

**FILE COPY**



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP**

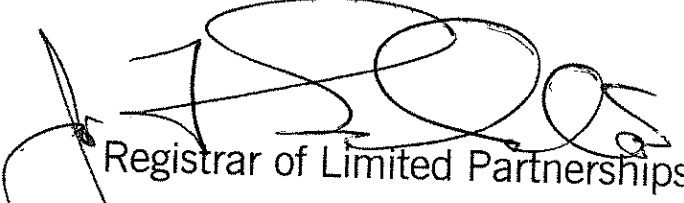
Partnership No. 5216

I hereby certify that the firm

KINGSLAND HOUSE SCOTLAND SLP

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

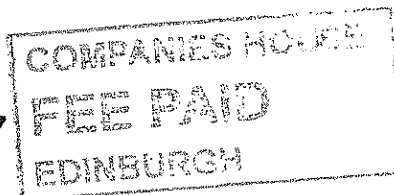
Given at Companies House, Edinburgh, the 9th June 2004

  
Registrar of Limited Partnerships



**C O M P A N I E S   H O U S E**

# Limited Partnership Act 1907



SC5216

# LP5

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: **KINGSLAND HOUSE SCOTLAND SLP ("the 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 <b>In Scotland and elsewhere the business of trading in equity and other investments with a view to producing profits for distribution in accordance with the agreement constituting the Partnership.</b>	
The principal place of business <b>50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ</b>	The term, if any, for which the partnership is entered into <b>Nil</b>
If no definite term, the conditions of existence of the partnership <b>The Partnership shall exist from the date of commencement until termination in accordance with the provisions of the agreement constituting the Partnership.</b>	
Date of commencement <b>7 June 2004</b>	
The partnership is limited and the full name and address of each of the partners are as follows:  General Partners <b>Northern Stars Corporation Limited (Registered No: SC216282) whose registered office is at 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ.</b>	
Limited partners <b>See Paper Apart 1</b>	Amounts Contributed (1)  <b>TOTAL</b>  <b>See Paper Apart 1</b>
Signature of all the partners <b>See Paper Apart 2</b>	
Date: <b>7 June 2004</b>	
Presentor's reference:  <b>JXD/WIL/229/15 (705276)</b>	
Presented by: <b>Burness 50 Lothian Road Festival Square Edinburgh, EH3 9BY</b>	
Notes (1) State amount contributed by each limited partner, and whether paid in cash, or otherwise.	



**KINGSLAND HOUSE SCOTLAND SLP  
FORM LP5  
PAPER APART 1**

**Capital Contributions**

<b>Limited Partner</b>	<b>Capital Contribution (\$)</b>
Accuvest SA, whose registered office is at Chez First Mainland SA, Place du Marche 1, Nyon 1, Raud 1260, Switzerland as trustee for the Kingsbury Trust, Chez First Mainland SA, Place du Marche 1, Nyon 1 Raud 1260 Switzerland.	0.25
Accuvest SA, whose registered office is at Chez First Mainland SA, Place du Marche 1, Nyon 1, Raud 1260, Switzerland as trustee for the Kingsford Trust, Chez First Mainland SA, Place du Marche 1, Nyon 1 Raud 1260 Switzerland.	0.25
Accuvest SA, whose registered office is at Chez First Mainland SA, Place du Marche 1, Nyon 1, Raud 1260, Switzerland as trustee for the Kingston Trust, Chez First Mainland SA, Place du Marche 1 , Nyon 1 Raud 1260 Switzerland.	0.25
Accuvest SA, whose registered office is at Chez First Mainland SA, Place du Marche 1, Nyon 1, Raud 1260, Switzerland as trustee for the Kingsville Trust, Chez First Mainland SA, Place du Marche 1, Nyon 1 Raud 1260 Switzerland.	0.25
<b>Total</b>	<b>1.00</b>

FORM LP5

KINGSLAND HOUSE SCOTLAND SLP

PAPER APART 2

Signature of all the partners:-

..... Alan Soppitt .....

Alan Henry Soppitt  
As attorney for and on behalf of  
Northern Stars Corporation Limited

..... Alan Soppitt .....

Alan Henry Soppitt  
As attorney for and on behalf of  
Accuvest SA as trustee for the Kingsbury Trust

..... Alan Soppitt .....

