

In the High Court of New Zealand
Rotorua Registry

IN THE MATTER of Part II of the Partnership Act 1908, and IN THE MATTER of a special partnership known as BERKELEY DOWNS LIMITED AND COMPANY:

The undersigned being partners in a special partnership under Part II of the Partnership Act 1908 to be known as BERKELEY DOWNS LIMITED AND COMPANY, hereby certify:

1. The style of the firm under which the partnership is to be conducted is BERKELEY DOWNS LIMITED AND COMPANY.

2. The name and place of residence of the general partner is BERKELEY DOWNS LIMITED whose registered office is at the offices of Horner, Greenlees & Associates, Aspen House, corner McLean and Willow Streets, Tauranga.

3. The names and places of residence of the special partners are as set out in the Schedule hereto.

4. The amount of capital agreed to be contributed by each special partner to the common stock is set out opposite his name in the Schedule hereto.

5. The general partner is contributing no capital to the common stock.

6. The general nature of the business to be transacted by the partnership is goat farming.

7. The principal place at which the business of the partnership will be conducted is at the offices of Horner, Greenlees & Associates, Aspen House, corner Willow and McLean Streets, Tauranga.

8. The partnership will commence on registration of this certificate in the High Court at Rotorua and will terminate at the expiry of 4 years from the date of such registration but may thereafter be renewed.

Dated the 21st day of November 1985.

The Common Seal of BERKELEY DOWNS LIMITED was hereto affixed in the presence of:

C. S. GREENLEES and D. W. HORNER, Directors.

Signed for the persons listed in the Schedule hereto by their attorney John Christen Gooch in the presence of:

