

In the High Court of New Zealand S.P. 21/86  
Auckland Registry

IN THE MATTER of Part II of the Partnership Act 1908, and IN THE MATTER of J. D. DENNIS ENTERPRISES LIMITED AND COMPANY:

CERTIFICATE OF SPECIAL PARTNERSHIP

(a) *Style of Firm*—J. D. DENNIS ENTERPRISES LIMITED AND COMPANY.

(b) *Names and Residences of the Partners*—

*General Partner*—J. D. DENNIS ENTERPRISES LIMITED, a duly incorporated company having its registered office at 26 Airedale Street, Auckland 1.

*Special Partners*—Dirk Hudig, 54 Marine Parade, Herne Bay, Auckland 2.

John Terence Harvey, 1 Minnehaha Avenue, Takapuna.

(c) *Capital*—The amount of capital which each partner contributes:

*Special Partners:*

Dirk Hudig . . . . . \$1,000  
John Terence Harvey . . . . . \$1,000

*General Partner*—

J. D. DENNIS ENTERPRISES LIMITED . . . . . Nil

(d) *General Nature of Business*—Sale and distribution of computer programmes and software.

(e) *Principal Place of Business*—Auckland.

(f) *Term of Partnership*—Commencement Date: 21st day of March 1986.  
Termination: 20th day of March 1993.

Acknowledged by the partners at Auckland this 21st day of March 1986.

The Common Seal of J. D. DENNIS ENTERPRISES LIMITED as general partner was hereunto affixed in the presence of:

J. HARVEY and D. HUDIG, Directors.

Signed by Dirk Hudig and John Terence Harvey in the presence of and acknowledged before:

S. BOLOT, Justice of the Peace.

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In the High Court of New Zealand M. 3/86  
Greymouth Registry

IN THE MATTER of Part II of the Partnership Act 1908, and IN THE MATTER of WESTLAND MANAGEMENT AND MARKETING 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 WESTLAND MANAGEMENT AND MARKETING LIMITED AND COMPANY.

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

3. The objects of the partnership shall be:

(a) To establish and carry on in New Zealand and elsewhere the business of mining for gold and other valuable minerals and to undertake and carry out all other things which in the opinion of the general partner may be conveniently or profitably undertaken by the partnership whether or not such things be similar in nature to the above objects and whether or not the partnership is engaged in the above object (hereinafter called "the partnership business").

(b) To purchase, lease, take on hire or by any other means acquire any real or personal property and any rights, licences, privileges or easements which the partnership may think is necessary or convenient for the purposes of the partnership 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 rights of the partnership.

4. The principal place from which the partnership business will be conducted is the registered office of the general partner namely, Perry Arcade, Weld Street, Hokitika.

5. The partnership shall commence upon the 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 7 years from the date of registration of this certificate.

SCHEDULE

*General Partner*—

WESTLAND MANAGEMENT AND MARKETING LIMITED, a duly incorporated company having its registered office at 9-11 Weld Street, Hokitika . . . . . Nil

*Special Partners*—

Raymond Bruce Smith, 116 Jollie Street, Hokitika . . . . . 5,000  
Lindsay Beckett Smith, Blue Spur, Hokitika . . . . . 5,000

The Common Seal of WESTLAND MANAGEMENT AND MARKETING LIMITED was hereunto affixed in the presence of:

L. B. SMITH, Director.

R. B. SMITH, Director/Secretary.

Signed by the said special partners Raymond Bruce Smith and Lindsay Beckett Smith.

Acknowledged before me:

C. M. THOMAS, Justice of the Peace.

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In the High Court of New Zealand SP. No. 19/1986  
Auckland Registry

IN THE MATTER of sections 51 and 54 of the Partnership Act 1908, and IN THE MATTER of MALBEC INVESTMENTS LIMITED AND COMPANY:

It is hereby certified pursuant to section 51 of the Partnership Act 1908 ("the Act") that MALBEC INVESTMENTS LIMITED AND COMPANY has been formed as special partnership pursuant to Part II of the Act:

1. *Names, addresses and capital contributions of the general partner and special partners:*

*General Partner:* . . . . . \$

Malbec Investments Limited, 269 Mount Smart Road, Penrose, Auckland 6 . . . . . Nil

*Special Partners:*

Christopher Robert Mace, 2 Tirohanga Avenue, Remuera, Auckland 5 . . . . . 1.00

Peter Charles Cooper, 7 Clifton Road, Takapuna, Auckland 9 . . . . . 1.00

Total . . . . . 2.00

2. *Partnership business:*

To establish and carry on in New Zealand and elsewhere the business of owning and developing commercial, industrial and retail properties and to undertake and carry on any other activity or business.

3. *Principal place of business:*

269 Mount Smart Road, Penrose, Auckland 6.

4. *Term of the partnership:*

The term of the partnership shall commence on the date of registration of this certificate in accordance with section 53 of the Act and shall end upon the sooner to occur of:

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

(b) The expiration of 7 years from the date of registration of this certificate or, if the term of the partnership shall have been extended in accordance with sections 57 and 58 of the Act, then the expiration of the extended term.

Dated this 17th day of March 1986.

The Common Seal of MALBEC INVESTMENTS LIMITED was hereunto affixed in the presence of:

C. R. MACE and P. C. COOPER, Directors.

Signed by the said Christopher Robert Mace and Peter Charles Cooper.

Acknowledged by all the above signatories before me:

G. H. KLIPPEL, Justice of the Peace.

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