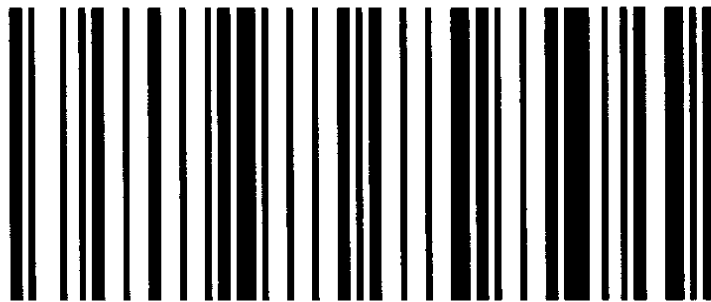




10054405800

**THIS FILE CONTAINS DOCUMENTS
REGISTERED PRE JULY 2001**



DISCDOC

NOTE: FOR CHARGE REGISTER SEE INSIDE BACK COVER

COMPANY REGISTER



COMPANIES
OFFICE
NEW ZEALAND

CERTIFICATE OF INCORPORATION

ORBITAL HOMES LIMITED
(HN/188805)

This is to certify that **THAMES HOMES LIMITED** was incorporated under the Companies Act 1955 as a Private Company (limited by shares) on the 25th day of August 1967, and changed its name to **PENINSULAR BUILDERS LIMITED** on the 30th day of July 1971, and changed its name to **ORBITAL HOMES LIMITED** on the 4th day of April 1996



Neville Harris

Neville Harris
Registrar of Companies
4 April 1996

188805

HN-1967/425

THAMES HOMES LIMITED
Peninsula Builders

L. & D. Coy G.C. 2

Date of Filing	Sec. Filed	No. of Doc.	Precis of Document Filed	Record of Allotments	Initials of Assistant Registrar	Annual Licence Register			
						Licence Year	Amount Paid	Date of Payment	Receipt No.
15-6-72	147	12	Special resolution that no auditor be appointed						
	132	13	Annual Return to 20/11/71						
	147	14	Special resolution that no auditor be appointed						
22-12-72	132	15	Annual Return to 10/12/72						
	147	16	Special resolution that no auditor be appointed						
21-7-74	132	17	Annual Return to 13/12/73						
"	147	18	Special resolution that no auditor be appointed						
21-7-75	132	19	Annual Return to 13/12/74						
"	147	20	Special Resolution that no auditor be appointed						
4-11-75	132	21	Annual Return to 3/11/75						
	147	22	Special resolution that no auditor be appointed						
18/3/76	115	23	Registered Office						
"	200	24	Particulars of Directors and Secretary						
7-12-76	132	25	Annual Return to 25/11/76						
"	147	26	Special Resolution re No Auditor						
20/12/77	200	27	Particulars of Directors, Secretary						
	132	28	Annual Return to 15-12-77						
	354	29	Non Appointment of Auditor						
5/12/79	132	30	Annual Return to 4/12/79 and no auditor						
19/11/79	115	31	Registered Office						
28/1/79	132	32	Annual Return dated 26/1/79 and No Auditor						
1/11/80	132	33	Annual Return dated 7/11/80 and No Auditor						
FILE VERIFIED AGAINST DATABASE 24/4/1981									
19/10/81	132	34	Annual Return dated 14/10/81 and No Auditor						
15-2-8	200	35	Particulars of Directors and Secretary						
23.11.82	132	36	Annual Return dated 22.11.82 and No Auditor						
3/12/83	132	37	Annual Return dated 2.12.83 and No Auditor						
29/5/84	132	38	Annual Return dated 24/5/84 and No Auditor						

PAS

~~PENINSULA BUILDERS LIMITED~~

L. & D. Coy G.C. 2

Name of Company:

~~THAMES HOMES LIMITED~~

Company No. HN.1967/425

138805

Registered Office:

~~M/s Blake & Co. Pub. Accts, Pollen Street, THAMES~~ **NON-EXEMPT PRIVATE COMPANY**

~~Cl. Robinson Greenacre, Accountants, Thames Bridge, Regent Homes Ltd~~
~~209 May St Bournemouth~~ Man Road

~~433 POLLEN ST, THAMES~~ See front cover ~~Thames~~

Original Capital:

£200

Date of Incorporation:

25.8.1967

Date of Alteration:

Public or Private:

Private

Number of Shares and

200

Liability:

Limited

Amount of each Share:

£1-00

Annual Licence Duty:

