

IN THE GRAND COURT OF THE CAYMAN ISLANDS

CAUSE NO. 198 OF 2000

IN THE MATTER OF SECTION 178 OF THE COMPANIES LAW (1998 REVISION)

AND IN THE MATTER OF HARQUAIL INVESTMENTS LTD.

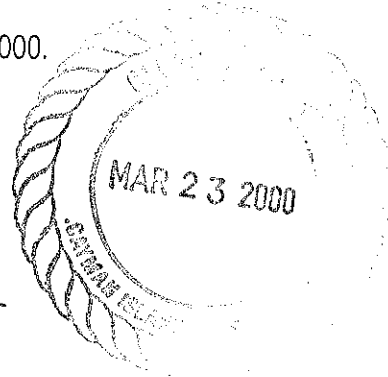
ORIGINATING APPLICATION



Application is hereby made to the Clerk of the Court on behalf of HARQUAIL INVESTMENTS LTD. for an order that it be restored to the Register of Companies.

This application is made on the grounds set out in the affidavit of A. DWIGHT PANTON, Attorney at Law for the company and sworn on the 22nd day of March 2000.

Dated the 22nd day of March 2000.



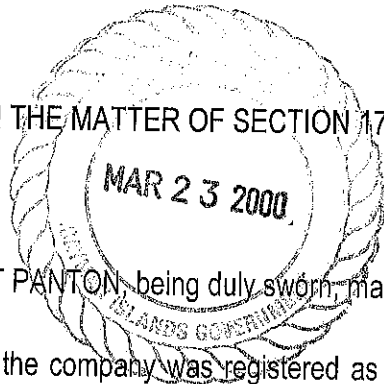
~~O.L. PANTON & CO.
Attorneys-at-Law for the Applicant herein.~~

This Originating Application was filed by O.L. Panton & Co., Attorneys-at-Law, Pansons Building, Crewe Road, P.O. Box 876, George Town, Grand Cayman for and on behalf of the Applicant herein, whose address for service is that of its said Attorneys-at-Law.

IN THE MATTER OF HARQUAIL INVESTMENTS LTD.

AND

IN THE MATTER OF SECTION 178 OF THE COMPANIES LAW (1998 REVISION)



AFFIDAVIT



I, A. DWIGHT PANTON, being duly sworn, makes oath and say as follows:

- (a) That the company was registered as Number 404152 on the 6th day of August 1991, under the Companies Law.
- (b) That the company was struck from the Register of Companies on September 30, 1996.
- (c) The Registrar of Companies has consented to the restoration of the company provided all fees are paid as expressed in a letter dated February 8, 2000, attached hereto and marked "ADP 1".
- (d) The Financial Secretary has consented to the restoration of the company provided all fees are paid to the Cayman Islands Government as expressed in a letter dated February 17, 2000, attached hereto and marked "ADP 2".
- (e) The amount of the reinstatement fee and outstanding annual return fees payable to the Registrar of Companies is CI\$4,400.00.
- (f) That the Registered Office of the above company is to be situated at the offices of O.L. Panton & Co., Pansons Building, 350 Crewe Road, P.O. Box 876, George Town, Grand Cayman.
- (f) That the firm of O.L. Panton & Co. have agreed to provide Registered Office services to the Company.

Dated this 22nd day of March 2000.

SWORN to at George Town, Grand Cayman,
this 22nd day of March 2000,
before me:


A. DWIGHT PANTON - Attorney at Law
for HARQUAIL INVESTMENTS LTD.


JUSTICE OF THE PEACE/NOTARY PUBLIC

Plaintiff
First
A. Dwight Panton
Sworn:

IN THE GRAND COURT OF THE CAYMAN ISLANDS

CAUSE NO. OF 2000

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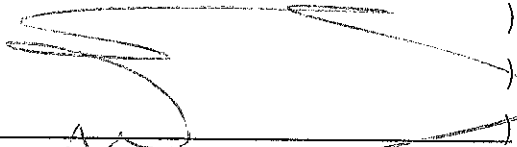
AND IN THE MATTER OF HARQUAIL INVESTMENTS LTD.