Alan Henry Soppitt  
As attorney for and on behalf of  
Accuvest SA as trustee for the Kingsford Trust

..... Alan Soppitt .....

Alan Henry Soppitt  
As attorney for and on behalf of  
Accuvest SA as trustee for the Kingston Trust

..... Alan Soppitt .....

Alan Henry Soppitt  
As attorney for and on behalf of  
Accuvest SA as trustee for the Kingsville Trust

This power of attorney is made the 26 day of May

2004 by NORTHERN STARS CORPORATION LIMITED

We, NORTHERN STARS CORPORATION LIMITED, registered number SC216282, having our registered office at 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:-

- (a) to execute the partnership agreement and any other documents that are required to be executed by us, in connection with the Scottish limited partnership to be known as KINGSLAND HOUSE SCOTLAND SLP (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);
- (b) to execute any replacement partnership agreement and any documents that are required to be executed by us, in connection with any changes made to any of the documents referred to in paragraph (a) above;
- (c) to execute any deed of assignment or assignation or any other instrument of transfer in respect of our interest or any part thereof in the said Partnership; and
- (d) without prejudice to the generality of the foregoing to execute in our name and to file with the Registrar of Limited Partnerships such statutory form or forms as may be required under the Limited Partnerships Act 1907 or any regulations made thereunder in relation to such execution pursuant to this power of attorney.

This power of attorney shall expire one year from the date hereof. And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by or made against him pursuant to the *bona fide* exercise by him of his power pursuant to this power of attorney: IN WITNESS WHEREOF

This power of attorney has been executed by us as a deed at Nassau, Bah. (place) on the 26 day of May 2004 as follows:-

For and on behalf of

NORTHERN STARS CORPORATION LIMITED

by

.....Director

Robert P. Jensen

and

.....Director/Secretary

AT BONGACUIT ON 7 JUNE 2004

This power of attorney is made the 26 day of May 2004 by ACCUVEST SA AS TRUSTEE OF THE KINGSTON TRUST

We, ACCUVEST SA AS TRUSTEE OF THE KINGSTON TRUST, having our registered office at Place du Marché 1, Chez First Mainland SA, Nyon, Switzerland hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:-

- (a) to execute the partnership agreement and any other documents that are required to be executed by us, in connection with the Scottish limited partnership to be known as KINGSLAND HOUSE SCOTLAND SLP (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);
- (b) to execute any replacement partnership agreement and any documents that are required to be executed by us, in connection with any changes made to any of the documents referred to in paragraph (a) above;
- (c) to execute any deed of assignment or assignation or any other instrument of transfer in respect of our interest or any part thereof in the said Partnership; and
- (d) without prejudice to the generality of the foregoing to execute in our name and to file with the Registrar of Limited Partnerships such statutory form or forms as may be required under the Limited Partnerships Act 1907 or any regulations made thereunder in relation to such execution pursuant to this power of attorney.

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This power of attorney has been executed by us as a deed at Nassau, Bah. (place) on the 26 day of May 2004 as follows:-

For and on behalf of

ACCUVEST SA AS TRUSTEE OF THE KINGSTON TRUST

by

..... Authorised Signatory Robert P. Jensen

and

..... Authorised Signatory .....

This power of attorney is made the 26 day of May 2004 by ACCUVEST SA AS TRUSTEE OF THE KINGSVILLE TRUST

We, ACCUVEST SA AS TRUSTEE OF THE KINGSVILLE TRUST, having our registered office at Place du Marché 1, Chez First Mainland SA, Nyon, Switzerland hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:-

- (a) to execute the partnership agreement and any other documents that are required to be executed by us, in connection with the Scottish limited partnership to be known as KINGSLAND HOUSE SCOTLAND SLP (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);
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- (c) to execute any deed of assignment or assignation or any other instrument of transfer in respect of our interest or any part thereof in the said Partnership; and
- (d) without prejudice to the generality of the foregoing to execute in our name and to file with the Registrar of Limited Partnerships such statutory form or forms as may be required under the Limited Partnerships Act 1907 or any regulations made thereunder in relation to such execution pursuant to this power of attorney.