£4-00 \$6

[Signature]
District Registrar
Assistant

Date of Filing	Sec. Filed	No. of Doc.	Precis of Document Filed	Record of Allotments	Initials of Assistant Registrar	Annual Licence Register			
						Licence Year	Amount Paid	Date of Payment	Receipt No.
1967	26	1	MEMORANDUM OF ASSOCIATION			1967	£1-40		
	29	2	DECLARATION OF COMPLIANCE						
	26	3	ARTICLES OF ASSOCIATION						
	115	4	SITUATION OF REGISTERED OFFICE						
	200	5	PARTICULARS OF DIRECTORS AND SECRETARY						
6-9	132	6	Annual Return to <u>20/8/68</u>						
30-7-71	147	7	Special resolution changing name to: Peninsula Builders Ltd.						
1	72	8	Declaration re change of name Date <u>30/1/71</u> N.Z. Gaz. No. <u>59</u> Date <u>12/3/71</u> Page <u>1614</u>						
15-6-72	115	9	Registered Office						
	200	10	Particulars of Directors and Secretary						
	132	11	Annual Return to <u>15/9/70</u>						

W.P.

COMPANIES OFFICE

Private Bag 92061
Auckland Mail Centre
AUCKLAND
Fax: (09) 912-7787

038328
BIB13

21 September 2001
In Reply Please Quote:
188805/L384/TAM

**NOTICE OF REMOVAL
PURSUANT TO SECTION 317 OF THE COMPANIES ACT 1993.**

ORBITAL HOMES LIMITED

On 21 September 2001 ORBITAL HOMES LIMITED was removed from the New Zealand Register.



Neville Harris
Registrar of Companies

REMOVAL SUMMARY (for office use only)

Clock1:	12 April 2001	
Clock2:	19 June 2001	
Clock3:	24 July 2001	Number of suspension records 0
Clock4:	25 July 2001	
Clock5:	2 August 2001	Hold file for check:
Clock6:	6 September 2001	
Clock7:	21 September 2001	
Archive No	326137	

Comments

ORBITAL HOMES LIMITED
PO BOX 102
DARGAVILLE

Annual Return

Companies Act 1993



10031493659

"MINISTRY OF COMMERCE"



20188805000

ORBITAL HOMES LIMITED COMPANY NUMBER HN 188805

Current Address for Communication	Amended Address
ORBITAL HOMES LIMITED PO BOX 102 DARGAVILLE 0300 <small>branch Auckland</small>	

Date of Annual Return

DATE: 11 MONTH: 05 YEAR: 00

This is the date upon which you complete this form. It must be a date within the month that your return is due to be filed.

Account Number

Please inform the Companies Office if this account number is incorrect.

Address of Registered Office

Current Registered Address	Amended Address
Trappitt & Morris Parenga Street Dargaville	

Address for Service

Current Registered Address	Amended Address
Trappitt & Morris Parenga Street Dargaville	<div style="border: 1px solid black; padding: 5px; text-align: center;">NATIONAL PROCESSING CENTRE 31 MAY 2000</div>

Address of Divided Share Register or Records

Description of Share Register/Records	Address of place where kept
	309 B Pollen Street, Thames.

Complete this information if the Company has divided its Share Register and/or moved some of its records to a place other than its Registered Office.

Details of person filing this Return

Name and Postal Address	Other Details
Trappitt & Morris P.O. Box 102 Dargaville	Presenter: Erin Bradley Telephone: 09 439 8385 Facsimile: 09 439 8384 Email:



Company Directors

Please check this table carefully. If any details are incorrect, please amend them. If any directors have resigned or new directors have been appointed, please note this here. NB: Resignations or appointments of directors require a "Notice of Change of Directors" to be filed with the Companies Office. This form may be obtained from the information library at our internet site www.companies.govt.nz or from your regional Companies Office.

Full Name	Residential Address	Email Address (optional)
HARRIS, Stewart Graham	Oakley Crescent Thames	



Shareholders

If any of these details are incorrect, please amend them to show the 10 largest shareholders if the Company is a listed company or the 20 largest shareholders otherwise.

Total Shares
200

Full Name	Address	No of Shares
Stewart Graham Harris	Oakley Crescent Thames	151
Ashley Gavin Harris	28852 Glen Ridge Mission Viejo California 92692	49



Current Charges

If any details are incorrect, please amend them. If any new Charge has been created or any existing Charge satisfied in whole or in part, notice of this change must be separately filed with the Companies Office. The relevant form for Charge registration may be obtained from the Information Library at our internet site www.companies.govt.nz or from your regional Companies Office.

