

LLP2

(Section 2 LLP Act 2000)

Application for Incorporation of a Limited Liability Partnership

Please complete in typescript,
or in bold black capitals

CHFP025

Please leave this box blank

OC 339798

Full Name of Limited Liability Partnership

Montagu Private Equity Associates LLP

Situation of Registered Office

England and Wales

Insert "England and Wales", "Wales" or "Scotland"

Registered Office Address

2 More London Riverside

Post town

PO Box number only is not acceptable

County / Region

London

UK Postcode

SE1 2AP

Will all Members from time to time be designated members?

YES

NO

If no, at least two of the listed members must be designated members

(List members overleaf)

Number of continuation sheets attached to this application for incorporation



I certify that I am a (Please tick appropriate box)

Solicitor engaged in the formation of this LLP

Member named overleaf of the LLP

And that the two or more persons named overleaf are associated for carrying on a lawful business with a view to profit

529364/50

Signed

Mark P... (signature)

Date

01/09/08

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record

Macfarlanes LLP

20 Cursitor Street
London
EC4A 1LT

607058/JCH

DX Number 138

Tel +44 (0)20 7831 9222

DX Exchange Chancery Lane

When you have completed and signed the form please send it to the Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for partnerships registered in England and Wales or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for partnerships registered in Scotland

DX ED235 Edinburgh or LP- 4 Edinburgh 2

MONDAY



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01/09/2008

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COMPANIES HOUSE

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List of Members on Incorporation

Peers or others known by a title may use the title instead of or in addition to their name

Surname or Corporate name
 Forename(s)

Member Reference Number * (as advised by Companies House)
 Date of Birth

Day	Month	Year
<input type="text" value="2"/>	<input type="text" value="9"/>	<input type="text" value="031965"/>

Usual Residential Address †† (or registered or principal office address in the case of a corporation or Scottish firm)

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985

Post town
 County / Region UK Postcode
 Country

I consent to act as a member of the limited liability partnership named on page 1

(Please tick this box if consenting to act as a designated member)

* Voluntary information

Signed Date
 (Member to sign and date)

Peers or others known by a title may use the title instead of or in addition to their name

Surname or Corporate name
 Forename(s)

Member Reference Number * (as advised by Companies House)
 Date of Birth

Day	Month	Year
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(Please tick this box if consenting to act as a designated member)

* Voluntary information

Signed Date
 (Member to sign and date)

NOTE Unless there are at least two designated members, all members will be designated members

LLP2 cont

Full Name of Limited Liability Partnership

Montagu Private Equity Associates LLP

List of Members on Incorporation

Peers or others known by a title may use the title instead of or in addition to their name

Surname or Corporate name MPE AssociateCo Limited

Forename(s)

Member Reference Number * (as advised by Companies House)

Date of Birth Day Month Year

Usual Residential Address †† (or registered or principal office address in the case of a corporation or Scottish firm)

2 More London Riverside

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under the provisions of section 723B of the Companies Act 1985

Post town

County / Region London

UK Postcode SE1 2AP

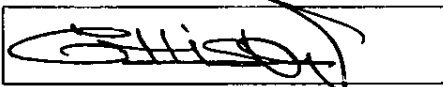
Country

I consent to act as a member of the limited liability partnership named on page 1

(Please tick this box if consenting to act as a designated member)

* Voluntary information

Signed



Date 01 / 09 / 08

(Member to sign and date)

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Forename(s)

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Signed

Date

(Member to sign and date)

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FILE COPY

**CERTIFICATE OF INCORPORATION
OF A
LIMITED LIABILITY PARTNERSHIP**

Partnership No. OC339798

The Registrar of Companies for England and Wales hereby certifies that

MONTAGU PRIVATE EQUITY ASSOCIATES LLP

is this day incorporated under the Limited Liability Partnerships Act 2000 as a limited liability partnership and that the partnership is limited.

Given at Companies House on **1st September 2008**.



Companies House
— for the record —



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES