

S.P. 7/87

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 **Strategycorp Holdings Limited & Company (No. 3 Partnership)**:

Certificate of Special Partnership

(a) *Style of Firm*: Strategycorp Holdings Limited & Company (No. 3 Partnership).

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

General Partner: Strategycorp Holdings Limited, a duly incorporated company having its registered office at Top Floor, 56 Broadway, Newmarket, Auckland.

Special Partners: The names and residences of the special partners are the names and residences which appear in the Certificate of Special Partnership filed in the High Court of New Zealand (Auckland Registry) on the 5th day of August 1987 under No. S.P. 7/87 together with those names and residences which appear in the Schedule attached hereto.

(c) *Capital*: The amount of capital which each partner contributes is as follows:

Special Partners: The amount of capital which each special partner contributes is the amount which appears in the Certificate of Special Partnership filed in the High Court of New Zealand (Auckland Registry) on the 5th day of August 1987 under No. S.P. 7/87 together with those amounts which appear in the Schedule attached hereto.

General Partner: Strategycorp Holdings Limited Nil.

(d) *General Nature of Business*: Trading in world currency markets.

(e) *Principal Place of Business*: Top Floor, 56 Broadway, Newmarket, Auckland.

(f) *Term of Partnership*:

Commencement date: 4th day of August 1987.

Termination date: 3rd day of August 1994.

Schedule

<i>Name, Address and Occupation</i>	<i>Capital Subscribed \$</i>
Hyam & Wood Holdings Ltd., 310 Waimiri Road, Christchurch 4, duly incorporated company	5,000
Amanda Kim Nuttall, 411 Papanui Road, Christchurch 5, pharmacy student	5,000
Alpha Computer Input Ltd., 192 Manchester Street, Christchurch, duly incorporated company	10,000
Sarah Elizabeth Lawrence, 15 Jacksons Road, Christchurch 1, computer programmer	5,000
Michael Hugo Stossel, 32 Takahie Drive, Cashmere, Christchurch, company director	5,000
Frederick Guy Trevor Beetham, 22 Marama Crescent, Christchurch 8, retired	10,000
Bishopdale Pharmacy Ltd, 37 Bishopdale Court, Christchurch 5, incorporated company	5,000
Betty Lawrence, 32 Rembrandt Place, Christchurch 5, housewife	5,000
Kevin Daniel Burgess, 192 Wordsworth Street, Christchurch, manager	10,000
James Bertie Anderson, 30 Takahie Drive, Christchurch 2, insurance consultant	5,000
Ian Ross Lindsay, 35 Jacob Street, Christchurch, insurance agent	5,000
Melhop Concrete Services Ltd., 103 Hackthorne Road, Christchurch 2, incorporated company	5,000

<i>Name, Address and Occupation</i>	<i>Capital Subscribed \$</i>
Paul Gerrard Kerry, 3/133 Bristol Street, Christchurch 1, sales agent	5,000
Jeanne Marie Butler, 34 Vernon Terrace, Christchurch 2, company director	5,000
Christopher Val Skellerup, 66 North Parade, Christchurch, company director	5,000
Graeme Murray Lindsay, 385 Papanui Road, Christchurch, salesman	5,000
Kathleen Launa Hollobon, 56 Armagh Street, Christchurch 1, lecturer	5,000
Christopher Val Skellerup and Richard Bruce Leete, 66 North Parade, Christchurch, managers	5,000
June Audrey O'Donoghue, P.O. Box 8414, Christchurch, company director	5,000

Acknowledged by the partners at Auckland this 21st day of April 1988.

The Common Seal of Strategycorp Holdings Limited as general partner was hereto affixed in the presence of:

I. R. JOHNSTONE and G. LINDSAY, Directors.

Signed by the said Hyam & Wood Holdings Ltd., Amanda Kim Nuttall, Alpha Computer Input Ltd., Sarah Elizabeth Lawrence, Michael Hugo Stossel, Frederick Guy Trevor Beetham, Bishopdale Pharmacy Ltd., Betty Lawrence, Kevin Daniel Burgess, James Bertie Anderson, Ian Ross Lindsay, Melhop Concrete Services Ltd., Paul Gerard Kerr, Jeanne Marie Butler, Christopher Val Skellerup, Graeme Murray Lindsay, Kathleen Launa Hollobon, Christopher Val Skellerup and Richard Bruce Leete, and June Audrey O'Donoghue, by their duly authorised attorney Strategycorp Holdings Limited by the affixing of its Common Seal in the presence of:

I. R. JOHNSTONE, and G. LINDSAY, Directors.

and acknowledged before me:

D. I. PEZARO, Justice of the Peace.

Dated this 21st day of April 1988.

I, Ian Robert Johnstone of Auckland, company director, do solemnly and sincerely declare as follows:

1. I am a director of Strategycorp Holdings Limited, a duly incorporated company having its registered office at Auckland (hereinafter called "the company") and am authorised to make this declaration on its behalf.

2. The company has executed the within Certificate of Special Partnership as the attorney and in the names of the persons set forth in the Schedule hereto by virtue of the various powers of attorney executed by each of those persons and dated those dates set forth opposite their names in the Schedule.

3. The company has not received any notice or information of revocation of any of the said powers of attorney and I verily believe the same to be in full force and effect.

Schedule

Hyam and Wood Holdings Ltd.	17 September 1987
Amanda Kim Nuttall	17 September 1987
Alpha Computer Input Ltd.	18 September 1987
Sarah Elizabeth Lawrence	22 September 1987
Michael Hugo Stossel	20 September 1987
Frederick Guy Trevor Beetham	21 September 1987
Bishopdale Pharmacy Ltd.	17 September 1987
Betty Lawrence	19 September 1987
Kevin Daniel Burgess	16 September 1987
James Bertie Anderson	14 September 1987
Ian Ross Lindsay	14 September 1987
Melhop Concrete Services Ltd.	14 September 1987
Paul Gerard Kerr	15 September 1987
Jeanne Marie Butler	11 September 1987