Date	Chargeholder	Type of Charge



Financial Reporting Act 1993

Is the Company an issuer as defined by the Financial Reporting Act 1993?

Y N

Is the Company a subsidiary of a company incorporated outside New Zealand?

Y N

Are 25% or more of voting shares held by a person/body corporate ordinarily resident outside New Zealand?

Y N



Auditor and AGM

Date of the unanimous resolution not to appoint an auditor for the current year (if passed).

DATE MONTH YEAR

Date of the last annual general meeting or resolution in lieu of meeting.

DATE MONTH YEAR

AUTHORISED SIGNATURE

I certify that the particulars contained in this annual return are correct.

Signature of Director/authorised person:

Name of Director/authorised person: _____

ANNUAL RETURN

Form 14

Company Number

Company Name

Orbital Homes Ltd

188805

SHAREHOLDER INFORMATION FOR COMPANIES NOT SUBJECT TO LISTING AGREEMENT

If the company is not a party to a listing agreement with a stock exchange registered under the Sharebrokers Act 1908, the table below must be completed.

Names of Shareholders*	Address	Class of Shares Held	Number of Shares Held per Class
PETI, Michael	Pouo Road, Aratapu, R D 1, Dargaville	0	200

*In the case of a natural person, please give surname in BLOCK letters followed by first name(s)

Indicate by placing a tick in the appropriate box if shares have been transferred by any shareholder since -

- a) The date of the last annual return under the Companies Act 1993 or the Companies Act 1955
- b) In the case of the first annual return of a company registered under the Companies Act 1993, the date of registration
- c) In the case of the first annual return of a company reregistered under the Companies Act 1993 in accordance with the Companies Reregistration Act 1993 that was not required to file an annual return under the Companies Act 1955, the date of incorporation under that Act

If a box has been ticked, set out the particulars of each transaction in the table below

Names of Transferors*	Class of Share	Number of Shares	Date of Registration of Transfer
HARRIS, Ashley Gavin	0	-49	15/09/99
HARRIS, Stewart Graham	0	-151	15/09/99
PETI, Michael	0	200	15/09/99

*In the case of a natural person, please give surname in BLOCK letters followed by first name(s)

SHARE TRANSFER

FOR **THE** CONSIDERATION stated below the "Transferor(s)" named below transfer to the "Transferee(s)" named below the shares or stock specified below subject to the several conditions on which the said shares or stock is now held by the Transferor(s) and the Transferee(s) agree to accept and hold the said shares or stock subject to the conditions aforesaid:

Full name of Company or Undertaking	ORBITAL HOMES LIMITED
Number and full description of shares, including serial numbers, if any; or amount of stock, and number and denomination of units, if any	One hundred and fifty-one shares
Transfer from	
Transferor(s) Name(s)	STEWART GRAHAM HARRIS
Occupation(s) or Status	
Full postal address(es)	Oakley Crescent, Thames
Consideration (Words and figures)	
Transfer to	
Transferee(s) Name(s)	MICHAEL PETI
Occupation(s) or Status	
Full postal address(es)	Pouto Road, Te Kopuru

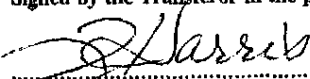

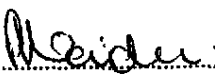

This share transfer is dated the <u>8</u> day of <u>April</u> 19 <u>99</u>	
Signed by the Transferor in the presence of <i>B. Harris</i> Signature of Witness Occupation : <u>Company Director</u> Address : <u>Thames</u> <i>S. G. Harris</i> Signature of Transferor (Seller)
Signed by the Transferor in the presence of Signature of Witness Occupation : Address : Signature of Transferor (Seller)
Signed by the Transferee in the presence of <i>Michael</i> Signature of Witness Occupation : <u>Care giver</u> Address : <u>Pouto Rd, P O 1 Dargaville</u> <i>M. Peti</i> Signature of Transferee (Buyer)
Signed by the Transferee in the presence of Signature of Witness Occupation : Address : Signature of Transferee (Buyer)

INSTRUCTIONS FOR EXECUTING TRANSFERS: As some companies will not accept the signature of a wife as witness to the signature of her husband and vice versa, it is preferable in all cases to have as witness an independent person. Persons signing transfers under Power of Attorney must complete the form on the back.

