

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 special partnership known as AVERILL LODGE MOTEL (1982) LIMITED:

WE, the persons described in the Schedule hereto and AVERILL LODGE MOTEL (1982) LIMITED, a duly incorporated company having its registered office at Auckland, do hereby certify that by registration of this certificate we do hereby form and constitute this special partnership under the provisions of Part II of the Partnership Act 1908 and do hereby further certify pursuant to the provisions of section 51 of the said Act as follows:

(a) The style of the firm under which the partnership is to be conducted is AVERILL LODGE MOTEL (1982) LIMITED;

(b) The names and places of residence of all the partners are as follows:

General Partner—AVERILL LODGE MOTEL (1982) LIMITED, Twelfth Floor, Queen Street One, corner Queen and Wellesley Streets, Auckland 1.

Special Partners: The persons whose names and addresses are set forth in the Schedule hereto:

(c) The aforesaid special partners' contribution to the common stock of the partnership are the sums listed against their respective names in the Schedule hereto. The general partner has not contributed to the common stock of the partnership:

(d) The general nature of the business to be transacted by the partnership is that of barristers and solicitors;

(e) The principal place at which the business is to be transacted is: Care of Dryer, Whitechurch & Bhanabhai, Twelfth Floor, Queen Street One, Auckland 1.

(f) The Partnership is to commence on the date of the registration of this Certificate and is to terminate 27th day of March 1993.

SCHEDULE

Special Partners—

Name and Address	Contribution to Common Stock \$
Manu Chhotubhai Bhanabhai and Bharat Chhotubhai Bhanabhai, both of 67 Motatau Road, Papatoetoe, solicitors	50
Edward Clyde Whitechurch of 46 Georgina Street, Freemans Bay, solicitor and	
Bharat Chhotubhai Bhanabhai of 67 Motatau Road, Papatoetoe, solicitor, (jointly)	50

Dated at Auckland this 2nd day of April 1986.

The Common Seal of AVERILL LODGE MOTEL (1982) LIMITED was hereunto affixed in the presence of:

M. C. BHANABHAI and E. C. WHITECHURCH, Directors.

Signed by the said Manu Chhotubhai Bhanabhai, Bharat Chhotubhai Bhanabhai and Edward Clyde Whitechurch.

Witness to the above signatures:

R. MORTIMER, Justice of the Peace.

2983

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 FINE ARTS PROMOTIONS 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 FINE ARTS PROMOTIONS 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) The general partner and the initial special partners have formed a partnership under the name of FINE ARTS PROMOTIONS LIMITED AND COMPANY (the "partnership") constituted as a special partnership under the provisions of Part II of the Partnership Act 1908 (the "Act") to carry on the businesses more particularly set out herein.

(b) The general partner is the general partner and the initial special partners are the special partners of the partnership in accordance with the provisions of the Act.

(c) The general partner carries out the management functions in relation to the business of the partnership.

4. The principal place at which the partnership will be conducted is the registered office for the time being of FINE ARTS PROMOTIONS LIMITED which at the date of registration of the 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

General Partner—

Name and Address	Capital Contribution \$
FINE ARTS PROMOTIONS LIMITED AND COMPANY, a duly incorporated company having its registered office at Dunedin	Nil

The Common Seal of FINE ARTS PROMOTIONS LIMITED AND COMPANY was hereunto affixed in the presence of

M. R. HOLLOWAY, Director.
N. A. FERGUSON, Director/Secretary.

Acknowledged before me:

D. GOOTJES, Justice of the Peace.

Initial Special Partners—

James Kempster Guthrie, barristers and solicitors, 41 Irvine Road, The Cove, Dunedin	1.00
Michael Redmond Holloway, solicitor, 12 Strathmore Crescent, Dunedin	1.00

Signed by the said James Kempster Guthrie, and Michael Redmond Holloway in the presence of and acknowledged before me:

D. GOOTJES, Justice of the Peace.

Additional Special Partners—Lawrence Anderson Buddle Company, 139 Moray Place, Dunedin.

Signed on behalf of Lawrence Anderson Buddle Nominee Company by its duly authorised attorney FINE ARTS PROMOTIONS LIMITED. The common seal of FINE ARTS PROMOTIONS LIMITED was hereunto affixed in the presence of:

M. R. HOLLOWAY and N. A. FERGUSON, Directors.

Acknowledged before me:

D. GOOTJES, Justice of the Peace.

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In the High Court of New Zealand
Auckland Registry

N. SP. 26/86

IN THE MATTER of Part II of the Partnership Act 1908, and IN THE MATTER of STAGE PROMOTIONS (TWO) 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 STAGE PROMOTIONS (TWO) 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 in New Zealand, the United States of America and elsewhere the business of producing and participating in the production of musical and theatrical productions generally including (without limitation) stage shows, plays, operas and ballets, concerts and reviews;

(b) To carry on any other business which may in the opinion of the partners be profitably carried on whether or not such business shall be similar to that referred to in (a) above.

4. The principal place at which the business of the partnership will be conducted is the registered office for the time being of STAGE PROMOTIONS (TWO) LIMITED, which at the date of registration of this certificate is Level 3, Pacific Maritime House, 80-82 Anzac Avenue, Auckland.