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IN THE GRAND COURT OF THE CAYMAN ISLANDS

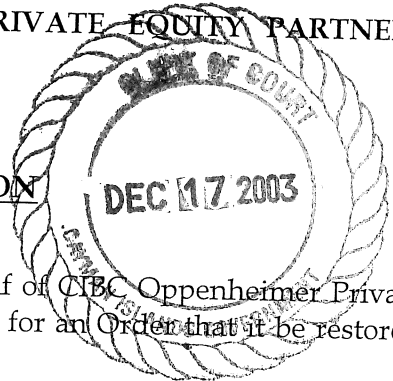
CAUSE NO. 817 OF 2003

IN THE MATTER OF SECTION 178 OF THE COMPANIES LAW (2003 REVISION)

AND IN THE MATTER OF CIBC OPPENHEIMER PRIVATE EQUITY PARTNERS OFFSHORE FUND LTD.




ORIGINATING APPLICATION



Application is hereby made to the Clerk of the Court on behalf of CIBC Oppenheimer Private Equity Partners Offshore Fund Ltd. Registration No. CR-86895 for an Order that it be restored to the Register of Companies.

This application is made on the grounds set out in the Affidavit of Peter Young, of RK Consulting (Cayman) Ltd. sworn on the 12th day of December 2003.

Dated this 16 day of Dec. 2003


QUIN & HAMPSON
Attorneys-at-Law for the Applicant

To: The Clerk of the Court

And to: The Registrar of Companies

This ORIGINATING APPLICATION was filed by Quin & Hampson, whose address is PO Box 1348, 3rd Floor, Harbour Centre, George Town, Grand Cayman.