

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

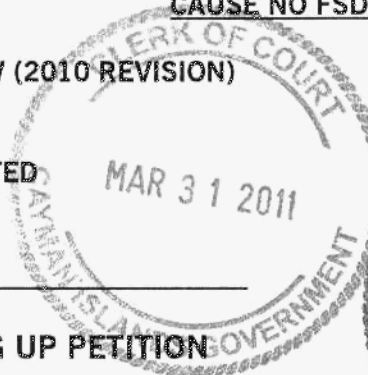
CAUSE NO FSD 59 OF 2011

IN THE MATTER OF THE COMPANIES LAW (2010 REVISION)

AND IN THE MATTER OF UCF FUND LIMITED



WINDING UP PETITION



To: The Grand Court of the Cayman Islands

The humble petition of **MICHAEL EDWARD GEORGE SAVILLE**, of Begbies Traynor Cayman Limited ("Begbies") of 5th Floor Genesis Building PO Box 679, Grand Cayman, KY1-1107, Cayman Islands and Voluntary liquidator of UCF Fund Limited, shows that:-

The Company

1. UCF Fund Limited (the "Company") was incorporated on 3 August 1999, as an exempted company under the laws of the Cayman Islands under registration number 91611.
2. The registered office of the Company is situated at Harbour Place, 2nd Floor, PO Box 10364, Grand Cayman, KY1-1004, Cayman Islands.

Voluntary Liquidation

3. On 3 March 2011 by virtue of a special resolution in writing the Company was wound up voluntarily and Michael Edward George Saville of Begbies of 5th Floor Genesis Building PO Box 679, Grand Cayman, KY1-1107, Cayman Islands was appointed Voluntary Liquidator of the Company. A copy of the written resolution is at Appendix "A" to this Petition.

4. As at the date upon which the Company was put into voluntary liquidation the directors of the Company were:-

(i) Dario Battistutta of Cankarova Ulica 7, 7 Pula, 521 Pula; and

(ii) Sean Lee Hogan of Flat 34, Block B Christine Complex, PO Box 54075, Limassol 3720, Cyprus

Grounds For Winding Up

5. The Voluntary Liquidator has not received a declaration of solvency in the prescribed form signed by all of the Company's directors pursuant to Section 123(1)(c) of the Companies Law (2010 Revision) (the "Companies Law").

6. The Company is insolvent and unable to pay its debts as they fall due within the meaning of Section 92 of the Companies Law since it has assets estimated to be in the sum of \$2,651,816 and liabilities estimated to be in the sum of \$2,786,305. Therefore the Company's directors have confirmed they are unable to swear a declaration of solvency in accordance with section 123(1)(c) of the Companies Law.

Consent to Act

7. Michael Edward George Saville, the voluntary liquidator is a qualified licensed insolvency practitioner and consents to being appointed by the Court as official liquidator of the Company.

YOUR PETITIONER THEREFORE HUMBLY PRAYS AS FOLLOWS:-

1. The liquidation of the Company be continued under the supervision of the Court;

2. Michael Edward George Saville of Begbies of 5th Floor Genesis Building PO Box 679, Grand Cayman, KY1-1107, Cayman Islands, Cayman Islands (the "Liquidator") be appointed as Official liquidator of the Company;
3. The Liquidator shall not be required to give security for his appointment;
4. The Liquidator be authorised to exercise any of the powers conferred on him by the Court pursuant to Section 110(2) and Parts I and II of the Third Schedule of the Companies Law (2010 Revision) without further sanction or intervention of the Court;
5. No suit, action or other proceeding shall be commenced or continued with against the Company except with the leave of the Court;
6. The Liquidator be at liberty to apply generally; and
7. Such further or other relief be granted as the Court deems appropriate.

AND your Petitioner will ever pray etc.

DATED this 31st day of March 2011.


CHARLES ADAMS RITCHIE & DUCKWORTH
Attorneys-at-Law for the Petitioner

NOTE: This Petition is not intended to be served on anyone unless otherwise directed by the Court

This Petition was presented by Charles Adams Ritchie & Duckworth, attorneys-at-law for the Petitioner whose address for service is that of their said Attorneys-at-Law, 2nd Floor Zephyr House, 122 Mary Street, PO Box 709, George Town, KY1-1107, Grand Cayman.

NOTICE OF HEARING

TAKE NOTICE THAT the hearing of this Petition will take place at the Law Courts, George Town, Grand Cayman on at a.m./p.m.

Any correspondence or communication with the Court relating to the hearing of this Petition should be addressed to the Registrar of the Financial Services Division of the Grand Court at PO Box 495, Grand Cayman, KY1-1106, telephone (345) 949 4296.

This Petition is filed by Charles Adams Ritchie & Duckworth, Attorneys-at-Law for the Petitioner whose address for service is that of their said Attorneys-at-Law, 2nd Floor Zephyr House, 122 Mary Street, PO Box 709, George Town, KY1-1107, Grand Cayman.

Appendix "A"


UCF Fund Limited
(the "Company")

**WRITTEN RESOLUTIONS OF THE SOLE VOTING SHAREHOLDER OF THE COMPANY ADOPTED
PURSUANT TO THE ARTICLES OF ASSOCIATION**

The following resolutions are hereby adopted as Special Resolutions:

1. That the Company be wound up voluntarily under the Companies Law (2010 Revision), section 116(c);
2. That Michael Edward George Saville of Begbies Traynor Cayman Limited, 5th Floor Genesis Building, PO Box 679, Grand Cayman KY1-1107, Cayman Islands be and is hereby appointed Voluntary Liquidator for the purposes of winding-up the Company
3. That the Voluntary Liquidator be authorised if he thinks fit to make a distribution in specie and/or in cash of all or part of the assets of the Company
4. That Charles Adam Ritchie & Duckworth be instructed to act as attorneys in respect of the voluntary liquidation and to deal with all filings for an on behalf of the Company and the Liquidator with the Registrar of Companies.

The above resolutions are duly adopted by the sole voting shareholder of the Company.



Director for and on behalf of
UCF Group LLC the sole voting shareholder of the Company

3-3-11