



(Registration fee £2)

LP5**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)

Name of firm or partnership CWB CAPITAL PARTNERS FUNDS II PARTNERSHIP THREE

We, the undersigned, being the partners of the above-named firm, hereby apply for registration as a limited partnership and for that purpose supply the following particulars:

The general nature of the business

The making of equity and equity related investments in leveraged acquisitions of companies in Northern European economies, particularly German speaking Europe and the Nordic countries.

The principal place of business

75 King William Street
London EC4N 7HA

The term, if any, for which the partnership is entered into

See attached schedule

If no definite term, the conditions of existence of the partnership

Date of commencement 11 October 1995

The partnership is limited and the full name and address of each of the partners are as follows:

General partners

CWB European Capital Partners Limited (Company Number 2978632) whose registered office is at 75 King William Street, London EC4N 7HA.

Limited partners

See attached schedule

Amounts Contributed (1)

See attached schedule

TOTAL

DM 194 593.50

Signatures of all the partners

See attached for Limited Partners' signatures

Date 11 October 1995

For CWB European Capital Partners Limited

Presented by: Lovell White Durrant
65 Holborn Viaduct, London EC4N 2DY

Presenter's reference: AMJ

Notes

(i) State amount contributed by each limited partner, and whether paid in cash, or how otherwise.

PARTNERSHIP No. 3

SCHEDULE

The term for which the partnership is entered into:

From 11 October 1995 until 11 October 2005, but subject to earlier termination on the happening of certain specific events, or extension, in either case as set out in the Partnership Agreement constituting the partnership.

Limited Partners

Signature

Connecticut Mutual Life Insurance Company
140 Garden Street
Hartford
CT 06103
USA

S. Horn
By its Attorney

The Union Central Life Insurance Company
1876 Waycross Road
Cincinnati
Ohio 45240
USA

S. Horn
By its Attorney

Carillon Private Equity L.P.
1876 Waycross Road
Cincinnati
Ohio 45240
USA

S. Horn
By its Attorney

& Capital Partners L.P.
600 California Street
Suite 1850
San Francisco
CA 94108
USA

S. Horn
By their Attorney

Tinicum Incorporated
800 Third Avenue
40th Floor
New York
NY 10022
USA

S. Horn
By its Attorney

Jonah Nominees Limited
12 Gough Square
London
EC4A 3DE

S. Horn
By its Attorney

Caribou Nominees Limited
12 Gough Square
London
EC4A 3DE

St. John
By its Attorney

Southern Methodist University
Perkins Administration Building
Room 202
6425 Boaz Lane
PO Box 750193
Dallas
Texas 75275 - 0193
USA

St. John
By its Attorney

Liberty Mutual Insurance Company
175 Berkeley Street
Boston
MA 02117-0140
USA

St. John
By its Attorney

Liberty Mutual Fire Insurance Company
175 Berkeley Street
Boston
MA02117-0140
USA

St. John
By its Attorney

Liberty Life Assurance Company of Boston
175 Berkeley Street
Boston
MA 02117-0140
USA

St. John
By its Attorney

Liberty Insurance Corporation
175 Berkeley Street
Boston
MA 02117-0140
USA

St. John
By its Attorney

Mourant & Co Trustees Limited
PO Box 87
18 Grenville Street
St Helier
Jersey JE4 8PX
Channel Islands

St. John
By its Attorney

CWB Capital Partners (Investments) Limited
75 King William Street
London EC4N 7HA

St. John

Amounts ContributedDM

Connecticut Mutual Life Insurance Company	29 880.00
The Union Central Life Insurance Company	14 650.00
Carillon Private Equity L.P.	770.00
& Capital Partners L.P.	20 000.00
Tinicum Incorporated	3 000.00
Jonah Nominees Limited	15 000.00
Caribou Nominees Limited	15 000.00
Southern Methodist University	30 000.00
Liberty Mutual Insurance Company	20,000.00
Liberty Mutual Fire Insurance Company	2,800.00
Liberty Life Assurance Company of Boston	3,400.00
Liberty Insurance Corporation	1,800.00
Mourant & Co Trustees Limited	30,478.50
CWB Capital Partners (Investments) Limited	7,815.00

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**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP**

No. LP4973

I hereby certify that the firm

CWB CAPITAL PARTNERS FUNDS II PARTNERSHIP THREE

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 18th October 1995

K R Davies

Assistant Registrar of Limited Partnerships



C O M P A N I E S H O U S E

PARTNERSHIP THREE

Schedule

Increase in sum contributed by existing Limited Partners

	Status	Increase in Capital Contribution (DM)	Capital Contribution Total increase in Commitment (DM)	
Southern Methodist University	Ordinary Limited Partner	10,000.00	5,000,000.00 40,000.00	SH
Tinicum Investors	Ordinary Limited Partner	2,800.00	1,400,000.00 5,800.00	SH
CWB European Capital Partners Limited	General Partner	64.00	64.00 845.50	SH
Mourant & Co Trustees Limited	Special Limited Partner	2,496.00	2,496.00 32974.50	SH
CWB Capital Partners (Investments) Limited	Special Limited Partner	640.00	640.00 8,455.00	SH

Rider A - Registration LP 47⁹⁷~~93~~

On 21 December 1995 all the interest of Tinicum Incorporated in the Partnership was transferred to Tinicum Investors as a Substitute Limited Partner. Tinicum Incorporated has ceased to be a member of the Partnership.