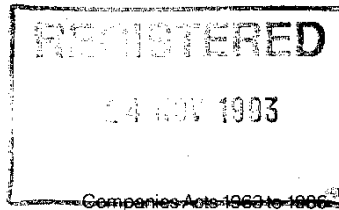


# Companies Registration Office



OS  
OL

**Statement of first secretary and directors and situation of registered office**  
Section 3 of Companies (Amendment) Act 1982

**Declaration of compliance**  
Section 5 of Companies (Amendment) Act 1983

**Companies capital duty statement**  
Section 69 of Finance Act 1973

Company number

209799

Registration fee stamp to be affixed above

**A1**



609219

Please complete using black block capitals or typewriting

Company name in full  
**THE RUHAMA WOMEN'S PROJECT**

Note one  
Maximum number of characters per line is thirty. Please leave one space between words

Address of registered office note one  
2 4 5 L O W E R K I L M A C U D R O A D  
G O A T S T O W N  
D U B L I N 1 4 216410

If the memorandum is delivered by an agent for the subscribers of the memorandum mark 'x' in this box  and insert the agent's name and address.

Agent's name **J. G. O'CONNOR & CO**  
Agent's address **9, CLARE STREET**  
**DUBLIN 2**

Number of continuation sheets attached 1

Note two  
Insert full name (initials will not suffice) and residential address. Where there are joint secretaries, details and signature of consent should be annexed hereto.

**Particulars of secretary**  
Names and particulars of the person/s who is/are to be secretary/~~of the company~~

Name note two  
**JENNIFER MCALEER**

Former name note three

Address note two  
**GOOD SHEPHERD SISTERS**  
**245 LOWER KILMACUD ROAD**  
**GOATSTOWN**

Note three  
Former names do not include the following

In the case of a person known by a title different from his/her surname, the name by which he was known prior to the adoption of the title;

A name that has been changed before the person attained the age of 18 years, or a name that has been changed or disused for 20 years or more;

The name of a married woman, prior to her marriage.

I hereby consent to act as secretary of the aforementioned company

Signature  
*Jennifer Mc Aleer*

Date  
13<sup>th</sup> SEPTEMBER 1993

Presenter's name  
**J. G. O'CONNOR & CO**  
Address  
**9, CLARE STREET**  
**DUBLIN 2**

Reference ROC/JCOC

118250

**Particulars of Directors**

Names and particulars of the persons who are to be the first directors of the company

Name note two: ANGELA FAHY Business occupation: SPINSTER  
 Former name/s note three: \_\_\_\_\_  
 Home address: SISTERS OF OUR LADY OF CHARITY / DATE OF BIRTH - 2/7/52  
 4 BEECHLAWN, HIGH PARK, GRACEPARK ROAD  
 DUBLIN 9 Nationality ~~Irish~~ IRISH  
 Particulars of other directorships note four: \_\_\_\_\_ Company number: \_\_\_\_\_

Note four  
Company number and name of other bodies corporate in the State of which the director of the company is also a director should be given, except for the following:

Bodies corporate of which the company is a wholly owned subsidiary:

Bodies corporate which are wholly owned subsidiaries of the company or of the company's parent company:

I hereby consent to act as director of the aforementioned company  
 Signature: Angela Fahy Date: 13<sup>th</sup> SEPTEMBER 1993

Name note two: EVELYN FERGUS Business occupation: SPINSTER  
 Former name/s note three: \_\_\_\_\_  
 Home address: GOOD SHEPHERD SISTERS / DATE OF BIRTH - 12/9/43  
 245 LOWER KILMACUD ROAD, GOATSTOWN  
 DUBLIN 14 Nationality ~~Irish~~ IRISH  
 Particulars of other directorships note four: \_\_\_\_\_ Company number: \_\_\_\_\_

I hereby consent to act as director of the aforementioned company  
 Signature: Evelyn Fergus Date: 13<sup>th</sup> SEPTEMBER 1993