SHARE TRANSFER

FOR CONSIDERATION stated below the "Transferor(s)" named below transfer to the "Transferee(s)" named below the shares or stock specified below subject to the several conditions on which the said shares or stock is now held by the Transferor(s) and the Transferee(s) agree to accept and hold the said shares or stock subject to the conditions aforesaid:

Full name of Company or Undertaking	ORBITAL HOMES LIMITED
Number and full description of shares, including serial numbers, if any; or amount of stock, and number and denomination of units, if any	Forty nine shares
Transfer from	
Transferor(s) Name(s)	ASHLEY GAVIN HARRIS
Occupation(s) or Status	
Full postal address(es)	28852 Glen Ridge Mission, Viejo, California 92692
Consideration (Words and figures)	
Transfer to	
Transferee(s) Name(s)	MICHAEL PETI
Occupation(s) or Status	
Full postal address(es)	Pouto Road, Te Kopuru

This share transfer is dated the <u>5TH</u> day of <u>MARCH</u> 19 <u>99</u> .	
Signed by the Transferor in the presence of  (Tracy Harris) Occupation : <u>Finance Assistant</u> Address : <u>9 ENCORE COURT NEAPORT BEACH, CALIFORNIA, USA</u>	 Signature of Transferor (Seller)
Signed by the Transferor in the presence of Signature of Witness Occupation : Address : Signature of Transferor (Seller)
Signed by the Transferee in the presence of  Signature of Witness Occupation : <u>Care giver</u> Address : <u>Pouto Rd, P O 1 Napierville</u>	 Signature of Transferee (Buyer)
Signed by the Transferee in the presence of Signature of Witness Occupation : Address : Signature of Transferee (Buyer)

INSTRUCTIONS FOR EXECUTING TRANSFERS: As some companies will not accept the signature of a wife as witness to the signature of her husband and vice versa, it is preferable in all cases to have as witness an independent person. Persons signing transfers under Power of Attorney must complete the form on the back.



10028220590

CHANGE OF ADDRESS FOR SERVICE

(Section 193(2))

Please note that the information in this form must be either
typewritten or printed. It must not be handwritten.

(for office use only)

Form 13

Company Number

Company Name

Orbital Homes Ltd

188805 *HN*

New Address
for Service

Trappitt & Morris,
Parenga Street,
Dargaville

Note. Section 192(2) of the Companies Act 1993 Provides that the address for service may be the company's registered office or another place, but it must not be at a postal centre or document exchange.

Section 192(4) of the Companies Act 1993 provides that the description of the address for service must state that it is at the registered office of the company, or if it is at another place, must -

- a) State the address of that place; and
- b) If the address for service is at the offices of any chartered accountants, barristers and solicitors, or any other person, state -
 - (i) That the address for service of the company is at the offices of that firm or person; and
 - (ii) Particulars of the location in any building of those offices; or
- c) If the address for service is not at the offices of any such firm or person but is located in a building occupied by persons other than the company, state particulars of its location in the building.

The change in the address for service of the company takes effect on

2	2	0	9	9	9
---	---	---	---	---	---

Day Month Year

Note: The date on which the Change in Address for Service takes effect must be at least 5 working days after the date on which this notice is registered.

Postal Address to
which Communications
from the registrar
may be sent

PO Box 102, Dargaville

Signature of Director / Authorised Person

M Peti

Date

8.10.99

Name of Director / Authorised Person

MICHAEL PETI

Presented by

Trappitt & Morris

Account No.

Postal Address

PO Box 102, Dargaville

Telephone

9 439-8385

Facsimile

9 439-8384



10028220567

CHANGE OF REGISTERED OFFICE

(Section 187(2))

Please note that the information in this form must be either typewritten or printed. It must not be handwritten.

(for office use only)

Form 12

Company Number

Company Name

Orbital Homes Ltd

188805 *HN*

Address of New Registered Office

Trappitt & Morris,
Parenga Street,
Dargaville

Note. Section 186(3) of the Companies Act 1993 Provides that -

- a) State the address of the registered office; and
- b) If the registered office is at the firm of any chartered accountants, barristers and solicitors, or any other person, state -
 - (i) That the registered office of the company is at the offices of that firm or person; and
 - (ii) Particulars of the location in any building of those offices; or
- c) If the registered office is not at the offices of any such firm or person but is located in a building occupied by persons other than the company, state particulars of its location in the building.

