

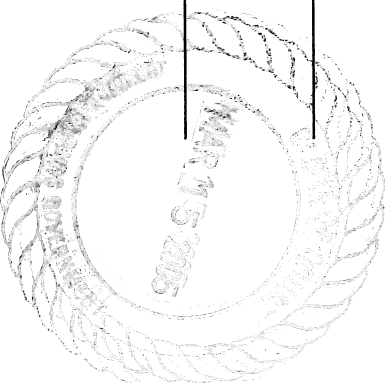
IN THE GRAND COURT OF THE CAYMAN ISLANDS

CAUSE NO: 114 OF 2005

IN THE MATTER OF THE COMPANIES LAW (2004 REVISION)
AND IN THE MATTER OF SPRING WIRELESS LIMITED



PETITION



TO: The Grand Court of the Cayman Islands

THE PETITION of Maples and Calder of PO Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands shows that : -

1 Spring Wireless Ltd (the "Company") was registered on 28 December 2000 as an exempt company under the Companies Law of the Cayman Islands.

2 The registered office of the Company is at PO Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands.

3 The Company is justly and truly indebted to Maples and Calder in the sums of US\$10,894.01 and US\$67,291.89 respectively.

4 The above-mentioned debts are for liquidated sums payable immediately and the Company appears to be unable to pay them.

5 On 17 June 2004, statutory demands in the amounts of US\$10,894.01 and US\$67,291.89, respectively, were left at the registered office of the Company. In addition, originals were also sent by courier on the same date to Mr Marcelo Conde, the President of the Company at Rua Tenente Negrão, 140-cj.32, Itaim Bibi – 04530-030, Sao Paulo – SP,

Brazil. Those statutory demands demanded payment of the above-mentioned debts within 21 days.

6 Neither of the statutory demands has been complied with.

7 The Company is unable to pay its debts and is insolvent.

8 In the circumstances, it is just and equitable that the Company should be wound up.

The Petitioner therefore prays as follows -

(1) That the Company be wound up by the Court under the provisions of the Companies Law (2004 Revision).

(2) That Liquidators be appointed to the Company.

(3) That the Liquidators not be required to give security for their appointment.

(4) That in addition to all other powers, the Liquidators have all the powers set out in Section 109 of the Companies Law (2004 Revision) and may exercise such powers without the sanction of the Court, and for the avoidance of doubt -

(i) the Liquidators be at liberty to appoint agents and attorneys, solicitors, barristers and other professionally qualified persons, in the Cayman Islands and/or elsewhere to assist their in the performance of their duties on such terms as they think fit and to remunerate them out of the assets of the Company as an expense of the Liquidation;

(ii) all the powers bestowed upon the Liquidators may be exercised by them within and outside the Cayman Islands.

- (5) That the Liquidators be entitled to receive remuneration for their services by reference to the time properly given by them and their staff in attending to matters arising in the winding-up, and that the hourly rates and the amount of such remuneration be determined in accordance with Rules 4.127 to 4.131 of the Insolvency Rules 1986.
- (6) That the Liquidators report to this Court within six months of the hearing of this Petition, or such other period as the Court may think fit, and thereafter at such intervals as the Liquidator thinks fit or as the Court shall direct.
- (7) That the costs of presenting this Petition be paid out of the assets of the Company as an expense of the Liquidation.
- (8) Such further or alternative orders and/or directions that the Court should think fit.

AND YOUR PETITIONER WILL EVER PRAY

Dated the 14th day of March 2005



MAPLES and CALDER

NOTE:

It is intended that this Petition be served on the Company.

ENDORSEMENT

The Petition will be heard at the Grand Court, George Town, Cayman Islands at 10:00 am/pm
on the 20th day of May, 2005.

THIS PETITION is issued by Maples and Calder whose address for service is PO Box 309GT, Ugland House, George Town, Grand Cayman
(Ref: MWI/277973-001/1309578)