LIMITED PARTNERSHIPS ACT 1907

APPLICATION FOR REGISTRATION OF A LIMITED PARTNERSHIP AND STATEMENT OF PARTICULARS AND OF THE AMOUNTS CONTRIBUTED (IN CASH OR OTHERWISE) BY THE LIMITED PARTNERS

(Pursuant to Section 8 of the Limited Partnerships Act 1907 and Section 47 of the Finance Act 1973)

The general nature of the business INVESTMENT The principal place of business 20, OLD BAILEY, LONDON EC4M 7LN					
of each of the partners are	e as follows:				
20 OLD BAILEY, LONI	OON EC4M 7LN				
Amounts Contributed (1)	Capital duty payable (2)				
Total					
on behalf of Codan	Signed by Trust Company Limi				
Data	19 TH APRIL (294				
	Amounts Contributed (¹) Total LONDON EC4M 7LN after a requiring dissolution of each of the partners are 20 OLD BAILEY, LONI Amounts Contributed (¹)				

FILE COPY



OF A LIMITED PARTNERSHIP

No. LP4624

I hereby certify that the firm

CANDOVER 1994 US NO. 2 LIMITED PARTNERSHIP

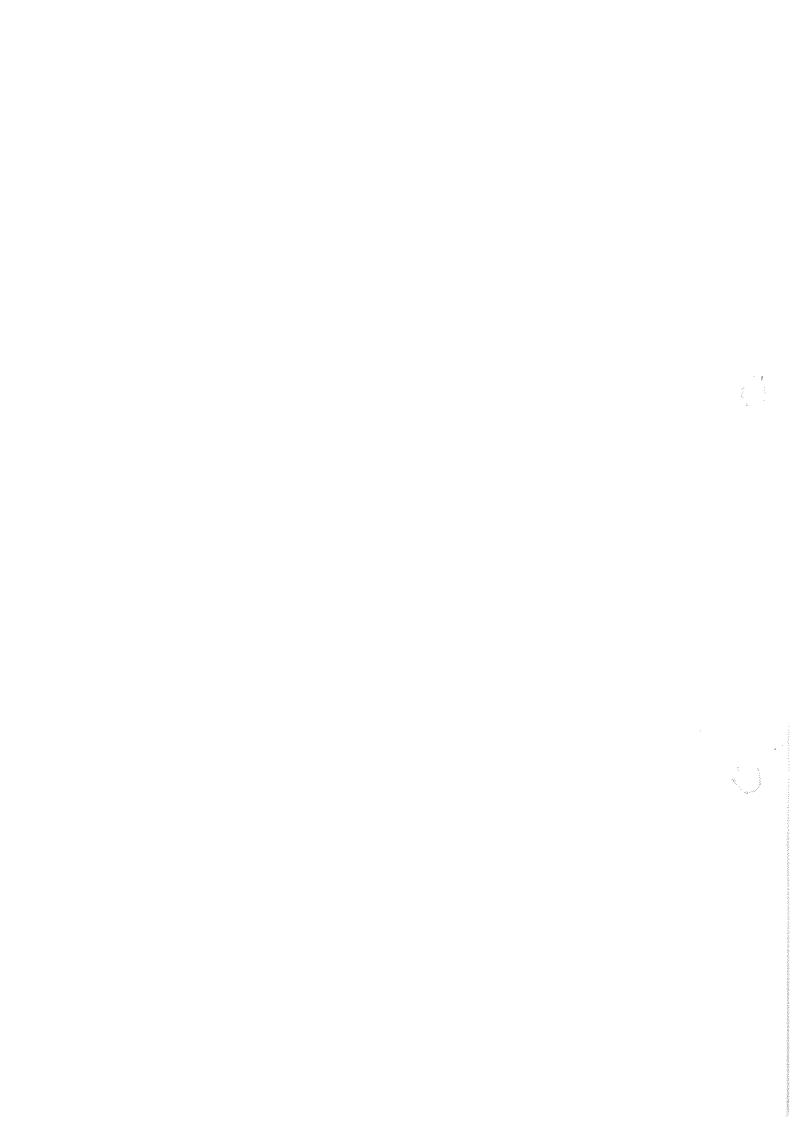
having lodged a statement of particulars pursuant to section 8 of the Limited Partnerships Act, 1907, is this day registered as a limited partnership.

Given at Companies House, Cardiff, the 22nd April 1994

H. G. Pell

Assistant Registrar of Limited Partnerships







ECE RECEIPT DATE:01/06/94

LIMITED PARTNERSHIPS ACT 1907

STATEMENT SPECIFYING THE NATURE OF A CHANGE IN THE LIMITED PARTNERSHIP AND STATEMENT OF INCREASE IN THE AMOUNT CONTRIBUTED (IN CASH OR OTHERWISE) BY LIMITED PARTNERS

(Pursuant to Section 9 of the Limited Partnerships Act 1907 and Section 47 of the Finance Act 1973)

Name of firm or partnership Candover 1994 US No.2 Limited Partnership				
	Notice is hereby given that the changes spec	cified below have occurred in this limited partnership: (please see Notes overleaf)		
(a)	The firm's name	Previous name NIL New name		
(b)	General nature of the business	Business previously carried on NIL Business now carried on		
(c)	Principal place of business	Previous place of business New place of business		
(<i>d</i>)	Change in the partners or the name of a partner (Note 1)	Increase in the number of partners (See attached schedule)		
(e)	Term or character of the partnership (Note 2)	Previous term NIL New term		
(<i>f</i>)	Change in the sum contributed by any limited partner (Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf)	(See attached schedule)		
(g)	Change in the liability of any partner by reason of his becoming a limited instead of a general partner, or vice versa	NIL		

Names of Limited Partners	Increase or additional sum now contributed (If otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (If otherwise than in cash, that fact, with particulars must be stated)	Capital duty payable on increase, etc.
		•	
	Total capital duty payable		•
gnature of firm PARTIMENS LIMITED AS A Date 27th 1 Qu	Waran PHANNER	SIGNES B OF THE CANDOVER LIMITE	Y CANDOVER 1994 US NEZ S PARTNERSHI
esented by: Clifford Chance, 200			
esentor's reference:svLD/C2857/65/	/ KAC		*******************************

Notes

- (1) Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- (2) If there is, or was, no definite term, then state against "previous term" the conditions under which the partnership was constituted and against "new term" the conditions under which it is now constituted.
- (3) Any variation in the sum contributed by any limited partner must be stated at (f) overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be made at (h) above. Capital duty is payable at £1 for every £100, or part of £100, on any increase in the amounts of contributions made, in cash or otherwise, by a limited partner.
- (4) Each change must be entered in the proper division (a), (b), (c), (d), (e), (f), (g) or (h), as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word "Nil" should be inserted in the other divisions.
- (5) The statement must be signed at the end by the firm, and delivered for registration within seven days of the change or changes taking place.