

For purposes of measuring the applicability of the Partnership Gate to a Limited Partner's initial Key Person Withdrawal Request that falls on a month-end other than a calendar quarter-end, the Partnership will aggregate withdrawal requests for (i) such month-end, (ii) the Withdrawal Date relating to the calendar quarter-end immediately preceding such month-end and (iii) the prior month-end if the relevant month-end falls on the second month of the quarter.

If a Limited Partner submits a Key Person Withdrawal Request, but such Key Person Withdrawal Request is not fully satisfied, such Limited Partner will be required to submit a separate Key Person Withdrawal Request for the next Withdrawal Date as of which it wishes to withdraw additional portions of its Capital Account. Unsatisfied Key Person Withdrawal Requests will not be entitled to any priority on subsequent Withdrawal Dates and will be further subject to the gate provisions and any other applicable limitation. Unsatisfied portions of any Key Person Withdrawal Request will continue to be at risk of the Partnership's business (although a Key Person Withdrawal Request for a full withdrawal repeatedly made cannot remain unsatisfied in the ordinary course of business for more than four consecutive Withdrawal Dates unless withdrawals are suspended).

Notwithstanding the foregoing, if, prior to issuing the Key Person Notice, the Partnership has received a withdrawal request from a Limited Partner for the Applicable Percentage, such Limited Partner will receive its Applicable Percentage on its scheduled Withdrawal Date, and to the extent it continues to submit consecutive quarterly withdrawal requests, will be entitled to its Applicable Percentage. If a Limited Partner who timely submitted a withdrawal request desires to avail itself of the Partnership Gate applicable to a Key Person Event, it must timely submit a Key Person Withdrawal Request, which will supersede the prior notice.