The change in the registered office of the company takes effect on

2	2	0	9	9	9
Day		Month		Year	

19/10/99

Note: The date on which the Change in Registered Office takes effect must be at least 5 working days after the date on which this notice is registered.

Postal Address to which Communications from the registrar may be sent

PO Box 102, Dargaville

Signature of Director / Authorised Person

M Peti

Date 8.10.99

Name of Director / Authorised Person

MICHAEL PETI

Presented by

Trappitt & Morris

Account No.

Postal Address

PO Box 102, Dargaville

Telephone

9 439-8385

Facsimile

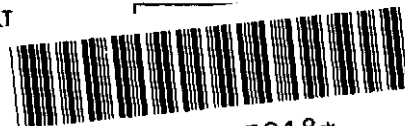
9 439-8384



**COMPANIES
OFFICE**
NEW ZEALAND

ANNUAL RETURN

Companies Act 1993



10025153918

This annual return must be filed at the Auckland () Office during the month of **May 1999** together with a fee of **\$40 (GST inclusive)**.

The information in this form may be either typewritten, printed or legibly handwritten.

PRIVATE BAG 92061
AUCKLAND MAIL CENTRE
PHONE: (09) 912-7677
FAX: (09) 912-7787
AUCKLAND

Company Name

ORBITAL HOMES LIMITED

Company Number

HN 188805

Date of annual return :

This is the date you completed the annual return. It must be a date within the month the return is required to be filed.

05

Day

05

Month

99

Year

Address of Registered Office

309 B POLLEN STREET,
THAMES.

If this information is incorrect, please amend by filing a Notice of Change at the Companies Office on the prescribed form.

Address for Service (Only applicable to 1993 Act companies)

309 B POLLEN STREET,
THAMES.

If this information is incorrect, please amend by filing a Notice of Change at the Companies Office on the prescribed form.

Postal Address of the Presenter filing the annual return

Price & Barker
Chartered Accountants
P.O. Box 559
Thames

Account No.
(Frequent Users only)

99840256

Telephone

(07) 8689945

Facsimile

(07) 8689942

Postal Address for Communication from the Companies Office

ORBITAL HOMES LIMITED
PRICE & BARKER
P O BOX 559
THAMES 2815

If this information is incorrect, please amend the address shown.



20188805995

ANNUAL RETURN

Address of Divided Share Register or Part of Records

(only applicable to 1993 Act companies)

Complete this information if the company has divided its share register and/or moved some of its records to a place other than its Registered Office.

Description of Share Register or Part of Records	Address of Place where kept

If this information is incorrect please amend the details given.

Officers

Name	Address
HARRIS, Stewart Graham	Oakley Crescent Thames

If this information is incorrect please amend the details given and file a Notice of Change with your annual return at the Companies Office.



**COMPANIES
OFFICE**
NEW ZEALAND

ANNUAL RETURN

Company Name

Company Number

ORBITAL HOMES LIMITED

188805

Charges

Date	Type of Charge	Chargeholder

If this information is incorrect please contact the Companies Office to ascertain if any other documentation is required.

ANNUAL RETURN

Table of Shareholders

Note : If the company is a party to a listing agreement with a Stock Exchange registered under the Sharebrokers Act 1908, only supply the requested information as follows:

- (i) - If there is only one class of shares, the person holding the 10 largest numbers of shares; or
- (ii) - If there is more than one class of shares, the persons holding the ten largest numbers of shares in each class.

Full Name (in case of a natural person please state the surname in block letters followed by first name(s))	Address	No. of shares (if (ii) above applies, specify the different classes)
<p>HARRIS, STEWART GRAHAM HARRIS, ASHLEY GAVIN</p>	<p>Oakley Crescent Thames 28852 Glen Ridge Mission Viejo California 92692</p>	<p>151 49</p>

If this information is incorrect please amend the details given.



**COMPANIES
OFFICE**
NEW ZEALAND

ANNUAL RETURN

Company Name

ORBITAL HOMES LIMITED

Company Number

188805

Table of Share Transfers

This table should be completed by all companies which are not a party to a listing agreement with a stock exchange registered under the Sharebrokers Act 1908.

Indicate by putting a tick (✓) in the appropriate box if shares in the company have been transferred since:

- (i) The date of the last annual return filed by the company; or
- (ii) The date of registration where this is the first annual return of a company registered under the Companies Act 1993 (not including a company which has reregistered under the 1993 Act); or
- (iii) The date of registration under the Companies Act 1955 where this is the first annual return of a company which has reregistered pursuant to the Companies Reregistration Act 1993 and which was not required to file a return under the 1955 Act.