Name note two: KATHLEEN GANTER Business occupation: DOCTOR  
 Former name/s note three: \_\_\_\_\_  
 Home address: 17 DARTRY PARK, DARTRY / DATE OF BIRTH - 8/9/48  
 DUBLIN 6 Nationality ~~Irish~~ IRISH  
 Particulars of other directorships note four: \_\_\_\_\_ Company number: \_\_\_\_\_

I hereby consent to act as director of the aforementioned company  
 Signature: Kathleen Ganter Date: 13<sup>th</sup> SEPTEMBER 1993

Name note two: JENNIFER MCALEER Business occupation: SPINSTER  
 Former name/s note three: \_\_\_\_\_  
 Home address: GOOD SHEPHERD SISTERS / DATE OF BIRTH - 12/1/55  
 245 LOWER KILMACUD ROAD, GOATSTOWN  
 DUBLIN 14 Nationality ~~Irish~~ IRISH  
 Particulars of other directorships note four: \_\_\_\_\_ Company number: \_\_\_\_\_

I hereby consent to act as director of the aforementioned company  
 Signature: Jennifer Mc Aleer Date: 13<sup>th</sup> Sept. SEPTEMBER 1993

118251  
368

118252  
368

383

118253

368

~~(Youth Horizons 1/2 Sunday, Bobstown, Dublin 24) NONE~~

NIL

NONE

NONE

395  
118254

Name note two: **CAROL MURPHY** Business occupation: **BARRISTER**  
 Former name/s note three: \_\_\_\_\_  
 Home address: **15, TEMPLE VILLAS, PALMERSTOWN ROAD**  
**DUBLIN 6** / DATE OF BIRTH - **3/10/47**  
 Nationality: ~~FOREIGN~~ **IRISH**  
 Particulars of other directorships note four: **N/A** Company number: \_\_\_\_\_  
 I hereby consent to act as director of the  
 aforementioned company  
 Signature: **Carol Murphy** Date: **13<sup>th</sup> SEPTEMBER 1993**

368  
118255

Name note two: **SHEILA MURPHY** Business occupation: **SPINSTER**  
 Former name/s note three: \_\_\_\_\_  
 Home address: **SISTERS OF OUR LADY OF CHARITY / DATE OF BIRTH - 15/4/51**  
**GRANGE CONVENT, 5 GRANGE CRESCENT, KILL O' THE GRANGE**  
**DUN LAOGHAIRE, CO DUBLIN** Nationality: ~~FOREIGN~~ **IRISH**  
 Particulars of other directorships note four: **N/A** Company number: \_\_\_\_\_  
 I hereby consent to act as director of the  
 aforementioned company  
 Signature: **Sheila Murphy** Date: **13<sup>th</sup> SEPTEMBER 1993**

383  
118256

Name note two: **ANNE O'CONNOR** Business occupation: **DOCTOR**  
 Former name/s note three: \_\_\_\_\_  
 Home address: **66 SWEETMAN'S AVENUE, BLACKROCK / DATE OF BIRTH - 16/7/40**  
**CO. DUBLIN** Nationality: ~~FOREIGN~~ **IRISH**  
 Particulars of other directorships note four: **NIL** Company number: \_\_\_\_\_  
 I hereby consent to act as director of the  
 aforementioned company  
 Signature: **Anne O'Connor** Date: **13<sup>th</sup> SEPTEMBER 1993**

