

IN THE GRAND COURT OF THE CAYMAN ISLANDS

CAUSE NO: ¹³⁷ OF 1998

IN THE MATTER OF TSACHILA POWER LIMITED

AND IN THE MATTER OF THE COMPANIES LAW (1998 REVISION)

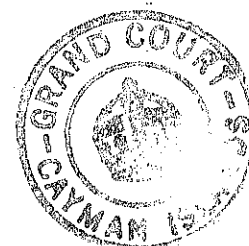
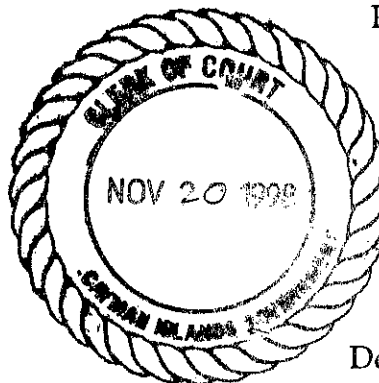
B E T W E E N:

1. FININVEST OVERSEAS INC., a company
incorporated under the laws of Panama
2. MICHAEL BAITEL

Plaintiffs

AND

TSACHILA POWER LIMITED



Defendant

ORIGINATING SUMMONS

LET THE DEFENDANT of Caledonian House, Mary Street, George Town, Grand Cayman attend before the Judge in Chambers, at the Law Courts, George Town, Grand Cayman on the 27th day of November 1998, at 9.30 o'clock on the hearing of an application by the Plaintiffs of Fininvest Overseas Inc., Calle 53 Este, Marbella, Torre Swiss Bank, Planta Baja, Apdo. 6-3197, El Dorado, Panama for an order that

1. pursuant to section 46 of the Companies Law (1998 Revision), the Register of Members of the above named company maybe rectified by changing from 40,815 to 40,814 the number of shares registered in the name Fininvest Overseas Inc. and by inserting the name of Michael Baitel as the holder of one share and that notice of such rectification be given to the Registrar of Companies; and

2. the costs of this application be paid by the Defendant to the Plaintiffs in any event.

AND LET THE DEFENDANT within 14 days after service of this summons on it, counting the day of service, return the accompanying Acknowledgement of Service to the Court's office.

Dated the 20th day of November 1998.

Hunter & Hunter

Hunter & Hunter
Attorneys-at-Law for the Plaintiffs.

NOTES: -

- (1) This Summons may not be served later than 4 calendar months beginning with the above date unless renewed by order of the Court.
- (2) If a defendant does not attend personally or by his attorney at the time and place above-mentioned such order will be made as the Court may think just and expedient.

IMPORTANT

Directions for Acknowledgement of Service are given with the accompanying form.

This Originating Summons was issued by Hunter & Hunter, Attorneys-at-Law for the Plaintiff, whose address for service is The West Wind Building, 2nd Floor, PO Box 190 GT, Grand Cayman, Cayman Islands.