

Companies House
74-76 Campbell St
Sydney NSW 2010

www.incorporations.com.au

Corporate
Network
Ltd

abn : 79 079196768
Ph : 1800 25 7123
Fax : 1800 25 2905

cnl@incorporations.com.au

Notes re our Sample set of Company Registers :

(1) Document sets differ according to the formation method used when registering the company. This sample set is based on **A Proprietary Company** formed by the **Founder Formation** method.

- In "Founder Formation" the initial directors and shareholders are those nominated by our client - the "founder" may be a partner in the instructing firm or may be one or more of the instructing firms' clients. If the registration "founder" is a partner in our instructing client the default name for the initial share is a "Registration" share. If the "founder" is to be an ongoing director or shareholder in the company, the initial share is usually called a "Founder" share.
- In a "CNL Formation" the initial directors and shareholders are the nominees of CNL. In these instances the initial share is termed a "Registration" share.

The role of the registration "founder" is to facilitate the registration of the company without the instructing firm's clients having to be directly involved at that stage. Usually, after that role is completed, the registration "founder" retires from all roles in the company.

- (2) The attached sample Registers are based on a **Founder Formation** for a proprietary company.
- (3) The printed paper version of these documents is delivered in the usual manner, and the pdf version is also emailed to clients.
- (5) The purpose of the pdf format copy is :
- to assist clients to easily forward them on to their client; and
 - to provide clients with a convenient electronic record.

Yours faithfully,
Corporate Network Ltd

CNL

INCORPORATIONS

CNL

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COMPANIES • TRUSTS • SUPERANNUATION FUNDS

Client Firm
Level 10, Client Chambers, 100 Client Street,
Sydney NSW 2000

1-5-2006

Your ref: The PARTNER / The CONTACT

Company Incorporation details:

name : SAMPLE
CNL FOUNDER FORMATION
PTY LIMITED

date : registered by the ASIC on May 1st, 2006

acn : 123 456 789

COMPANY REGISTERS : Attached are pdf copies of the Registers to date.

Yours faithfully,
CORPORATE NETWORK LTD

SAMPLE

SHARE APPLICATION JOURNAL

TO	(COMPANY)	SAMPLE CNL FOUNDER FORMATION PTY LIMITED
FROM	(APPLICANT)	The PARTNER
	(JOINT HOLDER)	
ADDRESS	100 Partner's Home Street, Sydney, NSW, 2000.	
IN TRUST FOR	No Beneficiary Named	

I/We HEREBY APPLY for shares in the company as set out below and attach the share application moneys and/or assignments if being paid in kind. I/We request that the said shares be issued subject to the condition that the company registers me/us in the Register of Members as the holder of the said shares, upon which I/We agree to be bound by the terms of the Constitution of the company.

CLASS (FULL NAME)	NUMBER REQUIRED	RESERVE PRICE (\$ / SH)	CAPITAL RETURN ON WINDUP (\$ / SH)	ISSUE PRICE (\$ / SH)	AMOUNT PAID (\$ / SH)	AMOUNT DUE (\$ / SH)	PAID IN KIND (NUMBER)
REGISTRATION	1	1-00	1-00	1-00	1-00	0-00	0
TOTALS:	1	1-00	1-00	1-00	1-00	0-00	0

SPECIAL RIGHTS (OTHER THAN IN CONSTITUTION) ATTACHED ON ISSUE: None Specified

DESCRIPTION OF CONSIDERATION IF PAID IN KIND:	None : all consideration paid In Cash	\$	
		\$	

DATE: 1-5-2006

SIGNATURE: _____

SHARE APPLICATION JOURNAL

TO	(COMPANY)	SAMPLE CNL FOUNDER FORMATION PTY LIMITED
FROM	(APPLICANT)	Director ONE
	(JOINT HOLDER)	
ADDRESS	100 Home Street, Sydney, NSW, 2000.	
IN TRUST FOR	No Beneficiary Named	

I/We HEREBY APPLY for shares in the company as set out below and attach the share application moneys and/or assignments if being paid in kind. I/We request that the said shares be issued subject to the condition that the company registers me/us in the Register of Members as the holder of the said shares, upon which I/We agree to be bound by the terms of the Constitution of the company.

