

FILE COPY



**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP**

Partnership No. 6276

I hereby certify that the firm

DN CAPITAL - GVC FOUNDER PARTNER 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 4th October 2007

A stylized, handwritten signature in black ink, consisting of several loops and a long horizontal stroke.

Registrar of Limited Partnerships



C O M P A N I E S H O U S E

5L 6276

Limited Partnership Act 1907**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: DN Capital - GVC Founder Partner 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 the business of participating in other limited partnerships and making investments with a view to producing profits in accordance with the agreement constituting the Partnership.	
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 terminated in accordance with Clause 8 of the agreement constituting the Partnership.	
Date of commencement 3 October 2007	
The partnership is limited and the full name and address of each of the partners are as follows: General Partners DN Capital GVC Founder Partner Limited 50 Lothian Road Festival Square Edinburgh EH3 9WJ	
Limited partners Steven Schlenker 3 Talbot Road Isleworth TW7 7HG TOTAL £1	Amounts Contributed (1) £1 £1
Signature of all the partners See paper apart	
Presented by: Burness LLP, 50 Lothian Road, Edinburgh, EH3 9WJ	Date 3 October 2007 Presentor's reference: FXR/MAC/163/103
Notes (i) State amount contributed by each limited partner, and whether paid in cash, or otherwise.	

WEDNESDAY



SCT 03/10/2007 247
 COMPANIES HOUSE

DN CAPITAL - GVC FOUNDER PARTNER LP

FORM LP5

PAPER APART

Signatures of all the Partners

Alan Soppitt
as attorney for and on behalf of
DN Capital GVC Founder Partner Limited

..... Alan Soppitt

Alan Soppitt
as attorney for and on behalf of
Steven Schlenker

..... Alan Soppitt

This power of attorney is made the 2 day of October 2007 by DN Capital GVC Founder Partner Limited.

We, DN Capital GVC Founder Partner Limited, registered number SC331394 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, Peter Alexander Lawson, Grant Tennant Stevenson and Jonathan Heaney 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:-

- 1 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 DN Capital – GVC Founder Partner LP (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);
- 2 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 1 above;
- 3 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
- 4 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

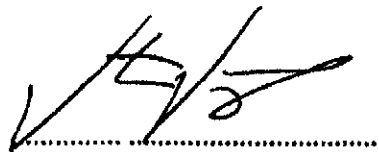
This power of attorney has been executed by us as a deed on the 2 day of October 2007 as follows:-

For and on behalf of

DN Capital GVC Founder Partner Limited

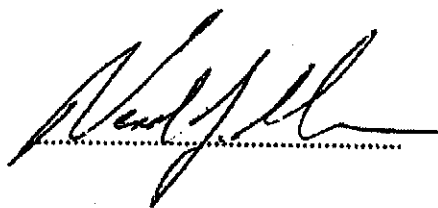
by

Steven Schlenker, Director



and

Nenad Marovac, Director

A handwritten signature in black ink, appearing to read 'Nenad Marovac', is written over a horizontal dotted line.

This power of attorney is made the 2 day of October 2007 by Steven Schlenker.

I, Steven Schlenker, of 3 Talbot Road, Isleworth, TW7 7HG hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt, Peter Alexander Lawson, Grant Tennant Stevenson and Jonathan Heaney all of Burness LLP, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as my true and lawful attorney with full power and authority in my name and on my behalf:-


- 1 to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as DN Capital – GVC Founder Partner LP (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);
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
- 4 without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed on the 2 day of October 2007 as follows:-


.....
Steven Schlenker

In the presence of this witness


.....

NICOLE CHADWICK..... Full Name

EA..... Occupation

..... FAATL Address

..... 634 WRIGHTINGTON RD
LONDON SW11 6RS