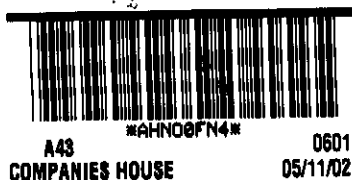
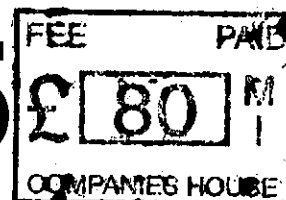


LP8382

BARC
712702

(Registration fee £2)

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 CS CAPITAL PARTNERS II, 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

Identifying, researching, negotiating, making, monitoring and realising investments and carrying out all functions or acts in connection therewith.

The principal place of business

Byron House, 7 St. James Street, London SW1A 1EE

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

Ten years from the Final Closing Date, extendable by up to one year at the discretion of the Manager and two additional one year periods with the consent of Investors.

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

Date of commencement

4 November 2002

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

General partner

**Cabot Square Capital GP Ltd
Byron House
7 St. James Street
London
SW1A 1EE**

Limited partners

CS Capital Partners (FP) L.P.

**50 Lothian Road
Festival Square
Edinburgh
EH3 9BY**

Amounts Contributed (i)

€650.00 (Cash)

TOTAL

€650.00

Signatures of all the partners

Please see attached schedule

Date

November 2002

Presented by:

S J Berwin, 222 Grays Inn Road, London WC1X 8XF

Presentor's reference 461/C15839.1/CP3:230653.1/sabw

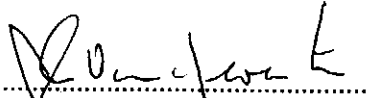
Notes

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

461/C15839.1/CP3:230653.1/sabw

CS CAPITAL PARTNERS II, L.P.

SCHEDULE TO LIMITED PARTNERSHIPS FORM LP5



for and on behalf of
Cabot Square Capital GP Ltd



for and on behalf of
CS Capital Partners (FP) L.P.
acting by its general partner
Cabot Square Capital GP (Scotland) Ltd

FILE COPY



**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP**

No. LP8382

I hereby certify that the firm

CS CAPITAL PARTNERS II, L.P.

having lodged a statement of particulars pursuant to section 8 of the Limited Partnership Act 1907, is this day registered as a limited partnership

Given at Companies House, Cardiff, the 05 November 2002.

Val Erdman

Assistant Registrar of Limited Partnerships



Companies House

— for the record —

