

Woodcock, Stanley George, 12 Quebec Road, Forrest Hill, Auckland 10 10,500
 Wright, Kenneth James, 65 Laingholm Drive, Titirangi 10,500

Dated at Auckland this 18th day of December 1985.

The Common Seal of WAITOKI ESTATES LIMITED was hereunto affixed in the presence of:

K. M. G. KENDONS, Partner.

Signed by the above-named special partners by their attorney:

DAVID JOHN SPENCER.

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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 INTELLECTUS HOLDINGS 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 INTELLECTUS HOLDINGS 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 producing or participating in the production of stage shows, musicals, plays, operas, concerts and other live performances.

(b) To purchase, lease, take on hire or by any other means acquire any real or personal property and any rights, licences, privileges expertise, patents, copyrights, trade-marks, concessions or easements which the Partnership may think necessary or convenient for the purposes of its business.

(c) 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.

4. The principal place at which the business of the partnership will be conducted is the registered office for the time being of INTELLECTUS HOLDINGS LIMITED, which at the date of registration of this certificate is Second Floor, Aetna House, 57-59 Symonds Street, Auckland.

5. The partnership commenced upon registration of the first certificate of special partnership 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 the aforesaid first certificate of special partnership.

SCHEDULE

General Partner—

Name and Address	Capital Contribution \$
INTELLECTUS HOLDINGS LIMITED, a duly incorporated company having its registered office at Auckland	Nil

The Common Seal of INTELLECTUS HOLDINGS LIMITED was hereunto affixed in the presence of

J. G. GOW, Director.

P. M. SMITH, Secretary.

Acknowledged before me:

G. M. MARSDON, Justice of the Peace.

Initial Special Partners—

Name, address and Occupation	Capital Contribution \$
Colin Graham Perrin, 45 Gulf View Road, Murrays Bay, Auckland, Company Director.	1.00
Philippa Marion Smith, 1/23 Ngaiwi Street, Auckland 5, Solicitor	1.00

SCHEDULE

Additional Special Partners—

A Gyles & Sons (1979) Ltd., Private Bag, Wellington	8,000
Abernethy, Euan Hamilton, 36 Simla Crescent, Khandallah, Wellington 4, Lawyer	6,000
Adam, Alexander Louis, 37 Marine Parade, Herne Bay, Auckland, Company Director	7,500

Akel, William, 33 Clifton Road, Herne Bay, Auckland, Barrister	5,000
Akers, Kenneth Sidney, 13 Holyoake Place, Birkenhead, Auckland, Manager	10,000
Aldridge, Murray John, 63 Norwood Road, Bayswater, Auckland, Company Director	5,000
Allen, Dennis Newton, 114 Penderves St., New Plymouth, Medical Practitioner	5,000
Anderson, Charles Richard, Haruru Road, Makarau R.D. 3, Kaukapakapa, Company Director	5,000
Arkle, Ian Vaughan, 9 Cameron Street, Takapuna, Auckland 9, Accountant	5,000
Ashcroft, Philip, 114 Fendalton Road, Christchurch, Medical Practitioner	5,000
B. L. Young & Company, P.O. Box 5051, Invercargill, Horticulturalists	10,000
Bacon, Robert James, 41A Clutha Avenue, Khandallah, Wellington 4, Solicitor	5,000
Baird, Gary Horton, 12 Torbay Steet, New Plymouth, Chartered Accountant	5,000
Baker, Alan Templeton, 43 Kings Road, Mount Roskill, Auckland, Dentist	5,000
Balgarnie, John Robert, 61A Park Rise, Campbells Bay, Auckland, Chartered Accountant	5,000
Banks Family Partnership, 95 Wood Bay Road, Titirangi, Auckland, Company Director/Retail Buyer	5,000
Barker, Peter, 1 Nikau Road, Point Howard, Wellington, Lawyer	6,000
Barnes, Craig Anthony, 29 Hinemoa Street, Birkenhead, Auckland, Business Consultant	5,000
Bauld, Stuart Earl, 9 Chatsworth Crescent, Pakuranga, Auckland, Chartered Accountant	5,000
Bawden, Linden Samuel, 5 Onepu Lane, Whangaparaoa, Company Director	9,999
Baxter, James Kent, 106A Gurney Road, Remuera, Auckland, Insurance Broker	5,000
Beale and Radka, Denis and Donald, 67 Herbert Street, Invercargill, Dental Surgeon	5,000
Beattie, John Stuart, 24 Golf Road, Heretaunga, Wellington, Solicitor	5,000
Belcher, David Brian, 108 St Heliers Bay Road, St Heliers, Auckland 5, Sharebroker	10,000
Bell, William Patrick, 33 Arney Crescent, Remuera, Auckland 5, Orthodontist	5,000
Benton, Robert Paque, 206 Upland Road, Remuera, Auckland, Solicitor	5,000
Berrill, John, 12 Tupekiri Road, Epsom, Auckland, Chemist	5,000
Berrill, Owen, 125 Orakei Road, Remuera, Auckland 5, Pharmacist	5,000
Bibby, Alistair Cameron, 17 Ghendhu Road, Glenfield, Auckland 10, Dental Surgeon	5,000
Blair, Colin George, 15 Braithwaite Street, Karori, Wellington, Chartered Accountant	5,000
Boddy, Fraser Grant, 12 Macfarlane Street, Mt Victoria, Wellington, Company Director	5,000
Bollard, Robert Alan, 4 Baleden Lane, Mt Eden, Auckland, Chartered Accountant	5,000
Boldt, Peter, 4 Westbourne Road, Auckland 5, Dental Surgeon	5,000
Bond, Barnett Roy, 163 Firth Street, Matamata, Medical Practitioner	5,000
Boswell, Paul McLaurin, 67 Shortland St, Auckland, Company Director	5,000
Bowkett, Douglas Clifford, 9C Okahu Street, Orakei, Auckland 5, Company Director	5,000
Bowkett, Graeme Douglas, 53 Grampian Road, Auckland 5, Company Manager	5,000
Brace, John Lawrence, 22 Rogers Avenue, Eastern Beach, Auckland, Engineer	5,000
Brash, Donald Thomas, 146 Aberdeen Road, Auckland 9, Company Director	10,000
Bravo, Paul Harris, C.P.O. Box 3749, Auckland, Company Director	5,000
Bridgman, William John, 157 Portland Road, Auckland 5, Chartered Accountant	5,000
Brown, Brendan William, 53 Wadestown Road, Wellington, Solicitor	6,000
Browne, Graham Clayton, 1 Sage Road, Auckland, Chartered Accountant	5,000
Browning, Spencer Claude, 12 Hampton Drive, Auckland 5, Company Director	5,000
Bunt, Lyaal Raymond, 3 Tuperiri Road, Epsom, Auckland, Chartered Accountant	5,000
Burgess, David John, 272 Hurstmere Road, Takapuna, Auckland 9, Stockbroker	40,000
Burns, John William, 267 Kepe Road, Kohimarama, Auckland 5, Chartered Accountant	5,000
Buttle, Peter, 13 Godfrey Place, Kohimarama, Auckland, Stockbroker	6,000