

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 8)*

INTEGRA LIFESCIENCES HOLDINGS CORPORATION

(Name of Issuer)

Common Stock, Par Value \$.01 Per Share

(Title of Class of Securities)

457985208

(CUSIP Number)

Stephen M. Vine, Esq.
Akin, Gump, Strauss, Hauer & Feld, L.L.P.
590 Madison Avenue
New York, New York 10022
(212) 872-1000

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

November 18, 2005

(Date of Event which Requires Filing
of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of ss.240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. []

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See ss.240.13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Continued on following page(s)
Page 1 of 13 Pages
Exhibit Index: Page 13

SCHEDULE 13D

CUSIP No. 457985208

Page 2 of 13 Pages

- 1 Names of Reporting Persons
I.R.S. Identification Nos. of above persons (entities only)

QUANTUM INDUSTRIAL PARTNERS LDC
- 2 Check the Appropriate Box If a Member of a Group (See Instructions)
a. []
b. [X]
- 3 SEC Use Only
- 4 Source of Funds (See Instructions)

Not Applicable
- 5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e)

[]
- 6 Citizenship or Place of Organization

Cayman Islands

Number of Shares Beneficially Owned By Each Reporting Person With	7	Sole Voting Power 2,155,966
	8	Shared Voting Power 0
	9	Sole Dispositive Power 2,155,966
	10	Shared Dispositive Power 0

11 Aggregate Amount Beneficially Owned by Each Reporting Person
2,155,966

12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

[X]

13 Percent of Class Represented By Amount in Row (11)
7.7%

14 Type of Reporting Person (See Instructions)

00; IV

- 1 Names of Reporting Persons
I.R.S. Identification Nos. of above persons (entities only)
QIH MANAGEMENT INVESTOR, L.P.
- 2 Check the Appropriate Box If a Member of a Group (See Instructions)
a.
b.
- 3 SEC Use Only
- 4 Source of Funds (See Instructions)
Not Applicable
- 5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e)
- 6 Citizenship or Place of Organization
Delaware
- | | | |
|--|----|-------------------------------------|
| Number of
Shares
Beneficially
Owned By
Each
Reporting
Person
With | 7 | Sole Voting Power
2,155,966 |
| | 8 | Shared Voting Power
0 |
| | 9 | Sole Dispositive Power
2,155,966 |
| | 10 | Shared Dispositive Power
0 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
2,155,966
- 12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)
- 13 Percent of Class Represented By Amount in Row (11)
7.7%
- 14 Type of Reporting Person (See Instructions)
PN; IA

- 1 Names of Reporting Persons
 I.R.S. Identification Nos. of above persons (entities only)
 QIH MANAGEMENT LLC
- 2 Check the Appropriate Box If a Member of a Group (See Instructions)
 a.
 b.
- 3 SEC Use Only
- 4 Source of Funds (See Instructions)
 Not Applicable
- 5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to
 Items 2(d) or 2(e)
- 6 Citizenship or Place of Organization
 Delaware
- | | | |
|--|----|-------------------------------------|
| Number of
Shares
Beneficially
Owned By
Each
Reporting
Person
With | 7 | Sole Voting Power
2,155,966 |
| | 8 | Shared Voting Power
0 |
| | 9 | Sole Dispositive Power
2,155,966 |
| | 10 | Shared Dispositive Power
0 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
- 12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares
 (See Instructions)
- 13 Percent of Class Represented By Amount in Row (11)
 7.7%
- 14 Type of Reporting Person (See Instructions)
 00

- 1 Names of Reporting Persons
I.R.S. Identification Nos. of above persons (entities only)
SOROS FUND MANAGEMENT LLC
- 2 Check the Appropriate Box If a Member of a Group (See Instructions)
a.
b.
- 3 SEC Use Only
- 4 Source of Funds (See Instructions)
Not Applicable
- 5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to
Items 2(d) or 2(e)
- 6 Citizenship or Place of Organization
Delaware
- | | | |
|--|----|-------------------------------------|
| Number of
Shares
Beneficially
Owned By
Each
Reporting
Person
With | 7 | Sole Voting Power
2,155,966 |
| | 8 | Shared Voting Power
0 |
| | 9 | Sole Dispositive Power
2,155,966 |
| | 10 | Shared Dispositive Power
0 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
2,155,966
- 12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)
- 13 Percent of Class Represented By Amount in Row (11)
7.7%
- 14 Type of Reporting Person (See Instructions)
00; IA

