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UP5677

(Registration fee £2)

£100M

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 ROSEWAY INVESTMENT LIMITED PARTNERSHIP

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

International Tourist Services & Activities

The principal place of business

3rd Floor, 12 Grosvenor Place,
SW1X 7HH, London

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

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

Until notice is given by either partner

Date of commencement 23.12.97

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

General partners Hilldown Associates Limited, 19 The Pollet, St. Peter Port, Guernsey,
GY1 1WQ.

Limited partners	Amounts Contributed (1)
Delmore Developments Limited 3rd Floor, 12 Grosvenor Place, London, SW1X 7HH	£50.00 cash
TOTAL	£50.00

Signatures of all the partners For Hilldown Associates Limited

CLIFTON SERVICES
LIMITED

[Signature]
AUTHORISED SIGNATORY

Date 19.01.98

For Delmore Developments Limited

[Signature]
AUTHORISED SIGNATORY

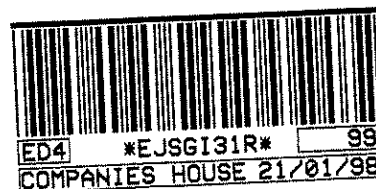
GROSVENOR
ADMINISTRATION LIMITED

Presented by: PEARSE TRUST INTERNATIONAL LIMITED

Presenter's reference: 0171 2595992

Notes

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



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**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP**

No. LP5677

I hereby certify that the firm

ROSEWAY INVESTMENT LIMITED PARTNERSHIP

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

Given at Companies House, Cardiff, the 21st January 1998

K R Davies

Assistant Registrar of Limited Partnerships



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