If a box above has been ticked, set out the particulars of each transaction in the table below.

Name of Transferor (in the case of a natural person please state surname in block letters followed by first name(s))	No. of Shares Transferred	Date of Transfer

Financial Reporting Act 1993

Since one of the three dates (i)(ii)(iii) stated above under the heading Table of Share Transfers, has the company been:

(a) - an issuer of securities, as defined in the Financial Reporting Act 1993?

An 'issuer of securities' is, for the purposes of this annual return:

"a company which has, whether before or after commencement of the Financial Reporting Act 1993, allotted securities pursuant to:

- an offer requiring (unless an exemption has been granted), a registered prospectus under the Securities Act 1978; or
- an offer contained in a prospectus required to be registered under the Companies Act 1955 or
- an authorised life insurance company (defined in the Securities Act 1978) which has issued any life insurance policy pursuant to an offer of securities to the public; or every company which is a party to a listing agreement with a stock exchange in New Zealand and which has issued securities which are quoted on such an exchange."

(b) - a subsidiary of a company incorporated outside New Zealand? ; or

(c) - a company in which shares, that in aggregate carry the right to exercise or control the exercise of 25 percent or more of the voting power at a meeting are held by - a subsidiary of a company or body corporate incorporated outside New Zealand or a subsidiary of that subsidiary? or - a company or body corporate incorporated outside New Zealand? ; or - a person not ordinarily a resident in New Zealand?

Yes
No

COMMERCIAL AFFAIRS
DIVISION, AUCKLAND.

06 MAY 1999

RECEIVED

ANNUAL RETURN

(1993 Act Companies Only)

THIS PAGE SHOULD ONLY BE COMPLETED BY COMPANIES REGISTERED UNDER THE COMPANIES ACT 1993 ie COMPANIES REGISTERED ON 1 JULY 1994 OR LATER AND COMPANIES WHICH HAVE REREGISTERED PURSUANT TO THE COMPANIES REREGISTRATION ACT 1993.

Table of Shares

Class of Share(s) eg: non-voting, redeemable or preferential	No. of shares issued in each class	Value of consideration for each share	No. of shares issued for cash	No. of shares issued partly or fully for other than cash	See note (i) below	Amount called on each share (ie a call is made when holders of an unpaid or partly paid up share are required to pay all or a portion of the value owing on the share)
Ordinary	200	\$1	200			
Total Shares Issued	200	(i) Complete this column where the full consideration of the shares was not payable or required to be paid in respect of the issue of the shares. Give the value of that part of the consideration paid or provided in respect of the issue of the shares.				

The total amount (\$) of calls received *

NIL

The total No. of shares purchased or otherwise acquired by the company *

NIL

The total amount (\$) of calls unpaid *

NIL

The total No. of shares forfeited and not sold or otherwise disposed of *

NIL

* Write "NIL" if not applicable

The total No. of shares redeemed *

NIL

Resolution that no auditor be appointed

Did the members entitled to vote pass unanimously the following resolution - "That no auditor be appointed for the coming year"?

Yes
No

If the "Yes" box is ticked give the date of the resolution

10 07 97
Day Month Year

Annual Meeting

Give below the applicable date - either the date of the last annual general meeting; or if the company avoided the need for an annual general meeting by doing everything required at that meeting by entry in its minute book under section 362(2) of the Companies Act 1955, or by passing a resolution under Section 122 of the Companies Act 1993, the date that the company avoided the need for an annual meeting being the date of the last entry in the minute book or by passing the resolution.

10 07 97
Day Month Year

Authorised Signature

I certify that the particulars contained in this annual return are true and correct.

Signature of Director / Authorised person *S.G. Harris*

Name of Director / Authorised person S.G. HARRIS



ANNUAL RETURN

Companies Act 1993



10020111750

This annual return must be filed at the
Office during the month of **May 1998** at
fee of \$40 (GST inclusive).

The information in this form may be either typewritten,
printed or legibly handwritten.

Private Bag 3090
HAMILTON
PHONE: (07) 839-5055
FAX: (07) 839-4348
DX GX10053

Company Name**Company Number**

ORBITAL HOMES LIMITED

188805

Date of annual return :

This is the date you completed the annual
return. It must be a date within the month
the return is required to be filed.