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This power of attorney has been executed by us as a deed at Nassau, Bah (place) on the 26 day of May 2004 as follows:-

For and on behalf of

ACCUVEST SA AS TRUSTEE OF THE KINGSVILLE TRUST

by

..... Authorised Signatory Robert P. Jensen

and

..... Authorised Signatory .....

This power of attorney is made the 26 day of May 2004 by ACCUVEST SA AS TRUSTEE OF THE KINGSBURY TRUST

We, ACCUVEST SA AS TRUSTEE OF THE KINGSBURY TRUST, having our registered office at Place du Marché 1, Chez First Mainland SA, Nyon, Switzerland hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:-

- (a) to execute the partnership agreement and any other documents that are required to be executed by us, in connection with the Scottish limited partnership to be known as KINGSLAND HOUSE SCOTLAND SLP (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);
- (b) to execute any replacement partnership agreement and any documents that are required to be executed by us, in connection with any changes made to any of the documents referred to in paragraph (a) above;
- (c) to execute any deed of assignment or assignation or any other instrument of transfer in respect of our interest or any part thereof in the said Partnership; and
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This power of attorney has been executed by us as a deed at Nassau, Bah... (place) on the 26 day of May 2004 as follows:-

For and on behalf of

ACCUVEST SA AS TRUSTEE OF THE KINGSBURY TRUST

by

and

Authorised Signatory

Robert P. Jensen

Authorised Signatory



This power of attorney is made the 27 day of May 2004 by ACCUVEST SA AS TRUSTEE OF KINGSFORD TRUST

We, ACCUVEST SA AS TRUSTEE OF THE KINGSFORD TRUST, having our registered office at Place du Marché 1, Chez First Mainland SA, Nyon, Switzerland hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:-

- (a) to execute the partnership agreement and any other documents that are required to be executed by us, in connection with the Scottish limited partnership to be known as KINGSLAND HOUSE SCOTLAND SLP (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);
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- (c) to execute any deed of assignment or assignation or any other instrument of transfer in respect of our interest or any part thereof in the said Partnership; and
- (d) without prejudice to the generality of the foregoing to execute in our name and to file with the Registrar of Limited Partnerships such statutory form or forms as may be required under the Limited Partnerships Act 1907 or any regulations made thereunder in relation to such execution pursuant to this power of attorney.

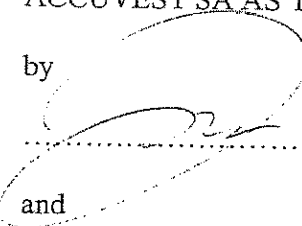
This power of attorney shall expire one year from the date hereof. And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by or made against him pursuant to the *bona fide* exercise by him of his power pursuant to this power of attorney: IN WITNESS WHEREOF

This power of attorney has been executed by us as a deed at Nassau, Bah. (place) on the 27 day of May 2004 as follows:-

For and on behalf of

ACCUVEST SA AS TRUSTEE OF KINGSFORD TRUST

by

 ..... Authorised Signatory Robert P. Jensen

and

..... Authorised Signatory .....

Your Ref:  
Our Ref: JXD/WIL/229/15  
E Mail: jxd@burness.co.uk  
Direct Dial: 0131 473 6197

50 Lothian Road  
Festival Square  
Edinburgh EH3 9WJ

LP-60 Edinburgh 2  
DX ED73 Edinburgh

Tel: 0131 473 6000  
Fax: 0131 473 6006

[www.burness.co.uk](http://www.burness.co.uk)

Registrar of Limited Partnerships  
Companies House  
37 Castle Terrace  
Edinburgh  
EH1 2EB

7 June 2004

Dear Sir

## **KINGSLAND HOUSE SCOTLAND SLP**

We enclose a form LP5 in respect of the above Limited Partnership, together with our cheque for £2.00 for registration. We also enclose copies of the Powers of Attorney pursuant to which the form LP5 was signed.

The use of the word "Scotland" in the Partnership name is justified as the Partnership has a principal place of business in Scotland.

Please acknowledge receipt by date stamping one copy of this letter and returning it to us.

Please call Joanna Dallas on 0131 473 6197 to let us know when the Certificate of Registration is ready for collection.

Yours faithfully

