

In the High Court of New Zealand
Auckland Registry

M. No. 474/85

IN THE MATTER of the Companies Act 1955, and IN THE MATTER of GULF SEA CRUISES LIMITED, a duly incorporated company having its registered office at 2 Upper Queen Street, Auckland, sea cruise company:

NOTICE is hereby given that a petition for the winding up of the above-named company by the High Court at Auckland was, on the day of April 1985, presented to the said Court by VAULT HOLDINGS LIMITED, a duly incorporated company carrying on business as shipowners; and that the said petition is directed to be heard before the Court sitting at Auckland on the 5th day of June 1985 at 10 o'clock in the forenoon; and any creditor or contributory of the said company desirous to support or oppose the making of an order on the said petition may appear at the time of hearing in person or by his counsel for that purpose; and a copy of the petition will be furnished by the undersigned to any creditor or contributory of the said company requiring a copy on payment of the regulated charge for the same.

J. P. JAMIESON, Solicitor for the Petitioner,

The address for service of the petitioner is at the offices of J. P. Jamieson, Second Floor, AA Mutual Building, corner of O'Connell Street and Chancery Lane, Auckland.

NOTE—Any person who intends to appear on the hearing of the said petition must serve on, or send by post to, the above-named, notice in writing of his intention to do so. The notice must state the name, address, and description of the person, or if a firm, the name, address, and description of the firm, and an address for service within 3 miles of the office of the High Court at Auckland, and must be signed by the person or firm, or his or their solicitor (if any), and must be served, or, if posted, must be sent by post in sufficient time to reach the above-named petitioner's address for service not later than 4 o'clock in the afternoon of the 4th day of June 1985.

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In the High Court of New Zealand
Auckland Registry

SP. 16/55

IN THE MATTER of Part II of the Partnership Act 1908, and IN THE MATTER of EXOTICA PLANTS LIMITED AND COMPANY:

It is hereby certified pursuant to section 51 of the Partnership Act 1908 that:

1. The name of the special partnership is EXOTICA PLANTS LIMITED AND COMPANY.

2. The names, addresses, occupation, and capital contributions of the general and special partners are as set forth in the Schedule.

3. The objects of the partnership shall be:

(a) To establish and carry on in New Zealand and elsewhere business as growers of plants and to undertake and carry out all other things which in the opinion of the general partner and the special partners may be conveniently or profitably undertaken by the partnership whether or not such things shall be similar in nature to the above object and whether or not the partnership is engaged in the above object (hereinafter called the "partnership business").

(b) To purchase, lease, take on hire or by any other means acquire any real or personal property and any rights, licences, privileges or easements which the partnership may think necessary or convenient for the purposes of the partnership business.

(c) To manage, maintain, develop, exchange, mortgage, lease, sell or otherwise deal with or dispose of all or any part of the property and rights of the partnership.

4. The principal place from which the partnership business will be conducted is the registered office of the general partner.

5. The partnership shall commence upon registration of this certificate pursuant to section 54 of the Partnership Act 1908 and subject to the provisions in the deed of participation relating to earlier dissolution shall terminate upon the expiry of 7 years from the date of registration of this certificate.

SCHEDULE

General Partner—

Name and Address	Capital Contribution
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EXOTICA PLANTS LIMITED, a duly incorporated company having its registered office at Auckland	\$1000
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The Common Seal of EXOTICA PLANTS LIMITED was hereunto affixed in the presence of:

L. A. SHOTTER, Director.

P. J. OBORN, Director/Secretary.

Acknowledged before me:

GERALDINE JENKIN, Justice of the Peace.

Special Partners—

Name of Address	Capital Contribution \$
Lewis Alfred Shotter, Paremoro Road, R.D. 3, Albany	4,000
Denise Anne Crosby, 1 Bristol Road, Whenuapai	6,000
Robert George Stratton, 5 Scott Road, Hobsonville	3,000
Raymond Norman Gebert, 23 Kingfisher Drive, Greenhithe	4,000
Donald Ian McDonald, 15 Ewen Street, Takapuna	3,000
Peter Jansen Oborn, 50 Seacliffe Avenue, Belmont	4,000

Acknowledged before me:

GERALDINE JENKIN, Justice of the Peace.

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In the High Court of New Zealand
Auckland Registry

IN THE MATTER of Part II of the Partnership Act 1908, and IN THE MATTER of a special partnership formed under the name of HYDROPONIC SYSTEMS LIMITED AND COMPANY:

CERTIFICATE UNDER SECTION 51

THE persons forming the above-mentioned special partnership Hereby certify:—

(a) The style of the firm under which the partnership is to be conducted is HYDROPONIC SYSTEMS LIMITED AND COMPANY.

(b) The names and places of residence of all the partners are—

(i) *General Partner*—HYDROPONIC SYSTEMS LIMITED, a duly incorporated company having its registered office at corner of Sinclair and Ararimu Roads, Ararimu.

(ii) *Special Partners*—DEVELOPMENT FINANCE CORPORATION OF NEW ZEALAND OF DEVELOPMENT FINANCE CENTRE, corner Featherston and Grey Streets, Wellington.

TURNERS AND GROWERS LIMITED, a duly incorporated company having its registered office at City Markets, Auckland.

(c) The amount of the capital which each special partner contributes—

Development Finance Corporation of New Zealand	\$75,000
Turners & Growers Limited	\$75,000
The amount contributed by the General Partner to the common stock	Nil

(d) The general nature of the business to be transacted:

The importation propagation management sale and export of plants and all things whatsoever directly or indirectly incidental to or connected with the growing of plants and flowers and in particular orchids of the *Phaphiopedilum genera* and to cultivate and manage plants on behalf of investors and others.

(e) The principal place at which the business of the partnership is to be transacted:

The premises occupied by HYDROPONIC SYSTEMS LIMITED situated at Ararimu Road Ararimu.

(f) The time when the partnership is to commence:

Upon registration of this certificate in the High Court of New Zealand.

The time when the partnership is to terminate:

Seven years from the date of commencement.

Dated the 17th day of May 1985.

The common seal of HYDROPONIC SYSTEMS LIMITED was hereunto affixed in the presence of:

W. M. BARCLAY, Director.

B. BARCLAY, Secretary.

And in the presence of:

J. FARRELL, Justice of the Peace.