BRE / TE.3 (GP) Limited

Report and Financial Statements

31 December 2006

Registered number 4582187

WEDNESDAY

A48 27

27/06/2007 COMPANIES HOUSE 479

Report and Financial Statements 31 December 2006

	Pages
Officers	3
Directors' Report	4
Statement of Directors' Responsibilities	5
Balance Sheet	6
Notes to the Financial Statements	7

Report and Financial Statements 31 December 2006

Officers

Directors

Dennis J McDonagh Gary M Sumers

Secretary

Peter H Stoll

Registered Office

40 Berkeley Square London W1J 5AL

Directors' Report 31 December 2006

The directors present their report and the financial statements for the year ended 31 December 2006

Principal activities

The principal activity of the Company is to act as a general partner to the limited partner

Results and dividends

The company did not trade during the year and therefore no profit and loss account has been prepared. The company was acquired by Blackstone Real Estate Partners III TE 3 Limited Partnership, a partnership formed in the United States of America.

Directors and directors' interests

The directors who held office during the year were as follows

DJ McDonagh

Appointed 5th November 2002

GM Sumers

Appointed 5th November 2002

None of the directors have any interest in the share capital of the company

For the year ended 31 December 2006, the company was entitled to exemption under section 249a(1) of the Companies Act 1985 No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249b(2)

By order of the board,

PH Stoll Secretary

18th April 2006

31 December 2006

Statement of Directors' Responsibilities

The directors are required by UK company law to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit or loss for that period

The directors confirm that suitable accounting policies have been used and applied consistently and reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the period ended 31 December 2006. The directors also confirm that applicable accounting standards have been followed and that the financial statements have been prepared on the going concern basis.

The directors are responsible for keeping proper accounting records, for taking reasonable steps to safeguard the assets of the Company and to prevent and detect fraud and other irregularities

Balance Sheet at 31 December 2006

	Notes	31 Dec 2006
		£
Cash		1
NET ASSET		1
EQUITY Called up share capital	3	I
TOTAL EQUITY	4	1

For the period ended 31 December 2006, the company was entitled to exemption under section 249a(1) of the Companies Act 1985. No members have required the company to obtain an audit of its accounts for the period in question in accordance with section 249b(2). The directors' acknowledge their responsibility for (i) Ensuring the company keeps accounting records which comply with section 221, and (ii) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial period, and of its profit and loss for the financial period in accordance with section 226, and which otherwise comply with the requirement of the Companies Act relating to accounts, so far as is applicable to the company

The financial statements were approved by the Board of Directors on 18th April 2006 and were signed on its behalf by

Page 6

Notes to the Financial Statements 31 December 2006

1 Principal Accounting policies and basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards. The accounting policies have been applied consistently

Cash Flow Statement

The company has taken advantage of the exemption from preparing a cash flow statement under the terms of sections 246 and 247 of the Financial Reporting Standard 1 (revised 1996) as a small sized company

2 Staff numbers and costs

Other than the directors, the company employed no other staff during the year None of the directors received any remuneration

3 Called up share capital

	2006 £
Authorised: 100 ordinary shares of £1 each	100
Allotted, called up and fully paid:	

4 Reconciliation of movements in equity

I ordinary share of £1 each

Opening shareholders' funds Shares issued during the year	£ 1 0
Closing shareholders' funds	1

1

2006