This is the Exhibit marked "ADP 1" referred to in the affidavit of Anthony Dwight Panton.

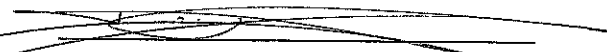
SWORN at George Town, Grand Cayman)

this *22nd* day of *March*, 2000)

before me:)

)

JUSTICE OF THE PEACE/NOTARY PUBLIC



ANTHONY DWIGHT PANTON

REGISTERS

General Registry
Tower Building
George Town
Grand Cayman
Cayman Islands
British West Indies



CAYMAN ISLANDS

Companies
Ships
Trusts
Patents and Trademarks
Partnerships
Trade Unions
Building Societies
Friendly Societies
Co-operative
Marriages, Births and Deaths
Public Records

Telephone: (345) 949-7999
Facsimile: (345) 949-0969
E-mail: cigenreg@candw.ky

8TH February 2000

O.L. PANTON & COMPANY
Attorney-at-Law
P.O. Box 875
Grand Cayman

Dear Sirs

HARQUAIL INVESTMENTS LTD.

We refer to your recent correspondence of 1st February 2000, regarding the reinstatement of the above mentioned company. In regards to the subject company, we now confirm that:

- (a) The company was struck on 30th September 1996
- (b) The reinstatement fees are as follow:

Restoration	-CI. \$200.00
Annual fees - (1994)	-CI. \$200.00
(1995 - 98)	-CI. \$1000 .00
(1999)	- CI. \$350 .00
Penalty	-CI \$350.00
Penalties (\$1/day) -	-CI \$2300.00

- (c) We have no objection to the application to reinstate this company, provided the total fee of **CI\$4,400.00** is paid, and notice of Registered Office is filed at the time of restoration.

Yours faithfully,

J. RANKINE
Customer Service Liaison Officer

Plaintiff
First
A. Dwight Panton
Sworn:

IN THE GRAND COURT OF THE CAYMAN ISLANDS

CAUSE NO. OF 2000

IN THE MATTER OF SECTION 178 THE COMPANIES LAW (1998 REVISION)


AND IN THE MATTER OF HARQUAIL INVESTMENTS LTD.

This is the Exhibit marked "ADP 2" referred to in the affidavit of Anthony Dwight Panton.

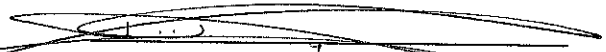
SWORN at George Town, Grand Cayman)

this 22nd day of March, 2000)

before me:)



JUSTICE OF THE PEACE/NOTARY PUBLIC



ANTHONY DWIGHT PANTON

Telephone: 345 949 7900
Facsimile: 345 949 8650
Telex: CP 4260



Dept. of Finance & Economic Devel.
Government Administration Bldg.
George Town, Grand Cayman
Cayman Islands

Ref: REV/COS

February 17, 2000

CAYMAN ISLANDS

Mr. A. Dwight Panton
O.L. Panton & Company
Attorneys-at-Law
P.O. Box 875 GT
Grand Cayman

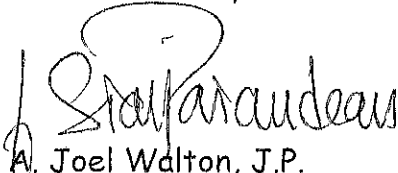
Dear Sir:

Re: Harquail Investments Ltd.

Reference is made to your letter of February 14th, 2000, with attachment.

Please be advised that approval has been granted under s. 178 of The Companies Law (1998 Revision) for an application to be made to the Court for the restoration of Harquail Investments Ltd. to the Register of Companies, provided that the outstanding fees of CI\$4,400.00 are paid to the Government, and Notice of Registered Office is filed at the time of restoration.

Yours faithfully,


A. Joel Walton, J.P.
Acting Financial Secretary

AJW/sp

cc: Registrar General
Accountant General