otherwise so determined it shall be signed by any two Directors or a Director and the Secretary.

BANK ACCOUNTS

55. Any bank account in which any part of the assets of the Company is deposited shall indicate the name of the Company.

ACCOUNTS

- 56. The company shall cause accounting records to be kept in accordance with (a) normal accounting practice, (b) the statutory requirements from time to time applying and (c) shall ensure that funds raised for a certain geographical area shall only be used for that area.
- 57. The accounting records shall be kept at the Registered Office or, subject to the Act, at such other place or places as the Directors shall think fit, and shall always be open to the inspection of the Directors.

- 58. The Directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the company or any of them shall be open to the inspection of members or any class of members and no member has any right to inspect any account or book or document of the company except as conferred by statute or authorised by the Directors or by the Company in general meeting.
- 59. The Directors shall from time to time in accordance with the requirements of the Act cause to be prepared and to be laid before the Company in general meeting such profit and loss accounts, balance sheets, and other accounts (if any) and reports as are required by the Act.
- 60. A summary of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Company in general meeting together with a copy of any report thereon by any auditor or other suitably qualified person in terms of the Act is such form as the Directors may determine shall not less than twenty-one days before the date of the meeting be sent to every member of the Company. Provided that this article shall not require a copy of those documents to be sent to any person of whose address the company are not aware. In addition there shall be deposited at the Registered Office of the Company not less than 21 days before the general meeting before which it is to be laid, an unabbreviated version of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Company in general meeting together with a copy of any report thereon by any auditor or other suitably qualified person in terms of the Act and a copy of such unabbreviated version shall be provided to any member upon request.
- 61. Once at least in every year the accounts of the company shall be prepared by a suitably qualified person who shall act in accordance with the requirements of the Act.

ANNUAL REPORT AND ANNUAL RETURN

62. The Board shall comply with their obligations under the Charities and Trustee Investment (Scotland) Act 2005 (or any statutory re-enactment or modification thereof) with regard to the preparation of an annual report and an annual return and their transmission to the Office of Scottish Charity Regulator.

NOTICES

- 63. Any notice to be given to or by any person pursuant to the Articles shall be in writing except that a notice calling a meeting of the Board need not be in writing.
- 64. The Company may be give a notice to a Member either personally or by (i) sending it by post in a prepaid envelope addressed to the member at his/her registered address or by leaving it at that address or (ii) by e-mail or other electronic means to any address provided by a Member for that purpose.

- 65. A Member present in person at any meeting of the Company shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
- 66. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. A notice shall be deemed as given 48 hours after the envelope containing it was posted.
- 67. The accidental omission to give notice of a meeting to or the non-receipt of a notice of a meeting by a person entitled to receive notice shall not invalidate the proceedings of that meeting.

INDEMNITY

- 68. Subject to the provisions of the Act, but without prejudice to any indemnity to which a Director may otherwise be entitled, every Director or other officer or auditor of the Company shall be indemnified out of the assets of the Company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court for negligence, default, breach of duty or breach of trust in relation to the affairs of the Company, and against all costs, charges, losses, expenses or liabilities incurred by him in the execution and discharge of his duties or in relation thereto.
- 69. The Board shall have the power to resolve pursuant to clause 4 (P) of the Memorandum to effect indemnity insurance notwithstanding their interest in such policy.

WINDING-UP

70. The provisions of clauses 7 and 8 of the Memorandum relating to the winding-up or dissolution of the Company shall have effect and be observed as if the same were repeated in these Articles.

Full Name	<u>Address</u>	Signature
PRILIP AUSTINGEORGE MACKEWEIE	GLENETLLACHT TOTATIN INVERWESS INTO TYA	Pala.
SAND NORMAN BROADLOOT	HONE, EY ELEN	Sanow. Grand for
GRAHAM BELL	28 COURTHORS WALK FERRES, MORAY 1036 IHA	gall .
ROSALIND ROSE	GARDENERS COTTAGE, NARNOIDE INVERNESS IN2 5BT	Resolud Rose.
MICHAEL WILLIAM HENDRY	24 JOLN ST CURENS DARK NAIRN	m Hardy
IANI MARKAY	W BRUCELANDS ELCIN IV30 ITS	de maile
DAVID DYSOU SMILLIE	18 PATRIECRES. ELVIU MORNYSHIRK	DS.Q
Samon HERTA RUSIERE HARK MONRO	KINKTON DALLAS MORAY IV362RZ	frent_0

Dated: 24 + 30 AVGVST, and 2 + 3 SEPTEMBER 2008 -

Witness to the signatures of the subscribers above:

Name:

MAJOR CONTRAR SEYMOUR MONRO CSE

Address: KIRUFON DAZLAS

MORAY 1V36 2RZ

Occupation:

FARUER

JAMET ALEXANDER CAMERON WHITTLE.

2 ARBROSS STREET, INVERNESS - LAWYER.