- 1 Names of Reporting Persons
 I.R.S. Identification Nos. of above persons (entities only)
 GEORGE SOROS (in the capacity described herein)
- 2 Check the Appropriate Box If a Member of a Group (See Instructions)
 a.
 b.
- 3 SEC Use Only
- 4 Source of Funds (See Instructions)
 Not Applicable
- 5 Check Box If Disclosure of Legal Proceedings Is Required Pursuant to
 Items 2(d) or 2(e)
 []
- 6 Citizenship or Place of Organization
 United States
- 7 Sole Voting Power
 2,725,300
- 8 Shared Voting Power
 0
- 9 Sole Dispositive Power
 2,725,300
- 10 Shared Dispositive Power
 0
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
 2,725,300
- 12 Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares
 (See Instructions)
 []
- 13 Percent of Class Represented By Amount in Row (11)
 9.7%
- 14 Type of Reporting Person (See Instructions)
 IA

This Amendment No. 8 to Schedule 13D relates to shares of Common Stock, \$0.01 par value per share (the "Shares"), of Integra LifeSciences Holdings Corporation (the "Issuer"). This Amendment No. 8 supplementally amends the initial statement on Schedule 13D, dated April 8, 1999, and all amendments thereto (collectively, the "Initial Statement"), filed by the Reporting Persons. This Amendment No. 8 is being filed by the Reporting Persons to report that the number of Shares that the Reporting Persons may be deemed to beneficially own has decreased by more than one percent of the current amount of outstanding Shares, as disclosed in the Issuer's quarterly report on Form 10-Q filed on November 9, 2005. Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Initial Statement. The Initial Statement is supplementally amended as follows.

Item 2. Identity and Background.

This Statement is being filed on behalf of each of the following persons (collectively, the "Reporting Persons"):

- i) Quantum Industrial Partners LDC ("QIP");
- ii) QIH Management Investor, L.P. ("QIHMI");
- iii) QIH Management LLC ("QIH Management");
- iv) Soros Fund Management LLC ("SFM LLC") and
- v) Mr. George Soros ("Mr. Soros").

This Statement relates to Shares held for the accounts of QIP and SFM Domestic Investments LLC ("SFM Domestic Investments"). QIHMI is a minority shareholder of, and is vested with investment discretion with respect to portfolio assets held for the account of, QIP. The sole general partner of QIHMI is QIH Management. SFM LLC is the sole managing member of QIH Management. Mr. Soros is the Chairman of SFM LLC and the sole managing member of SFM Domestic Investments.

On December 27, 2002, Mr. Soros appealed a decision of the 11e Chambre du Tribunal Correctionnel in Paris, France that fined him 2.2 million euros on December 20, 2002 based on a finding of insider trading with respect to trading in securities of Societe Generale in 1988. On March 24, 2005, the Paris Court of Appeal affirmed the decision of the 11e Chambre du Tribunal Correctionnel. Mr. Soros has filed an appeal at the French Cour de Cassation where the matter is currently pending. Mr. Soros has elected to provide the foregoing information on a voluntary basis.

Item 5. Interest in Securities of the Issuer.

According to information provided by the Issuer in its most recent quarterly report on Form 10-Q, the number of Shares outstanding was 28,050,652 as of November 4, 2005.

(a) (i) Each of QIP, QIHMI, QIH Management and SFM LLC may be deemed the beneficial owner of 2,155,966 Shares (approximately 7.7% of the total number of Shares outstanding).

(ii) Mr. Soros may be deemed the beneficial owner of 2,725,300 Shares (approximately 9.7% of the total number of Shares outstanding). This number includes (A) 2,155,966 Shares held for the account of QIP and (B) 569,334 Shares held for the account of SFM Domestic Investments.

(b) (i) Each of QIP, QIHMI, QIH Management and SFM LLC (by virtue of the QIP Contract) and Mr. Soros (as a result of his position with SFM LLC) may be deemed to have the sole power to direct the voting and disposition of the 2,155,966 Shares held for the account of QIP.