CLASS (FULL NAME)	NUMBER REQUIRED	RESERVE PRICE (\$ / SH)	CAPITAL RETURN ON WINDUP (\$ / SH)	ISSUE PRICE (\$ / SH)	AMOUNT PAID (\$ / SH)	AMOUNT DUE (\$ / SH)	PAID IN KIND (NUMBER)
ORDINARY	10	1-00	1-00	1-00	1-00	0-00	0
TOTALS:	10	10-00	10-00	10-00	10-00	0-00	0

SPECIAL RIGHTS (OTHER THAN IN CONSTITUTION) ATTACHED ON ISSUE: **None Specified**

DESCRIPTION OF CONSIDERATION IF PAID IN KIND:	None : all consideration paid In Cash	\$ _____	
		\$ _____	

DATE: 1-5-2006

SIGNATURE: _____

SHARE APPLICATION JOURNAL

TO	(COMPANY)	SAMPLE CNL FOUNDER FORMATION PTY LIMITED
FROM	(APPLICANT)	Appointor ONE
	(JOINT HOLDER)	
ADDRESS	200 Home Street, Sydney, NSW, 2000.	
IN TRUST FOR	No Beneficiary Named	

I/We HEREBY APPLY for shares in the company as set out below and attach the share application moneys and/or assignments if being paid in kind. I/We request that the said shares be issued subject to the condition that the company registers me/us in the Register of Members as the holder of the said shares, upon which I/We agree to be bound by the terms of the Constitution of the company.

CLASS (FULL NAME)	NUMBER REQUIRED	RESERVE PRICE (\$ / SH)	CAPITAL RETURN ON WINDUP (\$ / SH)	ISSUE PRICE (\$ / SH)	AMOUNT PAID (\$ / SH)	AMOUNT DUE (\$ / SH)	PAID IN KIND (NUMBER)
APPOINTOR-R	1	1-00	0-00	0-00	0-00	0-00	0
TOTALS:	1	1-00	1-00	0-00	0-00	0-00	0

SPECIAL RIGHTS (OTHER THAN IN CONSTITUTION) ATTACHED ON ISSUE: None Specified

DESCRIPTION OF CONSIDERATION IF PAID IN KIND:	None : all consideration paid In Cash	\$ _____
		\$ _____

DATE: 1-5-2006

SIGNATURE: _____

CANCELLED

REGISTER OF MEMBERS : INDIVIDUAL RECORD

COMPANY: SAMPLE CNL FOUNDER FORMATION PTY LIMITED		ACN: 123 456 789
MEMBER: The PARTNER		
ADDRESS: 100 Partner's Home Street, Sydney NSW 2000		
PHONE:	FAX:	
EMAIL:		
JOINT HOLDER: held as: <input type="checkbox"/> Joint Tenants <input type="checkbox"/> Tenants in Common		
IN TRUST FOR:		

Member No: 1	Page No: 1	Entry No: 1	Entry No: 2	Entry No:	Entry No:
ACQUISITION or DISPOSAL		ACQUIRE	DISPOSE		
SUB-TYPE (select from below)		new issue	redemption		
Acquisition: new issue purchase share split conversion buy-back transmission correction Disposal: redemption sale consolidation conversion cancellation transmission correction					
SHARES	OPENING BALANCE (total)	0	1		
	NUMBER (this entry) (+)	1	(-) 1		
	NEW BALANCE (total)	1	0		
NUMBERED FROM (this entry)		1	1		
NUMBERED TO (this entry)		1	1		
CLASS NAME (abbv)		REGR	REGR		
Minutes - Resolution (date)		1-5-2006	1-5-2006		
Entry in Register (date)		1-5-2006	1-5-2006		

ISSUE DETAILS:

Reserve Price (if any)		1-00	1-00		
Issue Price		1-00	1-00		
(-) Amount Paid		1-00	1-00		
(=) Amount Due		0-00	0-00		
Paid in Kind (number)		0	0		
Wind Up (Issue Price as Capital)		1-00	1-00		
Wind Up (Issue Price as Assets)		0-00	0-00		
TOTALS	number x Issue Price	1-00	1-00		
	number x Amount Paid	1-00	1-00		
	number x Amount Due	0-00	0-00		
	number x as Capital on Wind Up	1-00	1-00		
	number x as Assets on Wind Up	0-00	0-00		

