

2. The names, places of residence, occupations and capital contributions of the general and special partner are set out in the Schedule hereto.

3. Partnership business: The establishment and operation of a professional motor racing team.

4. Principle place of business: The principle place at which business will be transacted is 89 Customs Street East, Auckland.

5. Duration of partnership: The partnership shall commence upon registration of this certificate in accordance with section 54 of the Partnership Act 1908 and shall terminate upon registration of a certificate pursuant to section 62 of the said Act or upon the expiration of 5 years from the date of registration of this certificate whichever is the sooner.

#### SCHEDULE

Name, Address and Occupation	Contribution
<i>General Partner:</i>	
International Motor Racing Limited, 89 Customs Street East, Auckland, limited company	
<i>Special Partner:</i>	
Whitnall Securities Limited, 89 Customs Street East, Auckland, incorporated company	\$3,200,000
1003	lc

In the High Court of New Zealand  
Wellington Registry M. No. 704/85

IN THE MATTER of the Companies Act 1955, and IN THE MATTER of ROBT. JONES INVESTMENTS LIMITED, a public company duly incorporated under the Companies Act, and having its registered office at Wellington and carrying on business as a property investment company:

THURSDAY THE 12TH DAY OF DECEMBER 1985  
BEFORE THE HONOURABLE MR JUSTICE QUILLIAM

UPON reading the *ex parte* motion of the applicant and the affidavits of IAN LOUIS POSSENESKIE and EDWARD MICHAEL COULSON FOWLER filed herein, and it appearing that the distribution from the share premium account resolved in the special resolution passed by the company at an annual general meeting of the company held at Wellington on the 22nd day of August 1985 should be confirmed this court hereby orders:

1. That the distribution from the share premium account resolved in the special resolution passed at the annual general meeting of the company held at Wellington on the 22nd day of August 1985, be confirmed.

2. That the following minute showing the amount of capital of the company be approved:

"The sum of five million five hundred and forty-two thousand one hundred and five dollars (\$5,542,105.00) being part of the moneys standing to the credit of share premium account in the books of account of Robt. Jones Investments Limited as at the 28th day of June 1985 is by virtue of a special resolution of the company passed on the 22nd day of August 1985, duly confirmed by an order of the High Court, to be completely written off over a period of time in several payments as from the date of registration of this order while prior to each such payment an equal amount is to be transferred from the revenue reserves of the company to a fund to be designated 'Capital Replacement Fund'."

3. That notice of the registration of this Order and the said minute be published once in the *New Zealand Gazette*.

By the Court:

A. J. PERRY, Deputy Registrar.

1023 lc

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 BLUEBLOOD EMBRYO DEVELOPMENTS LIMITED and COMPANY:

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

1. The name of the special partnership is BLUEBLOOD EMBRYO DEVELOPMENTS LIMITED and COMPANY.

2. The names, addresses, occupations and capital contributions of the general and 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 businesses of developing, researching, managing, investigating or practising animal embryo implantation and transplanting.

(b) To practice, research, investigate and develop, genetic engineering, animal husbandry and animal technology in any form as the partnership may think necessary for the purposes of the business of the partnership.

(c) To employ, contract with and commission persons whom the partnership considers will advance or promote the business of the partnership.

(d) To manage, maintain, develop, exchange, mortgage, lease, sell or otherwise deal with or dispose of all or any part of the rights and property 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 3 years from the date of registration of this certificate.

#### SCHEDULE

Name and Address	Capital Contribution
<i>General Partner:</i>	
BLUEBLOOD EMBRYO DEVELOPMENTS LIMITED, a duly incorporated company having its registered office at Wellington	Nil

The Common Seal of BLUEBLOOD EMBRYO DEVELOPMENTS LIMITED was hereunto affixed in the presence of:

P. A. ROBERTSON, Director.  
S. J. CLARKE, Director/Secretary.

Acknowledged before me:

B. D. WILSON, Justice of the Peace.

*Special Partners:*

Peter Alan Robertson, accountant, 6 Ferry Road Days Bay, Eastbourne	\$5,000
John Frederick Judge, accountant, 14 Gurkha Crescent, Khandallah, Wellington	\$5,000

Signed by the said Peter Alan Robertson and John Frederick Judge in the presence of and acknowledged before me:

B. D. WILSON, Justice of the Peace.

1015

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 BABBAGE PARTNERS 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 BABBAGE PARTNERS 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 the business and practice of consulting engineering in all branches of such profession.

(b) To carry on the business and practice of architecture, town planning, quantity and land surveying and the business of other professions directly incidental to the profession of consulting engineering and architecture.

(c) To provide any services, to carry on any activities and engage in any transactions incidental to the professions above named.

4. The principal place at which the business of the partnership will be conducted is the registered office for the time being of BABBAGE PARTNERS LIMITED.

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
BABBAGE PARTNERS LIMITED, a duly incorporated company having its registered office at 272 Parnell Road, Parnell	\$ Nil