



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)

RB05
028399

Name of firm or partnership BENCHMARK JER 1 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
INVESTMENT IN REAL ESTATE

The principal place of business
25 SACKVILLE STREET
LONDON W1X 1DA

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

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

THE PARTNERSHIP SHALL CONTINUE UNTIL THE EXPIRY OF THREE MONTHS NOTICE
GIVEN BY EITHER OF THE PARTNERS TO TERMINATE THE PARTNERSHIP

Date of commencement 12 October 2000

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

General partners

BENCHMARK LP GENERAL PARTNER LIMITED Reg No 78400 (Jersey)
Reg. Office 45, The Esplanade, St. Helier Jersey JE4 8HQ

UK office: 25 Sackville Street, London W1X 1DA

Limited partners

BENCHMARK JER LP 1 LIMITED
(NO. 4088352)
Reg. Office: 25 Sackville Street
London W1X 1DA

Amounts Contributed (1)

£1 IN CASH BY LIMITED PARTNER
~~£1 IN CASH BY GENERAL PARTNER~~

TOTAL

~~£2~~ £1

Signatures of all the partners

.....
For and on behalf of Benchmark LP General
Partner Limited

Date 12 October 2000

.....
For and on behalf of Benchmark JER LP 1 Limited

Presented by: D J FREEMAN

1 FETTER LANE, LONDON EC41 1JB

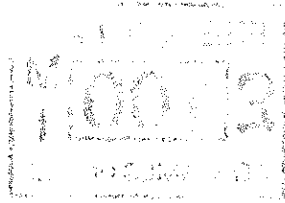
Presentor's reference: AMM/01132206

Notes

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



Notes



The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

or, for companies registered in Scotland:-

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

BENCHMARK JER 1 LIMITED PARTNERSHIP

LP 7165

Form LP6 Continuation Sheet

- d. JER Real Estate Partners II Benchmark, LLC (whose registered agent is The Corporation Trust Company of Corporation Trust Center, 1209 Orange Street, Wilmington DE, 19801 USA) was admitted to the Partnership on 18 October 2000.

JER Real Estate Partners II-A Benchmark, LLC (whose registered agent is The Corporation Trust Company of Corporation Trust Center, 1209 Orange Street, Wilmington DE, 19801 USA) was admitted to the Partnership on 18 October 2000.

JER Real Estate Qualified Partners II Benchmark, LLC (whose registered agent is The Corporation Trust Company of Corporation Trust Center, 1209 Orange Street, Wilmington DE, 19801 USA) was admitted to the Partnership on 18 October 2000.

JER Real Estates Partners Europe Benchmark, LLC (whose registered agent is The Corporation Trust Company of Corporation Trust Center, 1209 Orange Street, Wilmington DE, 19801 USA) was admitted to the Partnership on 18 October 2000.

- e. Previous term: Until the expiry of three months notice given by either of the Partners to terminate the Partnership.

New term: 20 years from 18 October 2000 unless terminated earlier in accordance with the Limited Partnership Deed.

- f. JER Real Estate Partners II Benchmark, LLC – capital contribution of £134.16.

JER Real Estate Partners II-A Benchmark, LLC – capital contribution of £27.69.

JER Real Estate Qualified Partners II Benchmark, LLC – capital contribution of £165.03.

JER Real Estate Partners Europe Benchmark, LLC – capital contribution of £173.12.

Benchmark JER LP 1 Limited – an additional capital contribution of £499.00