

(b) to undertake and carry on any other activity or business which may in the opinion of the company and participants be conveniently or profitably undertaken by the partnership whether or not such business shall be similar in nature to that above mentioned.

4. The principal place at which the business of the partnership shall be conducted shall be the registered office for the time being of BRANCA DEVELOPMENTS LIMITED, which at the date of registration of the certificate is Eighteenth Floor, Quay Tower, 29 Customs Street West, Auckland.

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.

(i) The registration of a certificate of dissolution pursuant to section 62 of the Partnership Act 1908; or

(ii) The expiration of the period of 7 years from the date of registration of the partnership as a special partnership provided however that if the partnership shall have been renewed pursuant to sections 57 and 58 of the Partnership Act 1908 for a further term by the written agreement of the company and all of the participants then upon the expiration of such further term.

Dated this 31st day of July 1986.

General Partner—

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

The Common Seal of BRANCA DEVELOPMENTS LIMITED was hereto affixed in the presence of:

R. L. BILSON and E. A. M. BILSON, Directors.

Acknowledged in the presence of:

J. M. COSTLEY, Justice of the Peace.

Initial Special Partners—

Roger Laishley Bilson, 3/19A Waimarie Street, St Heliers, Auckland 5, company director	1,000
Elizabeth Anne-Marie Bilson, 3/19A Waimarie Street, St Heliers, Auckland 5, company director	1,000

Signed by the said Roger Laishley Bilson and Elizabeth Anne-Marie Bilson.

Acknowledged by all signatories before me:

J. M. COSTLEY, Justice of the Peace.

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In the High Court of New Zealand
Dunedin Registry

IN THE MATTER of Part II of the Partnership Act 1908, and IN THE MATTER of CULTIVAR PRODUCTIONS 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 CULTIVAR PRODUCTIONS 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 establish and carry on in New Zealand and elsewhere the business of producing, promoting, presenting, managing, conducting, directing, representing, writing and participating in musical and theatrical productions, plays, drama, balletic works, operas, burlesques, pantomimes, reviews, concerts, shows, exhibitions, variety, live performances and other entertainments and to undertake and carry out any other business which may in the opinion of the general partner be conveniently or profitably undertaken by the partnership whether or not such business shall be similar in nature to the above business and whether or not the partnership is engaged in the above business.

(b) To do all such other things as are incidental or conducive to the attainment or such objects.

4. The principal place at which the partnership business will be conducted is the registered office for the time being of CULTIVAR PRODUCTIONS LIMITED which at the date of registration of this certificate is 114 Princes Street, Dunedin.

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

<i>General Partner</i> Name, Address and Occupation	Capital Contribution \$
CULTIVAR PRODUCTIONS LIMITED, a duly incorporated company having its registered office at Dunedin	Nil

Initial Special Partners—

Michael Redmond Holloway, 12 Strathmore Crescent, Dunedin, company director	1.00
James Kempster Guthrie, 41 Irvine Road, The Cove, Dunedin, barrister and solicitor	1.00

The Common Seal of CULTIVAR PRODUCTIONS LIMITED, was hereto affixed in the presence of:

M. R. HOLLOWAY and J. K. GUTHRIE, Directors.

Acknowledged before me:

J. EDGEcombe, Justice of the Peace.

Signed by the said M. R. Holloway and James Kempster Guthrie in the presence of:

F. R. GOLDSMITH, Solicitor.

Acknowledged before me:

J. EDGEcombe, Justice of the Peace.

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1c

In the High Court of New Zealand
Invercargill Registry

M. 43/86

IN THE MATTER of Part II of the Partnership Act 1908, and IN THE MATTER of a special partnership between EARNSCLEUGH ORCHARDS NO. 2 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 EARNSCLEUGH ORCHARDS NO. 2 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 general nature of the business to be transacted by the special partnership is as follows:

(a) To carry on the business of horticultural development and production;

(b) To purchase, lease, take on hire or by any other means acquire any real or personal property and any other rights, licences, privileges or easements which the special 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 right of the special partnership.

4. The principal place at which the business of the partnership will be conducted is McPherson Road, Earnsclough.

5. The partnership shall commence upon registration of this certificate pursuant to section 54 of the Partnership Act 1908 and is 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

<i>General Partner—</i> Name and Address	Capital Contribution \$
EARNSCLEUGH ORCHARDS NO. 2 LIMITED, a duly incorporated company having its registered office at 164 Spey Street, Invercargill	Nil

The Common Seal of EARNSCLEUGH ORCHARDS NO. 2 LIMITED was affixed in the presence of:

A. B. HARPER, Director.
C. M. HERCUS, Secretary.

Acknowledged before me:

B. W. McCLOY, Justice of the Peace.