OTHER DETAILS (on Sale/Purchase/Redemption)

Other Price		n/a	0-00		
Total number x Other Price		n/a	0-00		

REGISTER OF MEMBERS : INDIVIDUAL RECORD

COMPANY: SAMPLE CNL FOUNDER FORMATION PTY LIMITED	ACN: 123 456 789
MEMBER: Director ONE	
ADDRESS: 100 Home Street, Sydney NSW 2000	
PHONE:	FAX:
EMAIL:	
JOINT HOLDER: held as: <input type="checkbox"/> Joint Tenants <input type="checkbox"/> Tenants in Common	
IN TRUST FOR:	

Member No: 2	Page No: 1	Entry No: 1	Entry No:	Entry No:	Entry No:
ACQUISITION or DISPOSAL		ACQUIRE			
SUB-TYPE (select from below)		new issue			
Acquisition: new issue purchase share split conversion buy-back transmission correction Disposal: redemption sale consolidation conversion cancellation transmission correction					
SHARES	OPENING BALANCE (total)		0		
	NUMBER (this entry) (+)		10		
	NEW BALANCE (total)		10		
NUMBERED FROM (this entry)			1		
NUMBERED TO (this entry)			10		
CLASS NAME (abbv)			ORD		
Minutes - Resolution (date)			1-5-2006		
Entry in Register (date)			1-5-2006		

ISSUE DETAILS:

Reserve Price (if any)		1-00		
Issue Price		1-00		
(-) Amount Paid		1-00		
(=) Amount Due		0-00		
Paid in Kind (number)		0		
Wind Up (Issue Price as Capital)		1-00		
Wind Up (Issue Price as Assets)		0-00		
TOTALS	number x Issue Price	10-00		
	number x Amount Paid	10-00		
	number x Amount Due	0-00		
	number x as Capital on Wind Up	10-00		
	number x as Assets on Wind Up	0-00		

OTHER DETAILS (on Sale/Purchase/Redemption)

Other Price	n/a		
Total number x Other Price	n/a		

REGISTER OF MEMBERS : INDIVIDUAL RECORD

COMPANY: SAMPLE CNL FOUNDER FORMATION PTY LIMITED	ACN: 123 456 789
MEMBER: Appointor ONE	
ADDRESS: 200 Home Street, Sydney NSW 2000	
PHONE:	FAX:
EMAIL:	
JOINT HOLDER: held as: <input type="checkbox"/> Joint Tenants <input type="checkbox"/> Tenants in Common	
IN TRUST FOR:	

Member No: 3	Page No: 1	Entry No: 1	Entry No:	Entry No:	Entry No:
ACQUISITION or DISPOSAL		ACQUIRE			
SUB-TYPE (select from below)		new issue			
Acquisition: new issue purchase share split conversion buy-back transmission correction Disposal: redemption sale consolidation conversion cancellation transmission correction					
SHARES	OPENING BALANCE (total)	0			
	NUMBER (this entry) (+)	1			
	NEW BALANCE (total)	1			
NUMBERED FROM (this entry)		1			
NUMBERED TO (this entry)		1			
CLASS NAME (abbv)		APTR			
Minutes - Resolution (date)		1-5-2006			
Entry in Register (date)		1-5-2006			

ISSUE DETAILS:

Reserve Price (if any)		1-00			
Issue Price		0-00			
(-) Amount Paid		0-00			
(=) Amount Due		0-00			
Paid in Kind (number)		0			
Wind Up (Issue Price as Capital)		0-00			
Wind Up (Issue Price as Assets)		0-00			
TOTALS	number x Issue Price	0-00			
	number x Amount Paid	0-00			
	number x Amount Due	0-00			
	number x as Capital on Wind Up	0-00			
	number x as Assets on Wind Up	0-00			

OTHER DETAILS (on Sale/Purchase/Redemption)

Other Price	n/a			
Total number x Other Price	n/a			

SHARE CERTIFICATE

CERTIFICATE NUMBER:

1

DATE OF ISSUE:

May 1st, 2006

GIVEN BY (COMPANY NAME & ACN):

SAMPLE
CNL FOUNDER FORMATION PTY LIMITED
ACN : 123 456 789

REGISTERED OFFICE:

Level 10, Client Chambers,
100 Client Street,
Sydney, NSW, 2000.

