

LP10270  
**LP5**

## LIMITED PARTNERSHIPS ACT 1907

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 SOF VII A U.K., L.P.

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

THE GENERAL NATURE OF THE BUSINESS IS TO SEEK AND EXPLOIT GENERAL  
COMMERCIAL OPPORTUNITIES WITH THE PRINCIPAL OBJECT OF GENERATING PROFIT

## The principal place of business

5 OLD BROAD STREET,  
LONDON EC2N 1DW

## The term, if any, for which the partnership is entered into

8 YEARS FROM 30 NOVEMBER 2005

If no definite term, the conditions of existence of the partnership

Date of commencement 8 MARCH 2005

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

## General partners

SOF-VII MANAGEMENT, L.L.C.  
591 W. PUTNAM AVENUE  
GREENWICH, CONNECTICUT 06830  
UNITED STATES OF AMERICA

## Limited partners

STARWOOD GLOBAL OPPORTUNITY FUND  
VII-A, L.P., 591 W. PUTNAM AVENUE,  
GREENWICH, CONNECTICUT 06830, UNITED  
STATES OF AMERICA,

TOTAL

## Amounts Contributed (i)

£100.00 (in cash)

£100.00 (in cash)

Signatures of all the partners

SOF-VII MANAGEMENT, L.L.C.

STARWOOD GLOBAL OPPORTUNITY FUND VII-A, L.P.

Presented by: WHITE & CASE  
5 OLD BROAD STREET  
LONDON EC2N 1DW

Date March 8, 2005

Presentor's reference: MJC/1142266-0099

## Notes

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

**FILE COPY**



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP**

No. LP10270

I hereby certify that the firm

SOF VII A U. K. , L. P.

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 11th March 2005



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

# Limited Partnership Act 1907

CHFP025

# LP6

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. LP10270

Name of firm or partnership SOF-VII AMERICAS U.K. L.P.

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

(Please see notes overleaf)

a.	The firms name	Previous Name	New name
	Nil		
b.	General nature of the business	Business previously carried on	Business now carried on
	Nil		
c.	Principal place of business	Previous place of business	New place of business
	591 W. Putnam Avenue Greenwich Connecticut 06830 United States of America		Prince House 4th Floor 38 Jermyn Street London, SW1Y 6DN, England
d.	Change in the partners or the name of a partner (see Note 1)		
	Nil		
e.	Term of character of the partnership (see Note 2)	Previous term	New term
	Nil		
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).		
	Nil		
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.		
	Nil		



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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)
Nil		

Signature of firms

STARWOOD GLOBAL OPPORTUNITY FUND VII-A, L.P.

Date

June 28, 2005

Presented by: White & Case  
5 Old Broad Street  
London  
EC2N 1DW

Presentor's reference: HCS/1142266-0099

#### 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.

# Limited Partnership Act 1907

CHFP025

# LP6

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. LP10270

Name of firm or partnership SOF VII A U.K., L.P.

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

(Please see notes overleaf)

a.	The firms name Previous Name SOF VII A U.K., L.P.	New name SOF-VII AMERICAS U.K., L.P.
b.	General nature of the business Business previously carried on	Business now carried on
c.	Principal place of business Previous place of business	New place of business
d.	Change in the partners or the name of a partner (see Note 1)	
e.	Term of character of the partnership (see Note 2) Previous term	New term
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). SOF-VII MANAGEMENT, L.L.C. HAS CONTRIBUTED £100.00 TO THE PARTNERSHIP	
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa. STARWOOD GLOBAL OPPORTUNITY FUND VII-A, L.P. HAS CEASED TO BE A LIMITED PARTNER AND HAS BECOME A GENERAL PARTNER. SOF-VII MANAGEMENT, L.L.C. HAS CEASED TO BE A GENERAL PARTNER AND BECOME A LIMITED PARTNER.	



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#### h. Statement of increase in capital contributions

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### Signature of firms

Date 18 March 2005

SHAWDO GLOBAL OPPORTUNITY FUND VII-A L.P.

~~Sof-VII MANAGEMENT, L.L.C.~~

Presented by: White & Case  
5 Old Broad Street  
London  
EC2N 1DW

Presentor's reference: MJC/1142266-0099

## NOTES

1. 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.
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5. The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

# Limited Partnership Act 1907

CHFP025

# LP6

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. LP010270

Name of firm or partnership SOF VII A U.K. L.P.


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

(Please see notes overleaf)

a.	The firms name Previous Name	New name
b.	General nature of the business Business previously carried on	Business now carried on
c.	Principal place of business Previous place of business 5 OLD BROAD STREET, LONDON. EC2N 1DW	New place of business 591 W. Putnam Avenue, Greenwich, Connecticut 06830. United States of America
d.	Change in the partners or the name of a partner (see Note 1)	
e.	Term of character of the partnership (see Note 2) Previous term	New term
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).	
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.	



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)

Signature of firms   
 FOR AND ON BEHALF OF  
 SOF VII A U.K., L.P.

Date 18 March 2005

Presented by: White & Case  
 5 Old Broad Street  
 London  
 EC2N 1DW

Presentor's reference: MJC/1142266-0099

# NOTES

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- The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.



**FILE COPY**



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP  
ON CHANGE OF NAME**

No. LP10270

I hereby certify that the firm

SOF VII A U. K. , L. P.

having lodged a statement of particulars pursuant to section 9 of the Limited Partnerships Act, 1907, is this day registered under the name of

SOF-VII AMERICAS U. K. , L. P.

Given at Companies House, Cardiff, the 22nd March 2005



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES



*Companies House*

— for the record —

# Limited Partnership Act 1907

CHWP000

# LP6

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. LP010270

Name of firm or partnership SOF-VII AMERICAS U.K., L.P.

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

(Please see notes overleaf)

a. The firms name	Previous Name	New name
b. General nature of the business	Business previously carried on	Business now carried on
c. Principal place of business	Previous place of business Prince House, 4th Floor, 38 Jermyn Street London SW1Y 6DN	New place of business 52 Conduit Street, 1st Floor London W1S 2YX
d. Change in the partners or the name of a partner (see Note 1)		
e. Term of character of the partnership (see Note 2)	Previous term	New term
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).		
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.		

(02/00)

TUESDAY



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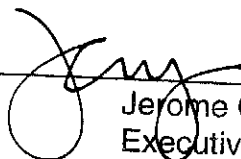
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COMPANIES HOUSE

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)

Signature of firms



Jerome C. Silvey  
Executive Vice President

Date

November 4, 2009

Presented by:

White & Case LLP  
5 Old Broad Street  
London EC2N 1DW

Presenter's reference:

AGT

## NOTES

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