Signed by or on behalf of the subscribers to the memorandum

- |           |                                 |   |      |                                  |
|-----------|---------------------------------|---|------|----------------------------------|
| Signature | <b>Angela Fahy</b>              | <input checked="" type="checkbox"/> Subscriber <input type="checkbox"/> Agent | Date | <b>13 Sept 93</b>                |
| Signature | <b>Enda Fynes</b>               | <input checked="" type="checkbox"/> Subscriber <input type="checkbox"/> Agent | Date | <b>13 Sept 93</b>                |
| Signature | <b>Kathleen Gault</b>           | <input checked="" type="checkbox"/> Subscriber <input type="checkbox"/> Agent | Date | <b>13 Sept 93</b>                |
| Signature | <b>Jennifer Mc Aleen</b>        | <input checked="" type="checkbox"/> Subscriber <input type="checkbox"/> Agent | Date | <b>13<sup>th</sup> Sept 93</b>   |
| Signature | <b>Carol Murphy</b>             | <input checked="" type="checkbox"/> Subscriber <input type="checkbox"/> Agent | Date | <b>13 Sept 93</b>                |
| Signature | <b>Sheila Murphy</b>            | <input checked="" type="checkbox"/> Subscriber <input type="checkbox"/> Agent | Date | <b>22 Sept 93</b>                |
| Signature | <b>Anne O'Connor</b>            | <input checked="" type="checkbox"/> Subscriber <input type="checkbox"/> Agent | Date | <b>13<sup>th</sup> Sept 1993</b> |
|           | <b>Noneen<sup>da</sup> Shea</b> | <input type="checkbox"/> Subscriber   | Date | <b>13<sup>th</sup> Sept 1993</b> |

**Declaration of compliance**

I name RUTH O'CONNOR of home address 99 WHITEOAK CLONSKEAGH DUBLIN 14

Note five  
A solicitor engaged in the formation of a person named as director/secretary

do solemnly and sincerely declare that I am (note five) A Solicitor engaged in the formation of of company The RUHAMA WOMEN'S PROJECT

and that all the requirements of the Companies Acts, 1963 to 1983 in respect of the registration of the said company, and of matters precedent 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 Statutory Declarations Act, 1938.

Declared before me by Ruth O'Connor who is personally known to me or who is identified to me by

Signature of Declarant Ruth O'Connor  
Commissioner for Oaths William N. Robinson

who is personally known to me at 94 Nassau Square Dublin 2

Commissioner for Oaths  
 Notary Public  Peace Commissioner

this 21<sup>st</sup> day of October 1993

**Companies capital duty statement**

Effective centre of management if outside the state N/A

Note six  
Specify ordinary or preference

Class note six	Nominal value of each share class	No of shares authorised	No of shares being allotted

Note seven  
When the consideration is other than cash, e.g. the acquisition of an existing business, full particulars must be given

Consideration for each share note seven	Total number

I the undersigned (name) \_\_\_\_\_  
furnish these particulars as (description) \_\_\_\_\_

Signed \_\_\_\_\_ Address \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Date \_\_\_\_\_

A 165

*Sehantubelo  
Organisation*

*Guaranteed  
Licence  
to*

THE COMPANIES ACT 1963 TO 1990

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

*9796*

209799



MEMORANDUM OF ASSOCIATION

OF

THE RUHAMA WOMEN'S PROJECT



1. The name of the Company (hereinafter called "Ruhama") is The Ruhama Women's Project.

2. The main objects for which Ruhama is established are to:-

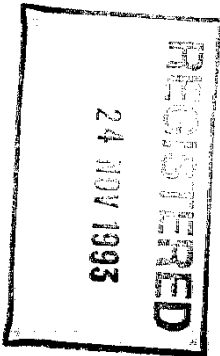
a) to promote, organise and co-ordinate a befriending service to women in prostitution aimed at:-

- (i) reaching out to help them discover their true identity,
- (ii) building trusting relationships
- (iii) supporting those who wish to follow an alternate lifestyle
- (iv) providing aid and education for them and

b) to ameliorate those attitudes, prejudices and structures in society which oppress them.

3. The secondary objects (which are ancillary to the primary objects) for which Ruhama is established are:

a) To promote the study of, and research in the area of, prostitution;



- b) To provide amenities to facilitate all aspects of work involved in befriending and assisting women in prostitution;
- c) To engage in individual, family, or group work with the women encouraging liaison and availing of all community services;
- d) To assist in the area of prevention of prostitution and in the area of rehabilitation either directly or in liaison with other agencies;
- e) To provide an organisation to act as a forum for the benefit and service of the main objects and to stimulate public debate and inform public opinion concerning prejudices, injustices and marginalisation of women in prostitution and to do all things necessary to reduce such discrimination;
- f) To apply for and collect contributions, subscriptions and funds for the services provided by Ruhama ;
- g) To receive and apply donations and subscriptions from persons or bodies corporate for the purpose of promoting the main objects of the Ruhama and to hold funds in trust for the same and to receive gifts or monies subject to annual or other payments and to disburse such funds on terms as shall be thought desirable for the purpose of achieving the main objects;
- h) To collaborate with similar bodies and person in Ireland and elsewhere for the purpose of furthering the main objectives of Ruhama ;

- i) To act as Trustee of any irrevocable Trust established under Section 439 (2) (a) (ii) of the Income Tax Act 1967 and the purpose of which serves to promote the main objects of Ruhama ;
- j) To establish and support or aid in the establishment and support of associations, institution, funds and trusts for the benefit of or ancillary to promoting the objectives of Ruhama;
- k) To make all practical arrangements for carrying on the work of Ruhama including but not limited to engaging and providing in whole or in part for the remuneration or maintenance of servants and employees or any other person or persons engaged in promoting the objects;
- l) To perform any lawful, duty, function or act whatsoever in compliance with and to carry into effect any lawful directions or instructions in relation to any trust property vested in Ruhama which may be given to Ruhama by any duly constituted body entitled to give such directions or instructions whether the same relates to the capital or to the income of such trust property;
- m) To administer, manage and conduct as trustee factor or agent in accordance with any trust expressed or implied affecting the same any trust property vested in Ruhama otherwise than as bare trustee, and to exercise any rights of ownership or any rights or powers, discretionary or otherwise relating to the administration, management and conduct of, or in any

manner, to any such property and to give bonds or guarantees on account of any covenant, title, trusts, or agencies which may be undertaken by Ruhama.

4. In furtherance of its main objects the Company shall be empowered:-

- a) to purchase, acquire, hold, manage, improve, sell, exchange, demise, let, mortgage or dispose of any lands, buildings, houses, goodwill, intellectual or other property of any nature for any estate or interest therein and either with or without buildings on such land as may be deemed expedient with a view to the promotion of the objectives of Ruhama.
- b) To erect, maintain, alter, repair or restore any assembly hall, study hall, office, room or other building or any part of the same held by Ruhama or assist any such object and to provide the same with all proper and necessary fixtures, furniture, fittings, apparatus, appliances, conveniences and accommodations.
- c) To borrow or raise money at interest, upon banking accounts or otherwise by the issue or upon bonds, debenture, bills of exchange, promissory notes, mortgages or other obligations or securities of Ruhama.
- d) To invest all or any part of the funds held by Ruhama temporarily or permanently, or any security (whether



authorise for investment by trustees or not) or to invest in the purchase of land or stocks, shares or debentures of any company or corporation or generally on such securities and upon such terms as may be directed or as Ruhama may think fit and to vary such investments.

- e) To conduct, defend, institute or compromise legal proceedings by and against Ruhama or its officers as such, and to do and authorise to be done all acts, deeds, or assurances which may be necessary to register Ruhama or any of its properties in any such local or foreign register as may be found necessary or desirable.
- f) To do all of the above things in any part of the world either as principal, agent, trustee or otherwise and either by or through agents, subcontractors, trustees or otherwise.
- g) To do all such other lawful things as are incidental to or may be found conducive to the promotion of the objectives of Ruhama or any one of them provided that:
  - 1) In case Ruhama shall take or hold any property which may be subject to any trust, Ruhama shall only deal with or invest same in such manner as allowed by law having regard to such trusts and
  - 2) Ruhama shall not support with its funds any object or endeavour to impose or procure to be

observed by its members or others any regulation, restriction or condition which if an object of Ruhama would make it a trade union.

5. The income and property of Ruhama whensoever derived shall be applied solely towards the promotion of the objectives of Ruhama as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the members of Ruhama PROVIDED ALWAYS THAT nothing herein shall prevent the payment in good faith, of reasonable and proper remuneration to any servant or employee of Ruhama or to any member of Ruhama in return for any services actually rendered to Ruhama nor prevent the payment of interest at a rate not exceeding 5% per annum on money lent or reasonable and proper rent for premises demised or let by any member to Ruhama; but so that no member of the Board or governing body for the time being of Ruhama shall be appointed to any salaried office of Ruhama or any office of Ruhama paid by fees and that no remuneration or other benefit in money or monies worth shall be given by Ruhama to any member of such Board or governing body except re-payment of out of pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for the premises demised or let to Ruhama PROVIDED ALWAYS that the provision last aforesaid shall not apply to any payment to any company of which a member of the Board or governing body may be a member and in which such

member shall not hold more than one percent of the capital and such member shall not be bound to account for any share of profits he may receive in respect of any such payment;

6. (a) No addition, alteration or amendment shall be made to any of the provisions of the Memorandum or Articles of Association for the time being in force unless the same shall have been previously submitted to and been approved by the Minister for Enterprise and Employment and by the Revenue Commissioners PROVIDED ALWAYS that in respect of Clauses 5 and 9 of the Memorandum of Association such approval shall be given only after consultation with the Minister for Finance.

(b) The fifth and sixth paragraphs of this Memorandum contain conditions to which a licence granted by the Minister for Enterprise and Employment to the Company in pursuance of S.24 of the Companies Act 1963 is subject.

7. The liability of the members is limited.

8. Every member of Ruhama undertakes to contribute to the assets of Ruhama in the event of the same being wound-up while she is a member or within one year after she ceases to be a member, for payment of the debts and liabilities of Ruhama contracted before she ceases to be a member and the costs, charges and expenses of winding-up and for the adjustment of the rights of the contributors amongst themselves, such amount as may be required not exceeding fl.

9. If upon the winding-up or dissolution of Ruhama there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of Ruhama but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of Ruhama, and which shall prohibit the distribution of its or their income and property among its or their members to any extent at least as great as is imposed on Ruhama under or by virtue of Clauses 5 and 9 hereof, such charitable institution or institutions to be determined by the members of Ruhama at or before the time of dissolution and in and insofar as effect cannot be given to such provision, then to some charitable object.

10. True accounts shall be kept of the sums of money received and expended by Ruhama and the matters in respect of which such receipts and expenditure take place, and of the property, the credits and the liabilities of Ruhama and subject to any reasonable restrictions that may be made in accordance with the Regulations of Ruhama for the time being in force such accounts shall be open for inspection of members. Once at least in every year the accounts of Ruhama shall be examined and the correctness of the balance sheets ascertained by one or more properly qualified auditors. The accounts and balance sheets of Ruhama shall be made available to the Revenue Commissioners on their request in writing so to do.

WE the several persons whose names, addresses and descriptions are subscribed wish to be formed into a Company in pursuance of this Memorandum of Association:-

NAMES	ADDRESS	DESCRIPTION
<i>Angela Fahy</i> ANGELA FAHY	Sisters of Our Lady of Charity 4 Beechlawn, High Park, Gracepark Road, Drumcondra, Dublin 9	Spinster
<i>Evelyn Fergus</i> EVELYN FERGUS	Good Shepherd Sisters 245 Lower Kilmacud Road Goatstown, Dublin 14	Spinster
<i>Kathleen Ganter</i> KATHLEEN GANTER	St John of Gods Child and Family Centre Old Blessington Road Tallaght Dublin 24	Doctor
<i>Jennifer McAleer</i> JENNIFER MCALEER	Good Shepherd Sisters 245 Lower Kilmacud Road Goatstown DUBLIN 14	Spinster

*Carol Murphy*

15 Temple Villas  
Palmerstown Road

CAROL MURPHY

Dublin 6

Barrister

Sisters of Our Lady of Charity

Grange Convent, 5 Grange Crescent

*Sheila Murphy*

Kill o' the Grange, Dun Laoghaire

SHEILA MURPHY

Co Dublin

Spinster

Eastern Health Board

St Brendan's Hospital

*Anne O'Connor*

Rathdown Road

ANNE O'CONNOR

Dublin 7

Doctor

Good Shepherd Sisters

*Noreen O'Shea*

Cork Road

NOREEN O'SHEA

Waterford.

