

IN THE GRAND COURT OF THE CAYMAN ISLANDS

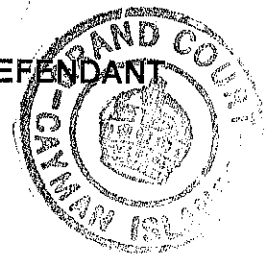
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CAUSE NO. of 2000

BETWEEN: (1) LINSHAR INVESTMENTS INC.
(2) WILLIAM AND MAUREEN WHITMIRE
(3) ROBERT AND ANN RHEAULT
(4) MERLE AND ROBERTA LAWRENCE **PLAINTIFFS**

AND: PAN CAYMAN LTD.

DEFENDANT

ORIGINATING SUMMONS



LET THE DEFENDANT of P.O. Box 440, Grand Cayman, attend before the Judge in Chambers at the Law Courts, George Town, Grand Cayman on the day of May, 2000 at o'clock in the fore/after noon on the hearing of an application by the Plaintiffs of P.O. Box 709, George Town, Grand Cayman for declarations and order as follows:-

1. A declaration that as a matter of law, the contractual rights of the Plaintiffs pursuant to the terms of the Shareholders Agreement dated 28th August, 1988, ("the Agreement") and the Apartment Agreement referred to therein, cannot be amended, altered, revoked or otherwise affected save with the agreement and consent of all the Class A Voting Shareholders of the Defendant.
2. A declaration that the Defendant has no authority or capacity, absent an effective amendment, alteration or revocation to the Agreement and the Apartment Agreement to enter into negotiations or conclude a binding agreement with Cayman Overseas (Downtown) Ltd., ("Overseas") or with any entity or individual associated or affiliated with Overseas for the sale of the Property registered as West Bay Beach South, Block 12C, Parcel 20, commonly known as Pan Cayman House, ("the Property").
3. An injunction restraining the Defendant, its servants or agents forthwith from continuing negotiations with Overseas or with any entity or individual associated or affiliated with Overseas for the sale of the Property pending the convening of an Extraordinary General Meeting which was requisitioned on 5th May, 2000 or within 28 days of the date hereof, whichever shall occur first in time.

4. Such further or other relief as shall be just.

4. Costs.

AND LET THE DEFENDANT within 14 days after service of this summons on it counting the day of service, return the accompanying Acknowledgment of Service to the Courts Office.

Dated the 10th day of May, 2000



Charles Adams, Ritchie & Duckworth
Attorneys-at-Law for the Plaintiffs

NOTES:-

1. This Summons may not be served later than 4 calendar months (or, if leave is required to effect service out of the jurisdiction, 6 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 Acknowledgment of Service are given with the accompanying form.

This Originating Summons was filed by Charles Adams, Ritchie & Duckworth, Attorneys-at-Law, for and on behalf of the Plaintiffs herein whose address for service is that of their said Attorneys-at-Law, P.O. Box 709, Zephyr House, Mary Street, George Town, Grand Cayman, B.W.I.

BETWEEN: (1) LINSHAR INVESTMENTS INC.
(2) WILLIAM AND MAUREEN WHITMIRE
(3) ROBERT AND ANN RHEAULT
(4) MERLE AND ROBERTA LAWRENCE PLAINTIFFS

AND: PAN CAYMAN LTD. DEFENDANT

**ACKNOWLEDGMENT OF SERVICE
OF ORIGINATING SUMMONS**

Important. Read the accompanying Delay may result in judgment being direction and notes for guidance entered against a Defendant whereby carefully before completing this form. If he may have to pay the costs of any information required is omitted or applying to set it aside. given wrongly, THIS FORM MAY HAVE TO BE RETURNED.

1. State the full name of the Defendant by whom or on whose behalf the service of the Originating Summons is being acknowledged.

2. State whether the Defendant intends to contest the proceedings (tick appropriate box)

Yes No

3. If the claim against the Defendant is for a debt or liquidated demand, AND he does not intend to contest the proceedings, state if the Defendant intends to apply for a stay of execution against any judgment entered by the Plaintiff (tick box).

Service the Originating Summons is acknowledged accordingly

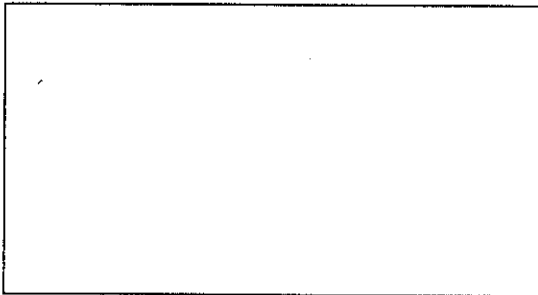
(Signed)
[Attorney] for
Address for Service:

Notes on address for service

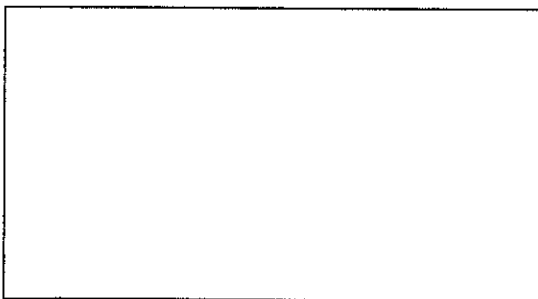
Attorney: where the Defendant is represented by an attorney, state the attorney's place of business in the Cayman Islands. A Defendant may not act by a foreign attorney.

Defendant in person: where the defendant is acting in person, he must give his post office box number and the physical address of his residence or, if he does not reside in the Cayman Islands, he must give an address in Grand Cayman where communications for him should be sent. In the case of a limited company, "residence" means its registered or principal office.

Indorsement by Plaintiff's attorney (or by Plaintiff is suing in person) of his name, address and reference, if any, in the box below.



Indorsement by Defendant's Attorney (or by Defendant if suing in person) of his name, address and reference, if any, in the box below.



Filed by Charles Adams, Ritchie & Duckworth, Attorneys-at-Law for and on behalf of the Plaintiff herein whose address for service is that of its said Attorneys-at-Law, P.O. Box 709, Zephyr House, Mary Street, George Town, Grand Cayman, B.W.I.

Notes for Guidance

1. Each Defendant (if there are more than one) is required to complete an Acknowledgment of Service and return it to the Courts Office.
2. For the purpose of calculating the period of 14 days for acknowledging service, an Originating Summons served on the Defendant personally is treated as having been served on the day it was delivered to him.
3. Where the Defendant is sued in a name different from his own, the form must be completed by him with the addition in paragraph 1 of the words "sued as (the name stated on the Originating Summons)".
4. Where the Defendant is a FIRM and an attorney is not instructed, the form must be completed by a PARTNER by name, with the addition in paragraph 1 of the description "partner in the firm of (.....)" after his name.
5. Where the Defendant is sued as an individual TRADING IN A NAME OTHER THAN HIS OWN, the form must be completed by him with the addition in paragraph 1 of the description "trading as (.....)" after his name.
6. Where the Defendant is a LIMITED COMPANY the form must be completed by an Attorney or by someone authorised to act on behalf of the company, but the Company can take no further step in the proceedings without an Attorney acting on its behalf.
7. Where the Defendant is a MINOR or a MENTAL PATIENT, the form must be completed by an Attorney acting for a *guardian ad litem*.
8. A Defendant acting in person may obtain help in completing the form at the Courts Office.