0 5

Day

0 5

Month

9 8

Year

Address of Registered Office

309 B POLLEN STREET,
THAMES.

If this information is incorrect, please amend by filing a Notice of Change at the Companies Office on the prescribed form.

Address for Service (Only applicable to 1993 Act companies)

309 B POLLEN STREET,
THAMES.

If this information is incorrect, please amend by filing a Notice of Change at the Companies Office on the prescribed form.

Postal Address of the Presenter filing the annual return

Price & Barker
Chartered Accountants
P O Box 559
THAMES

Account No.
(Frequent Users only)

98016760

Telephone

(07)8689945

Facsimile

(07)8689942

Postal Address of Communication from the Companies Office

ORBITAL HOMES LIMITED
PRICE & BARKER
P O BOX 559
THAMES 2815

If this information is incorrect, please amend the address shown.



20188805984

ANNUAL RETURN

Address of Divided Share Register or Part of Records

(only applicable to 1993 Act companies)

Complete this information if the company has divided its share register and/or moved some of its records to a place other than its Registered Office.

Description of Share Register or Part of Records	Address of Place where kept
	309 B POLLEN STREET, THAMES.

If this information is incorrect please amend the details given.

Officers

Name	Address
HARRIS, Stewart Graham	Oakley Crescent Thames

If this information is incorrect please amend the details given and file a Notice of Change with your annual return at the Companies Office.



**COMPANIES
OFFICE**
NEW ZEALAND

ANNUAL RETURN

Company Name

Company Number

ORBITAL HOMES LIMITED

188805

Charges

Date	Type of Charge	Chargeholder

If this information is incorrect please contact the Companies Office to ascertain if any other documentation is required.

ANNUAL RETURN

Table of Shareholders

Note : If the company is a party to a listing agreement with a Stock Exchange registered under the Sharebrokers Act 1908, only supply the requested information as follows:

- (i) - If there is only one class of shares, the person holding the 10 largest numbers of shares; or
- (ii) - If there is more than one class of shares, the persons holding the ten largest numbers of shares in each class.

Full Name (in case of a natural person please state the surname in block letters followed by first name(s))	Address	No. of shares (if (ii) above applies, specify the different classes)
<p>HARRIS STEWART GRAHAM HARRIS ASHLEY GAVIN</p>	<p>Oakley Crescent Thames 28852 Glen Ridge Mission Viejo California 92692</p>	<p>151 49</p>

If this information is incorrect please amend the details given.



**COMPANIES
OFFICE**
NEW ZEALAND

ANNUAL RETURN

Company Name

Company Number

ORBITAL HOMES LIMITED

188805

Table of Share Transfers

This table should be completed by all companies which are **not** a party to a listing agreement with a stock exchange registered under the Sharebrokers Act 1908.

Indicate by putting a tick (✓) in the appropriate box if shares in the company have been transferred since:

- (i) The date of the last annual return filed by the company; or
- (ii) The date of registration where this is the first annual return of a company registered under the Companies Act 1993 (not including a company which has reregistered under the 1993 Act); or
- (iii) The date of registration under the Companies Act 1955 where this is the first annual return of a company which has reregistered pursuant to the Companies Reregistration Act 1993 and which was not required to file a return under the 1955 Act.

If a box above has been ticked, set out the particulars of each transaction in the table below.

Name of Transferor (in the case of a natural person please state surname in block letters followed by first name(s))	No. of Shares Transferred	Date of Transfer

Financial Reporting Act 1993

Since one of the three dates (i)(ii)(iii) stated above under the heading Table of Share Transfers, has the company been:

- (a) - an issuer of securities, as defined in the Financial Reporting Act 1993?;
- An "issuer of securities" is, for the purposes of this annual return:
 "a company which has, whether before or after commencement of the Financial Reporting Act 1993, allotted securities pursuant to:
 ● an offer requiring (unless an exemption has been granted), a registered prospectus under the Securities Act 1978; or
 ● an offer contained in a prospectus required to be registered under the Companies Act 1955 or
 ● an authorised life insurance company (defined in the Securities Act 1978) which has issued any life insurance policy pursuant to an offer of securities to the public; or every company which is a party to a listing agreement with a stock exchange in New Zealand and which has issued securities which are quoted on such an exchange."
- (b) - a subsidiary of a company incorporated outside New Zealand? ; or
- (c) - a company in which shares, that in aggregate carry the right to exercise or control the exercise of 25 percent or more of the voting power at a meeting are held by - a subsidiary of a company or body corporate incorporated outside New Zealand or a subsidiary of that subsidiary? or
 - a company or body corporate incorporated outside New Zealand? ; or
 - a person not ordinarily a resident in New Zealand?