It is Hereby Certified that

**Director
ONE**

is entered in the Register of Members of the Company as the holder of the shares set out hereunder; and that the abovenamed member has declared that the said shares are being HELD IN TRUST for:

(No Beneficiary Named)

The SHARES CERTIFIED AS REGISTERED to the abovenamed are:

CLASS (ABV)	NUMBERED FROM	NUMBER ISSUED	ISSUE PRICE (\$ / SH)	RESERVE PRICE (\$ / SH)	CAPITAL RETURN ON WINDUP (\$ / SH)
ORD	1	10	1-00	1-00	1-00
TOTALS:		10	10-00	10-00	10-00

Special/Additional Rights and/or Conditions Attached on Issue of above Share(s)
(Other than as provided for the above share class(s) in the Constitution):

YES (see attached Annexure for details)

NO

GIVEN by authority of the Director(s) AND signed according to the Constitution:

SHARE CERTIFICATE

CERTIFICATE NUMBER:

2

DATE OF ISSUE:

May 1st, 2006

GIVEN BY (COMPANY NAME & ACN):

SAMPLE
CNL FOUNDER FORMATION PTY LIMITED
ACN : 123 456 789

REGISTERED OFFICE:

Level 10, Client Chambers,
100 Client Street,
Sydney, NSW, 2000.

It is Hereby Certified that

**Appointor
ONE**

is entered in the Register of Members of the Company as the holder of the shares set out hereunder; and that the abovenamed member has declared that the said shares are being HELD IN TRUST for:

(No Beneficiary Named)

The SHARES CERTIFIED AS REGISTERED to the abovenamed are:

CLASS (ABV)	NUMBERED FROM	NUMBER ISSUED	ISSUE PRICE (\$ / SH)	RESERVE PRICE (\$ / SH)	CAPITAL RETURN ON WINDUP (\$ / SH)
APTR	1	1	0-00	1-00	0-00
TOTALS:		1	0-00	1-00	0-00

Special/Additional Rights and/or Conditions Attached on Issue of above Share(s)
(Other than as provided for the above share class(s) in the Constitution):

YES (see attached Annexure for details)

NO

GIVEN by authority of the Director(s) AND signed according to the Constitution:

CONSENT RE OFFICE IN COMPANY

TO: COMPANY: SAMPLE
CNL FOUNDER FORMATION PTY LIMITED

FROM: GIVEN NAMES: The
SURNAME: PARTNER
FORMER NAME(S): _____
OCCUPATION: _____
UNIT/SUITE/FL _____ BUILDING: _____
STREET NO. & NAME 100 Partner's Home Street SUBURB/CITY: Sydney
STATE NSW POSTCODE: 2000 COUNTRY: _____
DATE/PLACE OF BIRTH: DATE: 9-9-1960 CITY: Sydney
STATE: NSW COUNTRY: _____
CONTACTS: PHONE: _____ FAX: _____
EMAIL: _____

CONSENT: I HEREBY confirm my written CONSENT to my appointment
to the OFFICE(S) of: DIRECTOR SECRETARY ALTERNATE
ALTERNATE FOR (NAME): _____

DATE: _____ SIGNATURE: _____

RESIGNATION

TO (COMPANY): SAMPLE
CNL FOUNDER FORMATION PTY LIMITED
I (NAME): The PARTNER
HEREBY RESIGN AS: Director
REASON: As required upon registration of the company
DATE: 1-5-2006 SIGNATURE: _____

COMPANY NOTES

DATE APPOINTMENTS MADE:	DIRECTOR: <u>1-5-2006</u>	RESIGNED: <u>1-5-2006</u>
	SECRETARY: _____	RESIGNED: _____
	ALTERNATE: _____	RESIGNED: _____
FILED BEHIND:	Earlier/Original written Consent	(dated) : _____
	Advice of Change of Particulars	(dated) : _____
	Contracts this director Interested in	(advice dated) : _____
	Other	(advice dated) : _____

