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LP 14013

CHFP025

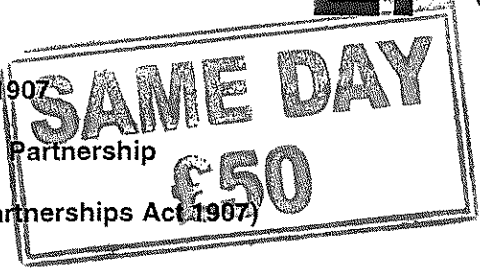
A fee is payable with this form.

LP5

LIMITED PARTNERSHIPS ACT 1907

Application for Registration of a Limited Partnership

(In accordance with section 8A of the Limited Partnerships Act 1907)

Name of firm ① **Henderson CLOF II No 2 LP (the "Partnership")**

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

The general nature of the business

To carry on in the United Kingdom and elsewhere the business of carrying out investment activities. The business of the Partnership shall be carried on with a view to producing profits for distribution in accordance with the limited partnership agreement constituting the Partnership.

Address of the proposed principal place of business of the limited partnership
201 Bishopsgate
London
EC2M 3AE
United Kingdom

The term, if any, for which the limited partnership is to be entered into ②

The Partnership shall continue until it is terminated with the agreement of the general partner and the founder partner.

Please give the name and signatures of each general partner

Names	Signatures
Henderson CLOF II (No 2 GP) Limited	 Signed by Mike Sales for and on behalf of Henderson CLOF II (No 2 GP) Limited

Please give the name, amount of capital contributed and signature of each limited partner

Names	Amount contributed ③	Signatures
Henderson CLOF II Partnership LP	£1	 Signed by Henderson CLOF II Partnership LP acting by its general partner Henderson CLOF II (GP) Limited acting by Mike Sales

① State the name under which the limited partnership is to be entered into under section 8B of the Limited Partnerships Act 1907.

② This begins with the date of registration.

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COMPANIES HOUSE

... name ending required by section



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**CERTIFICATE OF REGISTRATION
OF A
LIMITED PARTNERSHIP**

Limited Partnership No. LP14013

The Registrar of Companies for England & Wales hereby certifies that:

HENDERSON CLOF II NO 2 LP

is this day registered under the 1907 Limited Partnerships Act as a
Limited Partnership.

Given at Companies House on **9th July 2010**.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES