

Name and Address	Capital Contribution \$
Willis, Laurie Richard, 11 Kinder Place, Meadowbank, Auckland	5,000
Willis, James Max, 4A Nikau Road, Point Howard, Eastbourne, Wellington	55,000
Wilson, William McLeod, 7 Gloucester Street, Silverstream, Upper Hutt	20,000
Wilson, Barrie Desmond, 385C Karori Road, Wellington 5	5,000
Wilton, Robert Lawrence, 46 Dudley Road, Mission Bay, Auckland 5	5,000
Wiltshire, Alan James, 16 Braemar Road, Castor Bay, Auckland	8,000
Winter, David Graham, 34 Sanctuary Point, Pakuranga, Auckland	9,000
Wood, Denis Frank, 13 Indira Place, Khandallah, Wellington	5,000
Woodhams, Neil Bernard, 8 Taraire Road, Titirangi, Auckland 7	5,000
Woolley, Simon John, Empire Tavern, 137 Victoria St, West Auckland	5,000
Wright, Euan Lindsay, 43 Ranui Crescent, Khandallah, Wellington 4	5,000
Young, Arthur William, 1 Shiphers Avenue, Epsom, Auckland	9,000
Young, Kevin Edward, 5 Mongorri Place, Mt Roskill, Auckland	8,000
Young, Edward William, 44C Stamford Park Road, Mt Roskill, Auckland	8,000
Total Contribution	3,300,002

In the High Court of New Zealand
Wellington Registry

IN THE MATTER OF PART II of the Partnership Act 1908, and IN THE MATTER OF TROPICAL MUSICAL LIMITED AND COMPANY:

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

1. The name of the special partnership is TROPICAL MUSICAL LIMITED AND COMPANY.

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

3. The objects of the partnership shall be:

(a) To carry on at any place or places, either in New Zealand or elsewhere, all or any of the business of presenting, producing, managing, conducting or representing at any theatre, music hall or place of entertainment or amusement, such plays, dramas, musicals, balletic works, operas, burlesques, pantomines, reviews, promenade and other concerts, musical and other pieces, ballets, shows, exhibitions, variety and other entertainments as the partnership may from time to time think fit.

(b) To purchase, lease, take on hire or by any other means acquire any real or personal property and any rights, know-how, licences, privileges, expertise, patents, copyrights, trademarks, concessions or easements which the partnership may think necessary or convenient for the purposes of its 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 at 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

Name and Address	Capital Contribution \$
------------------	-------------------------

General Partner:

TROPICAL MUSICAL LTD., a duly incorporated company having its registered office at Wellington Nil

The Common Seal of TROPICAL MUSICAL LIMITED, was hereto affixed in the presence of:

J. F. BOWIE, Director.
C. A. POMARE, Authorised Signatory.

Acknowledged before me:

L. G. W. BROWN, Justice of the Peace.

Name and Address	Capital Contribution \$
<i>Special Partners:</i>	
Alteruis Nominees, P.O. Box 505, Wellington	10,000
Amos, Morris N. and Heather A., P.O. Box 48-073, Blockhouse Bay	20,000
Baguley, Kenneth Hugh, 36 Portland Road, Remuera	10,000
Bamfield, Duncan Drayton, P.O. Box 1108, Auckland	10,000
Baxter, Geoffrey John Garland, P.O. Box 33-107, Takapuna	20,000
Blick, John, 130 Townsend Road, Wellington	20,000
Bowker, Terence Alan, P.O. Box 545, Wellington	10,000
Browne, Graham Clayton, 1/3 Sage Road, Kohimarama	10,000
Charman, Trevor Ian, P.O. Box 571, Wellington	10,000
Clark, John Leonard, P.O. Box 4099, Auckland	20,000
Colgan, Graeme Layton, 21A Bell Road, Remuera	10,000
Coulam, Allan Charles, 39 Dell Avenue, Remuera	10,000
Cox, Patrick Joseph, P.O. Box 1182, Wellington	20,000
De Atzel, Erica, 303 Kohimarama Road, Auckland	20,000
Douglas, Ian Barry, 92 Upland Road, Wellington	10,000
Edwards, Peter John, P.O. Box 4099, Auckland	20,000
Finlayson, Ross James, 106 Kowhai Road, Auckland 10	10,000
First National Nominees, P.O. Box 1010, Wellington	658,000
Fleming, Thomas Christopher Howie, Ararimu, R.D. 3, Drury	20,000
Flower, Richard Marston, P.O. Box 717, Auckland	10,000
Fowler, John Walter, P.O. Box 14-119, Panmure	10,000
Galaxy Finance Ltd., P.O. Box 6072, Auckland	424,000
Griffiths, Ian J., care of Arthur Young, New Plymouth	10,000
Haigh, John, P.O. Box 6077, Auckland	10,000
Hammond, Christopher John, 11 Westborne Road, Auckland 5	10,000
Hanna, Richard M., 9 Alberon Place, Parnell	20,000
Harriman, Martin Ivor, P.O. Box 717, Auckland	10,000
Harwood, Martin Richard, 49 Great North Road, Auckland	10,000
Hattaway, Donald Fredrick, P.O. Box 261, Auckland	10,000
Hawker, Wolfgang Terry, 59 Universal Drive, Auckland 8	10,000
Jolly, Scott Waddell, 43 Burwood Crescent, Auckland 5	10,000
Kayes, Terence John, 14 Rockwood Place, Auckland 3	14,000
Kelly, Michael Felix, 11 Pamela Place, Auckland 5	20,000
Knight, Douglas H., 2 Milton Terrace, Napier	10,000
Macindoe, Charles Kenneth Grierson, P.O. Box 3626, Auckland	20,000
McKenzie, John Alexander, P.O. Box 717, Auckland	10,000
Newby, C., 8 Murdock Street, Auckland	10,000
Porus, Jack Lee, P.O. Box 63, Auckland	30,000
Recordan, James David, 24 Burwood Crescent, Auckland 5	10,000
Reilly, Terrance Desmond, 44 View Road, Titirangi	10,000
Simmons, Martin Herbert, P.O. Box 8757, Auckland	10,000
Stapleton, Raymond John, P.O. Box 6768, Auckland	20,000
Stathallan Nominee Company, P.O. Box 557, Timaru	40,000
Towe, Jeffery Ashton, 3 Bermuda Road, St Heliers	10,000
Uren, Martyn, 89A Seaview Road, Auckland 5	20,000
Vial, Gordon Edward, P.O. Box 4099, Auckland	20,000
Whiteacre, William George, 14 Bingley Avenue, Auckland 3	14,000
Williams, Sean Damian, Totara Road, Bombay, Auckland	20,000
Wishart, Desmond Arthur, Auckland	20,000
Woolley, John, care of P.O. Box 4099, Auckland	20,000
Young, Arthur Albert, 308 Lake Road, Takapuna	10,000

Signed for and on behalf of the special partners by their duly authorised attorney TROPICAL MUSICAL LIMITED by the affixing of its common seal in the presence of:

J. F. BOWIE, Director.

C. A. POMARE, Authorised Signatory.

Acknowledged before me:

L. G. W. BROWN, Justice of the Peace.