Spinster

DATED THIS 10TH DAY OF SEPTEMBER 1993

WITNESS TO THE ABOVE SIGNATURES:-

*B. B. Church*  
*5 Vernon Gardens*  
*Clontarf*  
*Dublin 3*  
*ACCOUNTANT R.I.A.*

REGISTERED

24 NOV 1993

THE COMPANIES ACT 1963 - 1990

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL



ARTICLES OF ASSOCIATION

- of -

THE RUHAMA WOMEN'S PROJECT

Company Limited by Guarantee and not having a share capital, Articles of Association of the Institute of Ruhama, the regulations contained in Table "C" in the First Schedule to the Companies Act 1963 shall apply to the Company.

NAMES	ADDRESS	DESCRIPTION
-------	---------	-------------

<i>Angela Fahy</i> ANGELA FAHY	Sisters of Our Lady of Charity 4 Beechlawn, High Park, Gracepark Road, Drumcondra, Dublin 9	Spinster
-----------------------------------	--	----------

<i>Evelyn Ferguson</i> EVELYN FERGUS	Good Shepherd Sisters 245 Lower Kilmacud Road Goatstown, Dublin 14	Spinster
---	--	----------

<i>Kathleen Ganter</i> KATHLEEN GANTER	St John of Gods Child and Family Centre Old Blessington Road Tallaght Dublin 24	Doctor
---	--	--------

<i>Jennifer McAleer</i> JENNIFER MCALEER	Good Shepherd Sisters 245 Lower Kilmacud Road Goatstown DUBLIN 14	Spinster
---	--	----------

*Carol Murphy*

CAROL MURPHY

15 Temple Villas  
Palmerstown Road  
Dublin 6

Barrister

*Sheila Murphy*

SHEILA MURPHY

Sisters of Our Lady of Charity  
Grange Convent, 5 Grange Crescent  
Kill o' the Grange, Dun Laoghaire  
Co Dublin

Spinster

*Anne Connor*

ANNE O'CONNOR

Eastern Health Board  
St Brendan's Hospital  
Rathdown Road  
Dublin 7

Doctor

*Noreen O'Shea*

NOREEN O'SHEA

Good Shepherd Sisters  
Cork Road  
Waterford.

Spinster

THIS 10 DAY OF *September* 1993

WITNESS TO THE ABOVE SIGNATURES:-

*B. B. chook*  
*5 Verrill Gardens*  
*Clontarf*  
*Dublin 3.*  
*ACCOUNTANT R.I.A.*

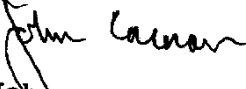


COMPANIES ACTS 1963 TO 1990

LICENCE OF THE MINISTER FOR ENTERPRISE AND EMPLOYMENT PURSUANT  
TO SECTION 24 OF THE COMPANIES ACT, 1963

The Minister for Enterprise and Employment in pursuance of the powers vested in him by Section 24 of the Companies Act, 1963, as amended by the Industry and Commerce (Alteration of Name of Department and Title of Minister) Order, 1993 (S.I. No. 19 of 1993), does by this licence direct that The Ruhama Women's Project, not being a public limited company, in consideration of the provisions and subject to the conditions set out in its Memorandum of Association, as subscribed by seven members thereof on 10 September, 1993 may be registered with limited liability without the addition of the word "limited" to its name.

Given under the Official Seal of the  
Minister for Enterprise and Employment  
this 14<sup>th</sup> day of September 1993

  
John Corcoran

A person authorised under Section 15(1)  
of the Ministers and Secretaries Act, 1924,  
to authenticate the seal of the said Minister.