M. M. H. NGATAI, Justice of the Peace.

SCHEDULE

Special Partners:	Name, Address, and Occupation	Amount to be Contributed to Common Stock \$	Amount to be Contributed to Common Stock \$
Adams, Murray Philip, 11 Pelorus Street, Paparangi, Wellington 4, company director	Gibson, Herbert Elmer, 37 Bournemouth Terrace, Murrays Bay, Auckland 10, architect	8,750	8,750
Armstrong, Murray John, 14 Tirinui Crest Road, Tauranga, secondary school teacher	Giles, Jocelyn Florence, 93 Market Road, Epsom (P.O. Box 8604, Symonds Street), Auckland, consultant	17,500	8,750
Askew, Michael John, 13 Aperahama Street, Paekakariki, project manager	Gill, James Allan, 6 Thurso Street, Invercargill, chartered accountant	8,750	8,750
Beattie, Keith Aitchison, 24 McLauchlan Street, Blenheim, retired	Grant, Ronald Angus and Glennis Joan, Thames Road, Paeroa, company director	8,750	8,750
Black, Anne Margaret, care of D. B. Black, P.O. Box 5272, Palmerston North, retired	Hadlow, Victor, 120 Pendarves Street, New Plymouth, surgeon	35,000	8,750
Bradley, Maurice Desmond and Raewyn Mary, Dunns Road, Ruawai, farmers	Hardy, Errol Lynn and Winifred Mary, 12 Epuni Street, Lower Hutt, teachers	26,250	8,750
Burtenshaw, Ross Redvers, 200 Symonds Street, Auckland, pharmacist	Hay, Donald Macfarlane Purves, Hay, Mary Annette and Ward, David Anthony, P.O. Box 1238, Wellington, trustees	8,750	8,750
Butler, Michael James, 19A Brougham Street, P.O. Box 9372, Wellington 1, computer consultant	Hayward, Selwyn Philip, 4 Temple Street, Meadowbank, Auckland, retired	8,750	8,750
Buxton, Ian Ross, 40D Awanui Street, New Plymouth, medical technologist	Hurst, Bruce Maurice, 19 Mahupuku Street, Greytown, managing director	8,750	17,500
Cambridge, Roslyn Daphne, 17A Clematis Avenue, Murrays Bay, Auckland 10, receptionist	Keenan, Dr Michael Garth and Barrie Reginald, care of Lock and Partners, Chartered Accountants, P.O. Box 39-239, Auckland, finance partnership	8,750	17,500
Carson, Valerie Margaret, 3 Jarvie Grove, Churton Park, Wellington 4, textile conservator	Kerr, Gerald Bruce, Bothestrassse, 48 6900 Heidelberg, West Germany, company director	8,750	8,750
Collins, Ross Molineaux, P.O. Box 4139, Auckland, solicitor	Kerridge, Michael John, 111 Hendry Avenue, Hillsborough, Auckland 4, food and industry consultant	8,750	17,500
Collins, William Bruce, 13 Arkle Place, Hamilton, technical assistant	Kingsview Holdings Limited, Registered Office, 130 Main Highway, Eilerslie, Auckland	8,750	8,750
Cooper, Frederick William and Susan Ruth, P.O. Box 47-345, Ponsonby, Auckland, garage proprietor	Kininmonth, David Faulkner, care of Department of Trade and Industry, Private Bag, Wellington, public servant	8,750	8,750
Cunningham, Julie Annette, 74 Hudson Street, Hillcrest, Hamilton, optical courier	Lancaster, Warwick John, 7A Roa Road, Christchurch 4, bank manager	8,750	8,750
Densem, Timothy James, 3/41 Parkvale Road, Karori, Wellington, engineer	Lewisham, Newton Edgar and Noeline Elsie Boys, 242 Victoria Avenue, Remuera, Auckland 1, retired	8,750	8,750
Duncan, Graeme Kenneth, 1 Avery Place, Blenheim, insurance manager	Lubeck, Charlotte Emily, 12A Howell Crescent, Mount Roskill, Auckland 4, housewife	8,750	8,750
Ferns, Frederick George, 3/1 Ruapehu Street, Mount Eden, Auckland 4, clerk	McCallum, Roderick James Graham, 292 Naenae Road, Lower Hutt, schoolteacher	8,750	8,750
Finch, Paul Lee, P.O. Box 13-515, Christchurch 1, building contractor	McKay, Stephen James, P.O. Box 40-088, Upper Hutt	17,500	8,750
Foster, Robert, Aspins Road, R.D. 1, Fencourt, Cambridge, sharemilker	McKinlay, Ian Cameron and Lesley, Walker Road, R.D. 2, Te Kuiti, retired	8,750	17,500
	McLennan, Logan James, 8 Roys Road, Plimmerton, Wellington, medical practitioner	8,750	8,750
	McRobie, Kenneth Blythe, 3/8 Hart Road, Takapuna, Auckland 9, wharf supervisor	8,750	8,750
	Mann, Arthur William and Elisabeth Ann, 196 Beach Road, Campbells Bay, Auckland 10, chartered surveyor and computer consultant	8,750	8,750
	Melville, Donald Maxwell, 28 Bidston Street, Outram, medical practitioner	8,750	8,750
	Miles, Peter David, 9 Peckham Grove, Linden, Wellington, finance executive	8,750	8,750
	Nuttall, Harold Cakley, 50 Tilbury Street, Lower Hutt, engineer	17,500	8,750
	O'Donnell, Edwin Dominick, 70 Arthur Street, Blenheim, medical practitioner	8,750	8,750
	Owen, Richard Kenneth and Owen, Kenneth Maurice, 79 Howell Avenue, Hamilton, civil servants	8,750	8,750
	Peni, Andrew, P.O. Box 69, Waitangi, Chatham Islands, commercial fisherman	8,750	8,750
	Pound, Alan Frederick, 9 Fowey Avenue, Te Atatu South, Auckland 8, marine engineer	8,750	8,750
	Purvis, Murray Thomas and Judith Carolyn, 304 Stafford Street, Timaru, optometrists	8,750	8,750
	Quarterman, Garry Alan, 3 Kinloch Place, Papakowhai, Faremata, Wellington, company director	8,750	8,750
	Rogers, Nicholas Charles, 86 Muritai Road, Eastbourne, Wellington, civil engineer	8,750	8,750
	Rolfe, James Edgar and Dawn Francis, P.O. Box 240, Paihia, Northland, plumber and housewife	8,750	8,750
	Russell, Christine Jessie, Belmont Road, P.O. Box 16, Pukekohe, home executive	8,750	8,750
	Saulbrey, Muriel, Kawi Road, Levin, farmer	8,750	8,750
	Scoble, Gerald Raymond, P.O. Box 40-424 (10A Lane Street), Upper Hutt, company director	8,750	8,750
	Skinner, Trevor Michael, Motuoapa Garage R.D. 2, Turangi, telephone technician	8,750	8,750
	Sparkes, Dean Gregory, P.O. Box 219, Kawerau, communications technician	8,750	8,750