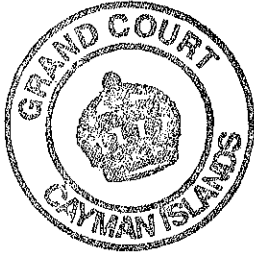


IN THE GRAND COURT OF THE CAYMAN ISLANDS

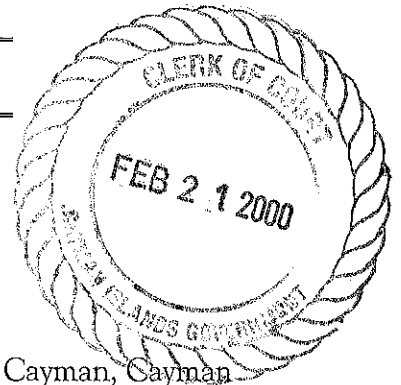
CAUSE NO: 76 OF 2000

In the matter of the Companies Law (1998 Revision)

And in the matter of Jankad Limited (formerly trading as Graham's Crewe Road Esso)



WINDING UP PETITION



TO THE GRAND COURT OF THE CAYMAN ISLANDS

The Petition of Esso Standard Oil SA Ltd. of P.O. Box 306GT, Grand Cayman, Cayman Islands shows that :-

1. Jankad Ltd. ("the Company") was incorporated on an exempt company on an unknown date under the Companies Law (1998 Revision).
2. The registered office of the Company is situated at Trident Trust Company Limited PO Box 847GT, Elizabethan Square, George Town, Grand Cayman, Cayman Islands.
3. The principal objects for which the Company was established was for the operation of the gas station trading as Graham's Crewe Road Esso selling petroleum products and other merchandise to the motoring public under the Esso trademark and certain other trademarks and to operation a so called C-Store.
4. The Company is indebted to the Petitioner in the sum of CI\$139,308.00 in respect of arrears of rent, franchise fees and advertising fees.
5. On 1 October 1999 the Petitioner's attorneys Hunter & Hunter, served on the Company a demand in accordance with Section 95(a) of the Companies Law requiring the Company to pay to the Petitioner the sum referred to in paragraph 4 hereof.

6. Over three weeks have now elapsed since the Petitioner served the said demand, but the Company has neglected to pay or satisfy the said sum or any part thereof to make any offer to the Petitioner to secure or compound the same.
7. On 12 November 1999 Joshwyn Leo Rhynie QC acting as arbitrator in arbitration proceedings between the Petitioner and the Company awarded the Petitioner the total sum of CI\$394,599.50 as being due to the Petitioner pursuant to an Amended Points of Claim claiming arrears of rent, franchise and advertising fees from which sum was set off the sum of CI\$255,290.63 as being found due to the Company in respect of a payment for the good will of the business, advertising fees and public liability insurance. The final arbitration award awarded the sum of CI\$139,308.87 to the Petitioner together with its costs and the costs of the award.
8. The Company has failed to settle the sum of the final arbitration award, or to pay any costs whatsoever to the Petitioner.
9. In the circumstances the Company is insolvent and unable to pay its debts.
10. It is just and equitable that the Company should be wound up

AND THE PETITIONER THEREFORE PRAYS AS FOLLOWS:-

1. That Jankad Limited be wound up by the Court under the provision of the Companies Law (1998 Revision).
2. That G.T.L. Bullmore and S. Whicker of KPMG, Chartered Accountants, of Genesis Building, PO Box 448GT, Grand Cayman, Cayman Islands be appointed Joint Official Liquidators of the Company.
3. That the Joint Official Liquidators or either of them be at liberty to exercise any of the powers contained within the section 109 of the Companies Law (1998 Revision) without the further sanction or intervention of this Honourable Court.
5. That the Joint Official Liquidators do file with the Clerk of the Court a report in writing in the position of and the progress made with the winding up of the Company and with the realisation of the assets thereof and as to any other matters connected to the winding up of the Company every 6 calendar months or as the Court may from time to time direct.
6. That the Joint Official Provisional Liquidators be at liberty to employ such attorneys, counsel and professional advisors whether in the Cayman Islands or elsewhere as they may consider necessary to advise and assist them in the performance of their duties and on such terms as they may think fit.

7. The Joint Official Liquidators and their staff be remunerated at the expense of the Company at the following hourly rates

	US\$
(i) Partner	400.00
(ii) Senior Manager	300.00
(iii) Manager	250.00
(iv) Senior Accountant	165.00
(v) Staff Accountant	125.00
(vi) Assistant Accountant	100.00

and that any such fees and expenses to be paid out of the Company's assets be approved by the Court prior to any payment thereof.

8. That the costs of the Petitioner and the Petition be paid out of the assets of the Company.
9. Such further and other relief as this Honourable Court deems appropriate.

Dated this 18 day of February 2000

Hunter & Hunter
Hunter & Hunter
Attorneys-at-law for the Petitioner

Notice of Hearing

This Petition having been presented to the Court on the 18 day of February 2000 will be heard at the Court House, George Town, Grand Cayman on the 16 day of MAR 2000 at 10:00 o'clock in the fore/afternoon or as soon thereafter as the Petition can be heard

This Petition was presented by Hunter & Hunter, attorneys-at-law for the Petitioner whose address for service is that of its said Attorneys, namely 75 Fort Street, P.O. Box 190 GT, Grand Cayman, Cayman Islands (Ref. SD/03406.006)