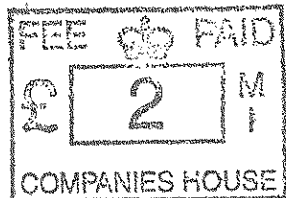


LP11192



PRINCIPALITY / 142386 / £26 com1

(Registration fee £2)

LP5

CHWP000

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)

Named of firm of partnership **GEE & DRINKWATER (EUROPE) GmbH & Co. KGaA**

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 business **CONSULTING, PROCUREMENT, LOGISTICS, MANAGEMENT AND AGENCY SERVICES, PROJECT MANAGERS, BUILDING CONSTRUCTION, CIVIL ENGINEERING, PLANT, TRANSPORT AND GENERAL CONTRACTORS; OTHER TRADING ACTIVITIES AND INVESTMENT HOLDING**

The principal place of business **C/O CASSIN MONNET SCHUMAN (UK) LLP
BOX 240, 94 LONDON ROAD, HEADINGTON,
OXFORD OX3 9FN**

The term, if any, for which the partnership is entered into: **NONE**

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

(1) A LIMITED PARTNER MAY FREELY TRANSFER ITS INTEREST IN THE FIRM TO A THIRD PARTY PROVIDED THAT THE MAXIMUM NUMBER OF PARTNERS DOES NOT EXCEED 20

(2) THE MAJORITY OF GENERAL PARTNERS OR A MAJORITY OF THE LIMITED PARTNERS (ACTING IN SEPARATE GROUPS) MAY DISSOLVE THE PARTNERSHIP UPON GIVING NOT LESS THAN 12 MONTHS NOTICE TO THE OTHER PARTNERS

Date of commencement **1 MARCH 2006**

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

General partners **CASSIN MONNET SCHUMAN, LLP
38 PRINCE EDWARD'S DRIVE
GIBRALTAR**

Limited partners **SOCIÉTÉ DE GESTION DU PATRIMOINE (EUROPE) LIMITED
C/O CASSIN MONNET SCHUMAN (UK) LLP
BOX 240, 94 LONDON ROAD, HEADINGTON,
OXFORD OX3 9FN**

Amounts contributed (1)

1,500,000€

Signature of all the partners

Date **16.02.2006**

SIGNED: For and on behalf of
CASSIN MONNET SCHUMAN, LLP

SIGNED: For and on behalf of
STÉ. DE GESTION DU PATRIMOINE (EUROPE) LTD.

MAITRE JOHN RHYB-BURGESS
Authorised signatory

MME. JACQUELINE GEE
Director

Presented by: **JOHN RHYB-BURGESS**
jurisco@laposte.net
Tel: 01597 9090

Notes

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



FILE COPY



**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP**

No. LP11192

I hereby certify that the firm

GEE & DRINKWATER (EUROPE) GMBH & CO. KGAA

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 8th March 2006



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House
— for the record —

Limited Partnership Act 1907

CHWP000

LP6

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)

Registration No. LP 11194

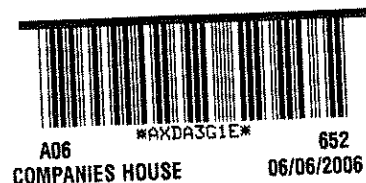
Name of firm or partnership GEE & DRINKWATER (EUROPE) GMBH & CO. KGaA

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firms name Previous Name Nil	New name Nil
b.	General nature of the business Business previously carried on Nil	Business now carried on Nil
c.	Principal place of business Previous place of business BOX 240; 94 LONDON ROAD HEADINGTON OXFORD OX3 9FN	New place of business 54 - 56 HIGH PAVEMENT NOTTINGHAM NG1 1HX
d.	Change in the partners or the name of a partner (see Note 1) Nil	
e.	Term of character of the partnership (see Note 2) Previous term Nil	New term Nil
f.	Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf). Nil	
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa. Nil	

(02/00)



h. Statement of increase in capital contributions

[illegible]

Signature of firms

Date _____

Presented by:

Presenter's reference:

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 any '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 stated at h. above.
4. Each change must be entered in the proper section 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 sections.
5. The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

Limited Partnership Act 1907

CHFP025

LP6

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)

Registration No. LP 11192

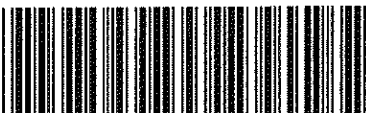
Name of firm or partnership GEE & DRINKWATER (EUROPE) GMBH & CO. KGaA.

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firms name Previous Name <u>GEE & DRINKWATER (EUROPE) GMBH & CO. KGaA.</u>	New name <u>Nil</u> <u>Gee & Drinkwater Holding GmbH & Co KGaA</u>
b.	General nature of the business Business previously carried on	Business now carried on <u>Nil</u>
c.	Principal place of business Previous place of business <u>54 - 56 HIGH PAVEMENT THE LACE MARKET NOTTINGHAM NG1 1HX</u>	New place of business <u>C/- CASSIN MONNET SCHUMAN GOTHIC HOUSE BARKER GATE NOTTINGHAM NG1 1JU</u>
d.	Change in the partners or the name of a partner (see Note 1) <u>Nil</u>	
e.	Term of character of the partnership (see Note 2) Previous term	New term <u>Nil</u>
f.	Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf). <u>Nil</u>	
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa. <u>Nil</u>	

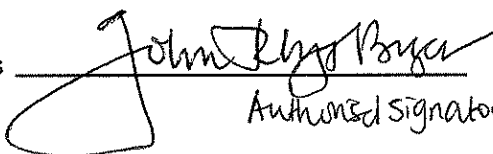
WEDNESDAY


A53 16/05/2007 664
COMPANIES HOUSE

TUESDAY

A53 01/03/2007 333
COMPANIES HOUSE

h. Statement of increase in capital contributions		
Name 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)
Nil	Nil	Nil

Signature of firms 
Authorized Signatory

Date 30 April 2007

Presented by:

Presentor's reference: 97285

CASSIN MONNET SCHUMAN
 GOTHIC HOUSE
 BARKER GATE
 NOTTINGHAM NG2 2JU

NOTES

- 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.
- If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- 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 stated at h. above.
- Each change must be entered in the proper section 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 sections.
- The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

FILE COPY



**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP
ON CHANGE OF NAME**

No. LP11192

I hereby certify that the firm

GEE & DRINKWATER (EUROPE) GMBH & CO. KGAA

having lodged a statement of particulars pursuant to section 9 of the Limited Partnerships Act, 1907, is this day registered under the name of

GEE & DRINKWATER HOLDING GMBH & CO KGAA

Given at Companies House, Cardiff, the 18th May 2007



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —