

LIMITED PARTNERSHIPS ACT 1907

TRANS 0000 17/12

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)

000908

Name of firm or partnership Folkestone Harbour 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

Acquisition, holding, redevelopment and management of property

The principal place of business

125 Sandgate High Street, Folkestone, Kent, CCT20 3BZ

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 commence on 15 March 2007 and shall continue until terminated with the prior written agreement of all of the Partners.

Date of commencement 15 March 2007

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

General partners

Folkestone Harbour (GP) Limited
125 Sandgate High Street,
Folkestone, Kent,
CT20 3BZ

Limited partners

Amounts Contributed (i)

Folkestone Harbour (1) Limited
Folkestone Harbour (2) Limited
Folkestone Harbour (3) Limited
Folkestone Harbour (4) Limited

Each Limited Partner has contributed £10 in cash

TOTAL

£40.00

Signatures of all the partners

[Handwritten signature]

FOR AND ON BEHALF OF EACH OF:
FOLKESTONE HARBOUR (GP) LIMITED
FOLKESTONE HARBOUR (1) LIMITED
FOLKESTONE HARBOUR (2) LIMITED
FOLKESTONE HARBOUR (3) LIMITED
FOLKESTONE HARBOUR (4) LIMITED

Date 15 MARCH 2007

Presented by: Herbert Smith LLP, Exchange House, Primrose Street, London EC2A 2HS

Presentor's reference: 7475/4439/30871717

Notes

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



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

Folkestone Harbour (1) Limited

125 SANDGATE HIGH STREET,

FOLKESTONE, KENT

CT20 3BZ.

Folkestone Harbour (2) Limited

125 SANDGATE HIGH STREET,

FOLKESTONE, KENT,

CT20 3BZ

Folkestone Harbour (3) Limited

125 SANDGATE HIGH STREET

FOLKESTONE, KENT

CT20 3BZ

Folkestone Harbour (4) Limited

125 SANDGATE HIGH STREET

FOLKESTONE, KENT,

CT20 3BZ.

FILE COPY



**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP**

No. LP11912

I hereby certify that the firm

FOLKESTONE HARBOUR LIMITED PARTNERSHIP

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, Cardiff, the 15th March 2007



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

Limited Partnership Act 1907

LP6

CHFP025

Statement specifying the nature of a change in the Limited Partnership and Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners.


(Pursuant to section 9 of the Limited Partnerships Act 1907 and section 47 of the Finance Act 1973)

Registration No. LP11912

Name of firm or partnership Folkestone Harbour Limited Partnership

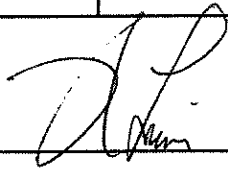
Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

<p>a. The firms name</p> <p>Previous Name</p> <p>Nil</p>	<p>New name</p> <p>Nil</p>
<p>b. General nature of the business</p> <p>Business previously carried on</p> <p>Nil</p>	<p>Business now carried on</p> <p>Nil</p>
<p>c. Principal place of business</p> <p>Previous place of business</p> <p>Nil</p>	<p>New place of business</p> <p>Nil</p>
<p>d. Change in the partners or the name of a partner (see Note 1)</p> <p>Nil</p>	
<p>e. Term of character of the partnership (see Note 2)</p> <p>Previous term</p> <p>Nil</p>	<p>New term</p> <p>Nil</p>
<p>f. Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf).</p> <p>Please see information provided at (h) overleaf in relation to additional contributions by each of the Limited Partners</p>	
<p>g. Change in the liability of any partner by reason or vice versa.</p> <p>Nil</p>	<p>general partner</p> <div style="display: flex; align-items: center;"> <div style="writing-mode: vertical-rl; transform: rotate(180deg); background-color: black; color: white; padding: 2px;">TUESDAY</div>  </div> <p>*A3PP00S7*</p> <p>A22 17/04/2007 665 COMPANIES HOUSE</p> <p>A01 23/03/2007 595 COMPANIES HOUSE</p>

h. Statement of increase in capital contributions		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
1. Folkestone Harbour (1) Limited	£24,250,000 (otherwise than in cash as described in the attached continuation sheet.	£24,250,010 (of which £10 was contributed in cash and £24,250,000 was contributed as described in the attached continuation sheet.
2. Folkestone Harbour (2) Limited	£12,587,457	£12,587,467
3. Folkestone Harbour (3) Limited	£7,552,470	7,552,480
4. Folkestone Harbour (4) Limited	£5,954,867	£5,954,877

Signature of firms _____



Date _____

21/3/07

Presented by: Herbert Smith LLP
Exchange House
Primrose Street
London
EC2A 2HS

Presenter's reference: 4439/7475/30871717

NOTES

- Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- Any variation in the sum contributed by any limited partner must be stated at f. overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at h. above.
- Each change must be entered in the proper section a., b., c., d., e., f., g., or h., as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

CONTINUATION SHEET

LP11912 – Folkestone Harbour Limited Partnership

h. Statement of increase in capital contributions

Name of Limited Partners	Increase or additional sum now contributed	Total amount contributed
1. Folkestone Harbour (1) Limited	£24,250,000 (otherwise than in cash, namely by way of transfer of the beneficial interest in all that freehold land registered at HM Land Registry with title absolute under Title Numbers K721157, K698586 and K563089 together with all that leasehold land registered at HM Land Registry with title absolute under Title Numbers K744624, K667505 and K774627).	£24,250,010 (of which £10 was contributed in cash and £24,250,000 was contributed as described in the adjacent column).