(ii) Mr. Soros in his capacity as the sole managing member of SFM Domestic Investments may be deemed to have the sole power to direct the voting and disposition of the 569,334 Shares held for the account of SFM Domestic Investments.

(c) Except for the transactions listed on Annex A hereto, all of which were effected in the over-the-counter market in routine brokerage transactions, there have been no transactions with respect to the Shares since September 24, 2005 (60 days prior to the date hereto) by any of the Reporting Persons.

(d) (i) The shareholders of QIP, including Quantum Industrial Holdings, Ltd., a British Virgin Islands international business company, have the right to participate in the receipt of dividends from, or proceeds from the sale of, the securities held for the account of QIP in accordance with their ownership interests in QIP.

(ii) Certain members of SFM Domestic Investments have the right to participate in the receipt of dividends from, or proceeds from the sale of, the securities held for the account of SFM Domestic Investments.

(e) Not applicable.

Item 7. Material to be filed as Exhibits.

The Exhibit Index is incorporated herein by reference.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Date: November 23, 2005

QUANTUM INDUSTRIAL PARTNERS LDC

By: /s/ Jodye M. Anzalotta

Jodye M. Anzalotta
Attorney-in-Fact

QIH MANAGEMENT INVESTOR, L.P.

By: QIH Management LLC, its General Partner

By: Soros Fund Management LLC,
its Managing Member

By: /s/ Jodye M. Anzalotta

Jodye M. Anzalotta
Assistant General Counsel

QIH MANAGEMENT LLC

By: Soros Fund Management LLC,
its Managing Member

By: /s/ Jodye M. Anzalotta

Jodye M. Anzalotta
Assistant General Counsel

SOROS FUND MANAGEMENT LLC

By: /s/ Jodye M. Anzalotta

Jodye M. Anzalotta
Assistant General Counsel

GEORGE SOROS

By: /s/ Jodye M. Anzalotta

Jodye Anzalotta
Attorney-in-Fact

ANNEX A

RECENT TRANSACTIONS IN THE SECURITIES OF
INTEGRA LIFESCIENCES HOLDINGS CORPORATION

For the Account of -----	Date of Transaction -----	Nature of Transaction -----	Number of Securities -----	Price -----
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	373	\$35.35
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	1,600	\$35.36
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	7,803	\$35.37
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	200	\$35.38
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	24	\$35.39
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	100	\$35.40
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	100	\$35.41
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	3,012	\$35.42
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	1,148	\$35.43
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	200	\$35.44
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	2,500	\$35.45
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	2,100	\$35.46
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	2,200	\$35.47
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	1,828	\$35.48
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	6,900	\$35.49
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	12,900	\$35.50
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	3,700	\$35.51
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	1,400	\$35.52
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	1,200	\$35.53
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	1,600	\$35.54
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	2,312	\$35.55
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	5,300	\$35.56
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	1,800	\$35.57
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	1,700	\$35.58

For the Account of -----	Date of Transaction -----	Nature of Transaction -----	Number of Securities -----	Price -----
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	10,288	\$35.60
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	7,792	\$35.61
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	7,220	\$35.62
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	1,400	\$35.63
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	1,380	\$35.64
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	4,720	\$35.65
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	100	\$35.67
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 18, 2005	Sale	100	\$35.69
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	100	\$35.05
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	3,000	\$35.06
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	100	\$35.09
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	900	\$35.10
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	1,157	\$35.12
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	2,543	\$35.13
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	2,600	\$35.14
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	1,600	\$35.15
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	3,007	\$35.16
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	1,583	\$35.17
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	2,700	\$35.18
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	2,500	\$35.19
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	4,300	\$35.20
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	2,700	\$35.21
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	2,310	\$35.22
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	600	\$35.23
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	2,700	\$35.24
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	700	\$35.25

For the Account of -----	Date of Transaction -----	Nature of Transaction -----	Number of Securities -----	Price -----
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	15,935	\$35.26
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	8,640	\$35.27
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	1,829	\$35.28
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	5,000	\$35.29
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	4,200	\$35.30
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	1,100	\$35.31
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	2,396	\$35.32
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	1,670	\$35.33
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	1,200	\$35.34
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	6,869	\$35.35
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	3,600	\$35.36
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	4,200	\$35.37
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	1,858	\$35.38
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	5,158	\$35.39
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	400	\$35.40
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	1,500	\$35.41
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	2,345	\$35.42
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	900	\$35.43
Quantum Industrial Partners LDC/SFM Domestic Investments LLC /1/	November 21, 2005	Sale	1,100	\$35.44

/1/ For each of these transactions, approximately 79.11% of the shares of common stock, par value \$0.01 per share ("Shares"), sold were allocated from the account of Quantum Industrial Partners, LDC and 20.89% of the Shares were allocated from the account of SFM Domestic Investments LLC. For all these transactions, an aggregate of 158,221 Shares were sold by QIP and 41,779 Shares were sold by SFM Domestic Investments.

