

**FILE COPY**



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP**

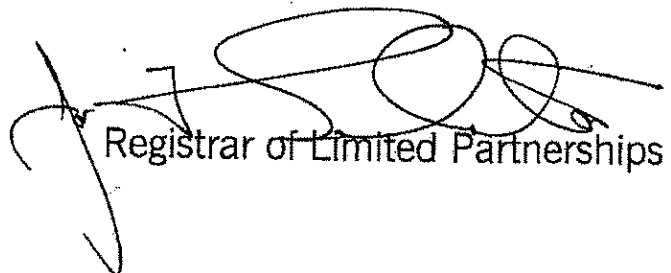
Partnership No. 5352

I hereby certify that the firm

COLUMBIA/PATRON SCOTLAND LP

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 21st October 2004

  
Registrar of Limited Partnerships



**C O M P A N I E S   H O U S E**

# Limited Partnership Act 1907

COMPANIES HOUSE  
FEE PAID £80  
EDINBURGH

# LP5

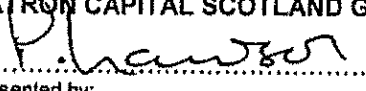
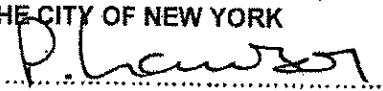
SL5352

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: COLUMBIA/PATRON SCOTLAND LP (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 To carry on in Scotland and elsewhere, with a view to producing profits, the business of investing and acting as a limited partner in Patron Capital, L.P. II, currently comprising Patron Capital, L.P. II and such other additional vehicles investing in parallel with Patron Capital, L.P. II from time to time (the "Fund") subject to the terms of and in accordance with the limited partnership agreement dated 9 July 2004 constituting Patron Capital, L.P. II and such other agreements constituting such other additional vehicles investing in parallel with Patron Capital, L.P. II, relating to the Fund, as amended from time to time and undertaking all matters and actions necessary or ancillary thereto (including without limitation, making capital contributions and loans to the Fund).	
The principal place of business 50 Lothian Road Festival Square Edinburgh EH3 9WJ	The term, if any, for which the partnership is entered into N/A
If no definite term, the conditions of existence of the partnership The Partnership shall continue from the date of commencement until the date of termination of the last entity which is a constituent entity of the Fund.	
Date of commencement 20 October 2004	
The partnership is limited and the full name and address of each of the partners are as follows:	
General Partners Patron Capital Scotland GP Limited, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ	
Limited partners	Amounts Contributed (1)
The Trustees of Columbia University in the City of New York 475 Riverside Drive Suite 401 New York NY10115, USA	€810
TOTAL	€810
Signature of all the partners Peter Alexander Lawson as attorney for and on behalf of PATRON CAPITAL SCOTLAND GP LIMITED 	Peter Alexander Lawson as attorney for and on behalf of THE TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK 
Presented by: Burness LLP 50 Lothian Road Festival Square Edinburgh EH3 9WJ	Date 20 October 2004  Presenter's reference: IGB/SJB/1/208 (780903)
Notes (1) State amount contributed by each limited partner, and whether paid in cash, or otherwise.	



This power of attorney is made the 21<sup>st</sup> day of September 2004 by The Trustees of Columbia University in the City of New York.

We, The Trustees of Columbia University in the City of New York, having our principal place of business at 475 Riverside Dr., Suite 401 New York, NY 10115 hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness LLP, 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 formation of a Scottish limited partnership to be known as Columbia/Patron Scotland LP;
- (b) 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 month 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 New York, USA on the 21st day of September 2004 as follows:-

For and on behalf of  
The Trustees of Columbia University in the City of New York

by

  
..... Authorised Signatory

[Signature]

N. P. Narvekar  
.....  
[Print Name]

and

  
..... Authorised Signatory

[Signature]

Peter Holland  
.....  
[Print Name]

This power of attorney is made the 20<sup>th</sup> day of October 2004 by Patron Capital G.P. II Limited.

We, Patron Capital G.P. II Limited, of Trident Chambers, Wickhams Cay, PO Box 146, Road Town, Tortola, British Virgin Islands, hereby Irrevocably make, constitute and appoint each of John Campbell Raftery, 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 agreements in connection with the establishment of each of the Scottish limited partnerships to be known as Chicago/Patron Scotland LP and Columbia/Patron Scotland LP and to execute amended and restated partnerships agreements relating to the Scottish limited partnerships known as HPC Patron Scotland LP and Michigan/Patron Scotland LP; and
- (b) 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 month 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 Tortola, British Virgin Islands on the day of October 2004 as follows:-


For and on behalf of

Standard Nominees Limited

in its capacity as sole director of

Patron Capital G.P. II Limited

by

 ..... Authorised Signatory  
[Signature] [Print Name] E.L.D. Lewis

and

 ..... Authorised Signatory  
[Signature] [Print Name] Kenneth M. Hoole

**WRITTEN RESOLUTION**  
of the sole director of  
**PATRON CAPITAL G.P. II LIMITED**  
(the "Company")


We, Standard Nominees Limited, being the sole director of the Company, hereby RESOLVE THAT:

- 1 the Company enter into a power of attorney (the "Power of Attorney"), a copy of which is attached hereto, appointing each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson as its attorney to execute the partnership agreements relating to the establishment of each of the Scottish limited partnerships to be known as Chicago/Patron Scotland LP and Columbia/Patron Scotland LP and to execute amended and restated partnerships agreements relating to the Scottish limited partnerships known as HPC Patron Scotland LP and Michigan/Patron Scotland LP; and
- 2 any two authorised signatories of the Company be authorised to execute the Power of Attorney as a deed.

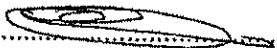
Standard Nominees Limited  
in its capacity as director of  
Patron Capital G.P. II Limited  
acting by



Authorised Signatory



Print Name



Authorised Signatory



Print Name

Date: 20<sup>th</sup> October 2004

This power of attorney is made the 19 day of October 2004 by Patron Capital Scotland GP Limited.

We, Patron Scotland GP Limited, of 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ, hereby irrevocably make, constitute and appoint each of John Campbell Raftery, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Bumsess, 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 agreements in connection with the establishment of each of the Scottish limited partnerships to be known as Chicago/Patron Scotland LP and Columbia/Patron Scotland LP and to execute amended and restated partnerships agreements relating to the Scottish limited partnerships known as HPC Patron Scotland LP and Michigan/Patron Scotland LP; and
- (b) 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 month 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 London on the 19 day of October 2004 as follows:-

Executed and delivered as a deed  
by PATRON CAPITAL SCOTLAND GP LIMITED  
acting by:

Director

Secretary

Date: 19/10 / 2004

WRITTEN RESOLUTION  
of the sole director of  
PATRON CAPITAL SCOTLAND GP LIMITED  
(the "Company")

I, K Breslauer, being the sole director of the Company, hereby RESOLVE THAT:

- 1 the Company enter into a power of attorney (the "Power of Attorney"), a copy of which is attached hereto, appointing each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson as its attorney to execute the partnership agreements relating to the establishment of each of the Scottish limited partnerships to be known as Chicago/Patron Scotland LP and Columbia/Patron Scotland LP and to execute amended and restated partnerships agreements relating to the Scottish limited partnerships known as HPC Patron Scotland LP and Michigan/Patron Scotland LP; and
- 2 the director and the company secretary of the Company be authorised to execute the Power of Attorney as a deed.

  
K Breslauer

Date: 19 / 10 / 2004