

1. The name of the special partnership is BAYFIELD ORCHARDS LIMITED AND COMPANY.

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

3. The business of the partnership will be as follows:

- (a) To carry on at any place or places, either in New Zealand or elsewhere, the business of horticulture and without limiting the generality thereof the business of kiwifruit growing and post harvest activities.
- (b) To purchase, lease, take on hire or by any other means acquire any freehold or leasehold property and any rights, know-how, licences, privileges, expertise, patents, copyrights, trademarks, or easements over or in respect of any property which the partnership may think necessary or convenient for the purposes of its said business.
- (c) To harvest, crop, grade, store, package and otherwise prepare for market or sale all or any product of the partnership.
- (d) To manage, maintain, develop, use, turn to account, provide, exchange, mortgage, lease, licence, sell or otherwise deal with or dispose of all or any part of the property and rights of the partnership.
- (e) To carry out any business which may in the opinion of the general partner and the special partners be conveniently or profitably undertaken by the partnership whether or not such business shall be similar in nature.

4. The principal place at which the business of the partnership will be conducted is Tauranga.

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 partnership deed 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 \$
BAYFIELD ORCHARDS LIMITED, a duly incorporated company having its registered office at Tauranga	Nil

The Common Seal of BAYFIELD ORCHARDS LIMITED was hereunto affixed in the presence of:

J. A. DEAN, Director.

Acknowledged before me:

R. A. BARKER, Justice of the Peace.

Initial Special Partners—

Name, Occupation and Address	Capital Contribution \$
John Andrew Dean, Solicitor, 11 Rawhiti Terrace, Kelburn, Wellington	1.00
Gary Alan Harwood, Orchardist, Pyes Pa Road, R.D. Tauranga	1.00

Additional Special Partners—

Signed for and on behalf of each of the persons listed as the additional special partners by their authorised attorney BAYFIELD ORCHARDS LIMITED by the affixing of its common seal in the presence of:

J. A. DEAN, Director.

Acknowledged for and on behalf of each of the persons listed in the additional special partners by their duly authorised attorney BAYFIELD ORCHARDS LIMITED before me:

R. A. BARKER, Justice of the Peace.

Additional Special Partners:

Name, Occupation and Address	Capital Contribution \$
Muriel Abraham, chartered accountant, 4 Glen Almond Street, New Plymouth	2,500
Warren Lancelot Allen, lawyer, 21 Gloucester Street, Wilton, Wellington	5,000
Anthony Malbon Allison, sharebroker, 9 Waiata Avenue, Remuera, Auckland	20,000
Evan George Andersen, mechanic, Pyes Pa Road, R.D. 3, Tauranga	2,500
Helen Margaret and Bruce Ardrey Gordon Anderson, company manager, P.O. Box 38-037, Howick, Auckland	20,000
Margaret Isobel Barton, retired farmer, 69 Cole Street, Masterton	2,500
Jack Walter Batson, manufacturer, 16 Ashby Avenue, St Heliers, Auckland 5	10,000

Name, Occupation and Address	Capital Contribution \$
John Warren Beehre, design engineer, 6 Puriri Street, Woburn, Lower Hutt	2,500
Robin Joseph Bell, solicitor, care of P.O. Box 549, Napier	5,000
Kenneth Robert Bendall, hospital manager, 5 Bell Street, Hamilton	2,500
Francis James Bentley, planning consultant, P.O. Box 6319, Auckland	20,000
Peter Francis Berg, company director, 46 Barnard Street, Wadestown, Wellington 1	7,500
Martin Andrew and Moana Tainui Beveridge, printing contractors, P.O. Box 242, Dannevirke	20,000
Frances Lilian Bird, company director, care of P.O. Box 982, Dunedin	2,500
Gillian Frances Bishop, anaesthetic registrar, 37 Garfield Avenue, Moon Hill, Dunedin	10,000
Robin Ernest Bone, company director, P.O. Box 10-102, Wellington	5,000
Joan Bottomley, nurse, 18 Tahora Avenue, Remuera, Auckland	2,500
Geoffrey Hugh Bouchier, corporate accountant, 8A Kirama Place, Takapuna	2,500
Rodney Ivor Bowen, company director, 10 View Road, Titirangi	7,500
Colin Cameron Bower, company director, 28 Westmere Park Avenue, Westmere, Auckland	10,000
John Irvine Bower, company director, 64 Albany Road, Herne Bay, Auckland	10,000
Kevin Tremain McGonnell Bower, company director, 11 Newell Street, Pt. Chevalier, Auckland	10,000
Robert Leigh Bower, company director, 28 Westmere Park Avenue, Westmere, Auckland	10,000
Dennis Braid, clerk, P.O. Box 53-062, Auckland Airport	5,000
Jonathan Norris Briscoe, solicitor, 50 Eastbourne Road, Remuera, Auckland	7,500
Hector Stuart Broome, professional engineer, 2 Mountain Road, Whangarei	2,500
Andrew Alexander McKenzie Brown, solicitor, 38 Hargreaves Street, Mount Cook, Wellington	2,500
Reena Brown, manageress, Flat 2, 31 Hepburn Road, Glendene 8	10,000
Bruce Silver Bryant, chartered accountant, 36 Selwyn Avenue, Mission Bay, Auckland	10,000
Hamish Muir and Evelyn Marjorie Buchanan, retired banker and wife, 52 Rama Crescent, Khandallah, Wellington 4	2,500
Claude Buckley, farmer, Waverley Road, R.D. 4, Hamilton	2,500
Dulcie Claudine Buckley, farmer, Waverley Road, R.D. 4, Hamilton	2,500
Garth Ian Buckley, farmer, Waverley Road, R.D. 4, Hamilton	2,500
Wayne Thomas Buckley, farmer, Waverley Road, R.D. 4, Hamilton	2,500
Robert Gordon Burgess, company director, 182 Stapleford Crescent, Browns Bay, Auckland 10	10,000
Nelson Wallis Burns, company director, 131 Owens Road, Epsom, Auckland	2,500
Dorothy Edna Camp, housewife, 16 Grendon Street, Dunedin	10,000
William Morris Camp, company manager, 16 Grendon Street, Dunedin	10,000
Paul Malcolm Carrad, company director, P.O. Box 12-260, Wellington 6000	10,000
Richard Terry Caseley, medical practitioner, 135 Leinster Road, Christchurch 1	10,000
Edward Stuart and Sandra Rosemary Catley, farmer, 'Omaka', Tenfoot Road, R.D. 2, Taupiri	10,000
Dr Alexander Russell Chang, pathologist, 8 Dundas Street, Dunedin	10,000
Lewis Peter Chapman, scientist, 54 Bedford Street, Wellington 6002	5,000
Gary Philip Clotworthy, company director, 121 Army Road, Auckland	10,000
Harold William Clotworthy, bank officer, care of BNZ, P.O. Box 127, Waipukurau	5,000
Alexander Murray Clydesdale, company director, 14 Emerson Street, Concord, Dunedin	10,000
Michael John Coady, company manager, 14 Bosun Terrace, Whitby, Wellington	5,000
Peter Brian Coburn, property management, P.O. Box 745, Wellington	10,000
James Douglas and Barbara Daisie Collyns, company director, 24 Platine Street, Remuera, Auckland	2,500
Henry Brian and Iris Conway, retired, 23 Brassey Road, Wanganui	2,500