EXHIBIT INDEX

- P. Power of Attorney, dated as of May 23, 2005, granted by Quantum Industrial Partners LDC in favor of Jodye Anzalotta, Armando Belly, Maryann Canfield, Gavin Murphy, Jay Schoenfarber, Robert Soros and Abbas F. Zuaiter.
- Q. Power of Attorney, dated as of June 16, 2005, granted by Mr. George Soros in favor of Jodye Anzalotta, Armando Belly, Maryann Canfield, Jay Schoenfarber and Robert Soros.
- R. Power of Attorney, dated as of May 23, 2005, granted by SFM Domestic Investments LLC in favor of Jodye Anzalotta, Armando Belly, Maryann Canfield, Gavin Murphy, Jay Schoenfarber, Robert Soros and Abbas F. Zuaiter.

QUANTUM INDUSTRIAL PARTNERS LDC
LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENT, that the undersigned QUANTUM INDUSTRIAL PARTNERS LDC (the "Company"), an exempted limited duration company organized and existing under the laws of the Cayman Islands, does, pursuant to duly adopted resolutions of its managing director dated as of the date hereof, hereby designate, constitute and appoint:

JODYE ANZALOTTA of 888 Seventh Avenue, New York, New York 10106;

ARMANDO BELLY of 888 Seventh Avenue, New York, New York 10106;

MARYANN CANFIELD of 888 Seventh Avenue, New York, New York 10106;

GAVIN MURPHY of 888 Seventh Avenue, New York, New York 10106;

JAY SCHOENFARBER of 888 Seventh Avenue, New York, New York 10106;

ROBERT SOROS of 888 Seventh Avenue, New York, New York 10106;

ABBAS F. ZUAITER of 888 Seventh Avenue, New York, New York 10106;

or any one of them, acting singly and not jointly, with power of substitution, as its true and lawful agents and attorneys-in-fact (each, an "Attorney-in-Fact"):

- (1) to open accounts of any kind or nature whatsoever at any institution of any kind or nature whatsoever in any jurisdiction or location (a "Financial Institution") and to sign related account opening documents for the Company;
- (2) to give instructions for the settlement of transactions relating to the acquisition, disposition and holding for the Company's account of:
 - (a) any securities, debt obligations, commodities and currencies;
 - (b) any puts, calls or other options, any contracts for forward or future delivery, and any other contracts of any kind relating to any of the foregoing;
 - (c) any derivative instruments of any kind pertaining to, or providing investment exposure with respect to, any of the foregoing, whether relating to a specific security, debt instrument, commodity or currency, or relating to a basket or index comprised, or based in changes in the level of prices, rates or values, of any group or combination thereof;
 - (d) any other instruments or contracts of a kind dealt in by security or commodity brokers or dealers, or other Financial Institutions;
 - (e) any combination of any of the foregoing;

in each case whether now existing or hereafter developed, and whether the transaction is effected on any securities or commodity exchange, board of trade or contract market or through any inter-dealer or other over-the-counter market in any jurisdiction or location (including, without limiting the generality of the foregoing, capital stock; shares or other units of mutual funds and investment companies; preorganization certificates and subscriptions; warrants; partnership interests or units; bonds, notes and debentures, whether subordinated, convertible or otherwise, and whether issued by a governmental or private issuer; commercial paper; certificates of deposit; bankers acceptances; trade acceptances; trust receipts; depository receipts; assignments of or participations in bank loans; trade credit claims; equity swaps, commodity swaps and interest rate swaps; equity index contracts; interest rate index contracts; repurchase agreements and reverse repurchase agreements; master agreements; and guaranties);