Yes

No

ANNUAL RETURN

(1993 Act Companies Only)

THIS PAGE SHOULD ONLY BE COMPLETED BY COMPANIES REGISTERED UNDER THE COMPANIES ACT 1993 ie COMPANIES REGISTERED ON 1 JULY 1994 OR LATER AND COMPANIES WHICH HAVE REREGISTERED PURSUANT TO THE COMPANIES REREGISTRATION ACT 1993.

Table of Shares

Class of Share(s) <small>eg: non-voting, redeemable or preferential</small>	No. of shares issued in each class	Value of consideration for each share	No. of shares issued for cash	No. of shares issued partly or fully for other than cash	See note (i) below	Amount called on each share (ie a call is made when holders of an unpaid or partly paid up share are required to pay all or a portion of the value owing on the share)
Ordinary	200	\$1	200			
Total Shares Issued	200	(i) Complete this column where the full consideration of the shares was not payable or required to be paid in respect of the issue of the shares. Give the value of that part of the consideration paid or provided in respect of the issue of the shares.				

The total amount (\$) of calls received *

NIL

The total No. of shares purchased or otherwise acquired by the company

NIL

The total amount (\$) of calls unpaid *

NIL

The total No. of shares forfeited and not sold or otherwise disposed of *

NIL

* Write "NIL" if not applicable

The total No. of shares redeemed *

NIL

Resolution that no auditor be appointed

Did the members entitled to vote pass unanimously the following resolution - "That no auditor be appointed for the coming year"?

Yes

No

If the "Yes" box is ticked give the date of the resolution

10 07 97
 Day Month Year

Annual Meeting

Give below the applicable date -

either the date of the last annual general meeting;

or if the company avoided the need for an annual general meeting by doing everything required at that meeting by entry in its minute book under section 362(2) of the Companies Act 1955, or by passing a resolution under Section 122 of the Companies Act 1993, the date that the company avoided the need for an annual meeting being the date of the last entry in the minute book or by passing the resolution.

10 07 97
 Day Month Year

15 MAY 1998

Authorised Signature

I certify that the particulars contained in this annual return are true and correct.

Signature of Director / Authorised person

S. J. Davis

Please tick if you require a receipt

Name of Director / Authorised person

RECEIVED

NEW ZEALAND
DEPARTMENT OF JUSTICE

Certificate of the Incorporation of a Company



I, WALTER DOUGLAS LONGHURST hereby certify that

PENINSULA BUILDERS LIMITED

HN 1967/425

~~previously~~ originally called THAMES HOMES LIMITED

which name was changed by Special

Resolution and with the Authority of the Registrar of Companies on the 30th

day of July 19 71

was Incorporated under the Companies Act 1955

private limited
as a Company, on the 25th day of

August 19 67

Given under my hand and seal at HAMILTON this 30th day of

July 1971



[Handwritten signature]

District Assistant Registrar of Companies.

No. HN.1967/425



LAND & DEEDS (N.Z.)—19.

DEPARTMENT OF JUSTICE

CERTIFICATE OF INCORPORATION

OF

THAMES HOMES LIMITED

Under the Companies Act 1955.

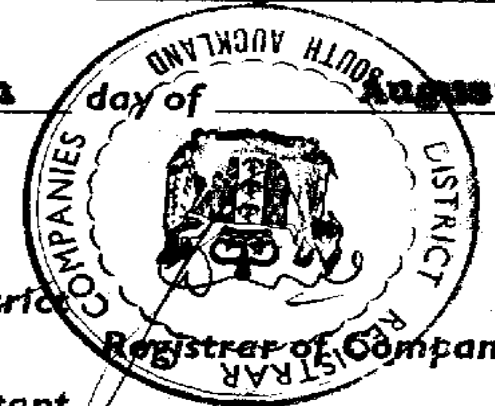
I, LESTER CLEAVE JONES

District Registrar of Companies,
Assistant

do hereby certify that THAMES HOMES LIMITED
was incorporated under the Companies Act 1955 as a private limited company on the

25th day of August, one thousand nine hundred and sixty-seven

Given under my hand and seal at Hamilton this 25th day of August
one thousand nine hundred and sixty-seven.



District Registrar of Companies,
Assistant