

IN THE GRAND COURT OF THE CAYMAN ISLANDS

CAUSE NO: 365 OF 2003

IN THE MATTER OF THE BANKS AND TRUST COMPANIES LAW (2001 REVISION) AS AMENDED

AND IN THE MATTER OF AN APPLICATION BY THE CAYMAN ISLANDS MONETARY AUTHORITY

AND IN THE MATTER OF BANINTER AND TRUST CO.

EX PARTE ORIGINATING SUMMONS

LET ALL PARTIES attend before the Judge in Chambers at the Law Courts, George Town, Grand Cayman on the _____ day of _____ 2003 at _____ o'clock in the fore/afternoon on the hearing of an application by the Cayman Islands Monetary Authority pursuant to section 14(1) V of the Banks and Trust Companies Law as amended for the following orders:

1. That Don Ebanks, Managing Director of E&Y Restructuring Ltd. and Richard E. Fogerty, Assistant Director of E&Y Restructuring Ltd. ("the Joint Controllers"), appointed to assume control over the affairs of Baninter and Trust Company ("the Company") pursuant to a directive from the Cayman Islands Monetary Authority dated 23 May 2003, or either of them shall have all the powers of a person appointed as a receiver or manager of a business appointed under Section 18 of the Bankruptcy Law (revised) to be exercised either jointly or severally as necessary without further sanction of this Court including but not limited to:
 - (a) The power to take possession of all property real and personal, and all books, papers, and documents of the Company, and to exercise such of the powers conferred by this Order as may be necessary for the purpose of acquiring and retaining possession thereof and for the purpose of protecting the rights of the Company's creditors.
 - (b) The power to discover and recover all debts due to the Company including the taking of any legal or other quasi-judicial action as may be necessary whether in the Cayman Islands or elsewhere.

- (c) The power to examine and verify the books, papers and vouchers relating to the Company's affairs.
- (d) The power to sell the real and personal property, effects and choses in action of the Company by public auction or private contract, with power to transfer the whole thereof to any person or company or to sell the same in parcels insofar as the exercise of this power shall be necessary to preserve or protect the value of the Company's assets or business.
- (e) The power to carry on the business of the Company, so far as may be necessary for the assumption of control of the affairs of the company and/or as shall be necessary to preserve or protect the value of Company's assets or business.
- (f) The power to bring or defend any action, suit, prosecution or other legal or quasi-judicial proceedings whether civil or criminal in the name and on behalf of the Company whether within the Cayman Islands or elsewhere.
- (g) The power to prove, rank, claim and draw a dividend in respect of any debt due to the Company.
- (h) The power to refer any dispute to arbitration, compromise all debts, claims and liabilities, whether present or future, certain or contingent, liquidated or unliquidated, subsisting or supposed to subsist between the Company and any person who may have incurred any liability to the Company, upon the receipt of such sums payable at such times and generally upon such terms as may be agreed upon.
- (i) The power to make such compromise or other arrangement as may be thought expedient with creditors of the Company or persons claiming to be creditors of the Company, in respect of any debts against the Company.
- (j) The power to make such compromise or other arrangement as may be thought expedient with respect to any claim arising out of or incidental to the property of the Company, made or capable of being made by any person.
- (k) The power to draw, accept, make and endorse any bill of exchange or promissory note in the name and on behalf of the Company, and from time to time to raise upon the security of the assets of the Company any requisite sum or sums of money; and the drawings, accepting, making or endorsing of every such bill of exchange or promissory note as aforesaid on behalf of the Company shall have the same effect with the respect of the liability of such company as if such bill or note had been drawn, accepted, made or endorsed by or on behalf of such company in the course of the carrying of the business thereof save insofar as the exercise of this power shall be necessary for the

control of the affairs of the Company in order to protect and preserve the assets and/or the business of the Company.

- (l) The power to do and execute all such things as may be necessary for the conduct and control of the affairs and the business of the Company including but not limited to the power to revoke on behalf of the Company any subsisting Power of Attorney or other deed or instrument.
 - (m) The power to execute on behalf of the Company any Power of Attorney or other deed or instrument that may, in the opinion of the Controller be necessary for the conduct of any of the affairs or business of the Company or for the exercise of any of the powers set out in this Order and to take any and all necessary steps to register or howsoever effect or have recognised the Power of Attorney whether in the Cayman Islands or elsewhere.
 - (n) The power to enter into discussions and negotiations with any person in Cayman or elsewhere as necessary to arrive, if possible, at a prompt and orderly resolution of the Company's affairs.
 - (o) That the Joint Controllers may, at any time, apply to the Court for directions concerning the above powers or with regard to any matters arising out of the management or conduct of the affairs of the Company.
2. That the Joint Controllers may, without further sanction of this Court, appoint attorneys at law, counsel and professional advisors whether in the Cayman Islands or elsewhere to assist them in the performance of their duties and to appoint any agent or other entity to engage in any business on behalf of the Company which they are unable to do themselves or which can more conveniently be done by an agent whether in the Cayman Islands or elsewhere at such rate of remuneration as the Joint Controllers shall deem appropriate.
3. That no security be required from the Joint Controllers.
4. That the Joint Controllers and their staff be remunerated at the expense of the company at the following rates:
- | | | |
|-------|-------------------|------------|
| (i) | Managing Director | US\$450.00 |
| (ii) | Director | US\$385.00 |
| (iii) | Executive | US\$185.00 |
- And that any such fees and expenses to be paid out of the company's asset be approved by the Cayman Islands Monetary Authority prior to any payment thereof.
7. Such further and/or other relief as this Honourable Court deems appropriate.

8. Liberty to apply.
9. That the costs of this application be costs in the Controllership.

Dated this day of May 2003

Hunter + Hunter

Time estimate: The estimated length of the hearing of this Summons is 30 minutes.

FILED by Hunter & Hunter, Attorneys-at-Law for the Controllers, whose address for service is The Huntlaw Building, 75 Fort Street PO Box 190 GT, Grand Cayman, Cayman Islands (Ref: SD/50016.020)