- (3) to give instructions or make arrangements for:
 - (a) trading on margin;
 - (b) effecting short sales;
 - (c) entering into repurchase agreements;
 - (d) otherwise obtaining credit or borrowing funds or any securities or other instruments or assets; and
 - (e) providing collateral security in relation to any of the foregoing

in connection with the acquisition, financing or re-financing, carrying or disposition of any of the items referred to in paragraph (2) above, and to cover, discharge or otherwise terminate any of the foregoing arrangements;

- (4) to give instructions for payments and deliveries in connection with any of the foregoing transactions;
- (5) to exercise all rights, powers and privileges appurtenant to the ownership, and any related financing, of any item held for the Company's account (including the right to vote or consent, and the right to lend any such item to any other person);
- (6) to execute and deliver, in the name of and on behalf of the Company, any investment management agreements and discretionary trading authorizations with investment advisers other than Soros Fund Management LLC and any and all such other agreements,

deeds, instruments, receipts, certificates and other documents in connection therewith; and

(8) to execute all such documents and to take all such other actions as any of them may consider necessary or advisable in connection with any of the foregoing.

Each Attorney-in-Fact is hereby authorized and empowered to perform all other acts and deeds, which he or she in his or her sole discretion deems necessary or appropriate to carry out to the fullest extent the terms and the intent of the foregoing. All past acts of each Attorney-in-Fact in furtherance of the foregoing are hereby ratified and confirmed.

Execution of this Limited Power of Attorney shall constitute a revocation of any and all previously executed limited powers of attorney of the Company appointing attorneys-in-fact to open accounts of any kind and nature whatsoever, sign opening documents and take all the actions set forth in this Limited Power of Attorney. This Power of Attorney shall expire on October 1, 2005.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed effective as of this 23rd day of May 2005.

QUANTUM INDUSTRIAL PARTNERS LDC

By: Curacao Corporation Company N.V.
Managing Director

By: /s/ Sharine M. J. Salsbach

Sharine M. J. Salsbach

By: /s/ Gwendel C.G. Sint Jago

Gwendel C.G. Sint Jago

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENT, that I, GEORGE SOROS, hereby make, constitute and appoint each of ARMANDO T. BELLY, JODYE ANZALOTTA, MARYANN CANFIELD, JAY SCHOENFARBER and ROBERT SOROS. acting individually, as my agent and attorney-in-fact for the purpose of executing in my name, (a) in my personal capacity or (b) in my capacity as Chairman of, member of or in other capacities with Soros Fund Management LLC ("SFM LLC") and each of its affiliates or entities advised by me or SFM LLC, all documents, certificates, instruments, statements, filings and agreements ("documents") to be filed with or delivered to any foreign or domestic governmental or regulatory body or required or requested by any other person or entity pursuant to any legal or regulatory requirement relating to the acquisition, ownership, management or disposition of securities, futures contracts or other investments, and any other documents relating or ancillary thereto, including without limitation all documents relating to filings with the Commodity Futures Trading Commission and National Futures Association, the United States Securities and Exchange Commission (the "SEC") pursuant to the Securities Act of 1933 or the Securities Exchange Act of 1934 (the "Act") and the rules and regulations promulgated thereunder, including all documents relating to the beneficial ownership of securities required to be filed with the SEC pursuant to Section 13(d) or Section 16(a) of the Act and any information statements on Form 13F required to be filed with the SEC pursuant to Section 13(f) of the Act.

All past acts of these attorneys-in-fact in furtherance of the foregoing are hereby ratified and confirmed.

Execution of this power of attorney revokes that certain Power of Attorney dated as of the 11th March 2005 with respect to the same matters addressed above.

This power of attorney shall be valid from the date hereof until revoked by me.

IN WITNESS WHEREOF, I have executed this instrument as of the 16th day of June 2005.