CONSENT RE OFFICE IN COMPANY

TO: COMPANY: SAMPLE
CNL FOUNDER FORMATION PTY LIMITED

FROM: GIVEN NAMES: Director
SURNAME: ONE
FORMER NAME(S): _____
OCCUPATION: _____
UNIT/SUITE/FL _____ BUILDING: _____
STREET NO. & NAME 100 Home Street SUBURB/CITY: Sydney
STATE NSW POSTCODE: 2000 COUNTRY: _____
DATE/PLACE OF BIRTH: DATE: 10-10-1960 CITY: Sydney
STATE: NSW COUNTRY: _____
CONTACTS: PHONE: _____ FAX: _____
EMAIL: _____

CONSENT: I HEREBY confirm my written CONSENT to my appointment
to the OFFICE(S) of: DIRECTOR SECRETARY ALTERNATE
ALTERNATE FOR (NAME): _____

DATE: _____ SIGNATURE: _____

RESIGNATION

TO (COMPANY): _____
I (NAME): _____
HEREBY RESIGN AS: _____
REASON: _____
DATE: _____ SIGNATURE: _____

COMPANY NOTES

DATE APPOINTMENTS MADE:	DIRECTOR: <u>1-5-2006</u>	RESIGNED: _____
	SECRETARY: _____	RESIGNED: _____
	ALTERNATE: _____	RESIGNED: _____
FILED BEHIND:	Earlier/Original written Consent	(dated) : _____
	Advice of Change of Particulars	(dated) : _____
	Contracts this director Interested in	(advice dated) : _____
	Other	(advice dated) : _____

CONSENT RE OFFICE IN COMPANY

TO: COMPANY: SAMPLE
CNL FOUNDER FORMATION PTY LIMITED

FROM: GIVEN NAMES: Appointor
SURNAME: ONE
FORMER NAME(S): _____
OCCUPATION: _____
UNIT/SUITE/FL _____ BUILDING: _____
STREET NO. & NAME 200 Home Street SUBURB/CITY: Sydney
STATE NSW POSTCODE: 2000 COUNTRY: _____
DATE/PLACE OF BIRTH: DATE: 11-11-1960 CITY: Sydney
STATE: NSW COUNTRY: _____
CONTACTS: PHONE: _____ FAX: _____
EMAIL: _____

CONSENT: I HEREBY confirm my written CONSENT to my appointment
to the OFFICE(S) of: DIRECTOR SECRETARY ALTERNATE
ALTERNATE FOR (NAME): _____

DATE: _____ SIGNATURE: _____

RESIGNATION

TO (COMPANY): _____
I (NAME): _____
HEREBY RESIGN AS: _____
REASON: _____
DATE: _____ SIGNATURE: _____

COMPANY NOTES

DATE APPOINTMENTS MADE:	DIRECTOR: _____	RESIGNED: _____
	SECRETARY: <u>1-5-2006</u>	RESIGNED: _____
	ALTERNATE: _____	RESIGNED: _____
FILED BEHIND:	Earlier/Original written Consent	(dated) : _____
	Advice of Change of Particulars	(dated) : _____
	Contracts this director Interested in	(advice dated) : _____
	Other	(advice dated) : _____

REGISTER OF CHARGES

COMPANY: SAMPLE CNL FOUNDER FORMATION
PTY LIMITED

ACN: 123 456 789

DATE GIVEN	TYPE	
DATE REGISTERED	AMOUNT	INTEREST & TERM
DATE DISCHARGED	PROPERTY CHARGED	
DATE DISCHARGE FILED	HOLDER	

DATE GIVEN	TYPE	
DATE REGISTERED	AMOUNT	INTEREST & TERM
DATE DISCHARGED	PROPERTY CHARGED	
DATE DISCHARGE FILED	HOLDER	

DATE GIVEN	TYPE	
DATE REGISTERED	AMOUNT	INTEREST & TERM
DATE DISCHARGED	PROPERTY CHARGED	
DATE DISCHARGE FILED	HOLDER	