/s/ Daniel Eule

Daniel Eule
Attorney-in-Fact
for George Soros

SFM DOMESTIC INVESTMENTS LLC
LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENT, that the undersigned SFM DOMESTIC INVESTMENTS LLC (the "Company"), a limited liability company organized and existing under the laws of the State of Delaware, does, pursuant to duly adopted resolutions of its managing member dated as of the date hereof, hereby designate, constitute and appoint:

JODYE ANZALOTTA of 888 Seventh Avenue, New York, New York 10106;

ARMANDO BELLY of 888 Seventh Avenue, New York, New York 10106;

MARYANN CANFIELD of 888 Seventh Avenue, New York, New York 10106;

GAVIN MURPHY of 888 Seventh Avenue, New York, New York 10106;

JAY SCHOENFARBER of 888 Seventh Avenue, New York, New York 10106;

ROBERT SOROS of 888 Seventh Avenue, New York, New York 10106;

ABBAS F. ZUAITER of 888 Seventh Avenue, New York, New York 10106;

or any one of them, acting singly and not jointly, with power of substitution, as its true and lawful agents and attorneys-in-fact (each, an "Attorney-in-Fact"):

- (1) to open accounts of any kind or nature whatsoever at any institution of any kind or nature whatsoever in any jurisdiction or location (a "Financial Institution") and to sign related account opening documents for the Company;
- (2) to give instructions for the settlement of transactions relating to the acquisition, disposition and holding for the Company's account of:
 - (a) any securities, debt obligations, commodities and currencies;
 - (b) any puts, calls or other options, any contracts for forward or future delivery, and any other contracts of any kind relating to any of the foregoing;
 - (c) any derivative instruments of any kind pertaining to, or providing investment exposure with respect to, any of the foregoing, whether relating to a specific security, debt instrument, commodity or currency, or relating to a basket or index

comprised, or based in changes in the level of prices, rates or values, of any group or combination thereof;

- (d) any other instruments or contracts of a kind dealt in by security or commodity brokers or dealers, or other Financial Institutions;
- (e) any combination of any of the foregoing;

in each case whether now existing or hereafter developed, and whether the transaction is effected on any securities or commodity exchange, board of trade or contract market or through any inter-dealer or other over-the-counter market in any jurisdiction or location (including, without limiting the generality of the foregoing, capital stock; shares or other units of mutual funds and investment companies; preorganization certificates and subscriptions; warrants; partnership interests or units; bonds, notes and debentures, whether subordinated, convertible or otherwise, and whether issued by a governmental or private issuer; commercial paper; certificates of deposit; bankers acceptances; trade acceptances; trust receipts; depository receipts; assignments of or participations in bank loans; trade credit claims; equity swaps, commodity swaps and interest rate swaps; equity index contracts; interest rate index contracts; repurchase agreements and reverse repurchase agreements; master agreements; and guaranties);

- (3) to give instructions or make arrangements for:
 - (a) trading on margin;
 - (b) effecting short sales;
 - (c) entering into repurchase agreements;
 - (d) otherwise obtaining credit or borrowing funds or any securities or other instruments or assets; and
 - (e) providing collateral security in relation to any of the foregoing

in connection with the acquisition, financing or re-financing, carrying or disposition of any of the items referred to in paragraph (2) above, and to cover, discharge or otherwise terminate any of the foregoing arrangements;

- (4) to give instructions for payments and deliveries in connection with any of the foregoing transactions;
- (5) to exercise all rights, powers and privileges appurtenant to the ownership, and any related financing, of any item held for the Company's account (including the right to vote or consent, and the right to lend any such item to any other person);
- (6) to execute and deliver, in the name of and on behalf of the Company, any investment management agreements and discretionary trading authorizations with investment

advisers other than Soros Fund Management LLC and any and all such other agreements, deeds, instruments, receipts, certificates and other documents in connection therewith;

- (7) to authorize other agents to take any of the foregoing actions; and
- (8) to execute all such documents and to take all such other actions as any of them may consider necessary or advisable in connection with any of the foregoing.

Each Attorney-in-Fact is hereby authorized and empowered to perform all other acts and deeds, which he or she in his or her sole discretion deems necessary or appropriate to carry out to the fullest extent the terms and the intent of the foregoing. All past acts of the each Attorney-in-Fact if furtherance of the foregoing are hereby ratified and confirmed.

Execution of this Limited Power of Attorney shall constitute a revocation of any and all previously executed limited powers of attorney of the Company appointing attorneys-in-fact to open accounts of any kind and nature whatsoever, sign opening documents and take all the actions set forth in this Limited Power of Attorney. This Power of Attorney shall expire on October 1, 2005.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed effective as of the 23rd day of May 2005.

SFM DOMESTIC INVESTMENTS LLC

By: /s/ Gavin Murphy

Gavin Murphy
Manager