

NON-SOLICITATION LETTER / REQUEST FOR INFORMATION

Date 30 October 2008

To

Reference CONSIDERATION FOR A PRIVATE TRANSACTION

Dear Sir,

I, NAME, as authorized signatory, do hereby affirm that I have requested specific confidential information and documentation from your organization regarding for my interest and purposes, the availability of a PRIVATE TRANSACTION.

I hereby declare that I am fully aware that the information received or to be received from you is in direct response to my request, and is not considered or intended to be a solicitation or offering of any kind. It is intended solely for my general knowledge. I further attest that I requested this information of my own free will and accord.

I have mutually agreed that the PRIVATE TRANSACTION is exempt from the Securities Act and not intended for the general public. All materials are for private use only. Additionally, I affirm that there has not been any offer to buy or sell securities and that this Request for Information is not an offer or intended to be an offer to buy or sell securities.

I affirm that the Funds on Deposit to be placed with the transaction for the purposes herein referenced will be done so at our specific request and authorization.

It is agreed the email attachments or facsimile copy of this Non Solicitation Letter / Request for Information or any associated documents to this PRIVATE TRANSACTION are to be considered as a valid, legally acceptable copy of the original. As such they are considered legally binding and fully enforceable by mutual consent of the Parties.

For and on behalf of <NAME OF COMPANY>

Authorized Signature: _____ 30 October 2008

Name:

Title:

SEAL

Passport Number:

Country of Issue:

LETTER OF INTENT

Date 30 October 2008

To

Reference CONSIDERATION FOR A PRIVATE TRANSACTION

Dear Sir,

Kindly accept this letter as our firm and exclusive Letter of Intent, subject to the issuance of and our approval of final Agreements, Contracts, Documentation, and terms and conditions for a PRIVATE TRANSACTION in the amount of **(000,000,000.00) in words United States Dollars**, on deposit at the **Name of Bank and Bank Address**.

We certify with full personal, corporate and legal responsibility, that these funds are free from any and all tax, imposts, levies, duties, charges, liens or encumbrances of any nature whatsoever and are under our control and discretion, and are immediately available. We further attest that these funds are good, clean, cleared funds wholly derived from legal sources of non-criminal origin.

We further confirm and acknowledge that neither you nor anyone on your behalf has solicited us, and that the documents that we will receive shall not be deemed to be a solicitation in connection with a PRIVATE TRANSACTION. We also confirm that there has been no offer to buy or sell securities and that this is not intended to be an offer to buy or sell securities. We hereby represent and warrant that we are authorized to issue this Letter of Intent.

It is agreed the email attachments or facsimile copy of this Letter of Intent or any associated documents to this PRIVATE TRANSACTION are to be considered as a valid, legally acceptable copy of the original. As such they are considered legally binding and fully enforceable by mutual consent of the Parties.

For and on behalf of <NAME OF COMPANY>

Authorized Signature: _____ 30 October 2008

Name:

Title:

Passport Number:

Country of Issue:

SEAL

RESOLUTION OF BOARD OF DIRECTORS

At a meeting of the directors of <NAME OF COMPANY>, held on Thursday, 30 October 2008 at **12:30** hours, at the offices of <NAME OF COMPANY>, located at <ADDRESS OF COMPANY>, in accordance with the Articles of Incorporation, and at which were present <NAME OF INVESTOR & TITLE> and (NAME of DIRECTORS & TITLE).

It was resolved that **Mr. -----**, be granted full signatory authority, to negotiate the final details and thereafter, execute and enter into a Contract for a PRIVATE TRANSACTION, utilising the cash funds in the amount of <AMOUNT IN WORDS> (\$____,____,____.00 USD).

Additionally, **Mr. -----** is empowered to open and manage bank accounts, enter into fee agreements as necessary, and to make selections as to the Private Placement that will best suit the Investment of funds.

As such it is further resolved that **Mr. -----** is authorized and mandated for and on behalf of the corporation to execute and bind the company with full board approval by sole signature hereof to any and all Private Placement Agreements or PRIVATE TRANSACTION contemplated.

The necessary authority and power required to undertake this task is hereby granted to **Mr. -----** as our representative as set forth above. It was therefore resolved that **Mr. -----** shall have the authority so empowered by the resolutions above.

It is agreed the email attachments or facsimile copy of this Resolution of the Board of Director and all associated documents to the PRIVATE TRANSACTION are to be considered as a valid, and legally acceptable copy of the original. As such it is legally binding and fully enforceable by mutual consent of the related Parties.

We hereunto Accept, Agree and Execute this Resolution of Board of Directors for and on behalf of the <COMPANY NAME> by subscribing our names on this Thursday, 30

October 2008.

Authorized Signature: _____

Seal of

Corporation

Name: _____ Title: President/ Chairman

Passport Number: _____ Country: _____

Secretary Signature: _____

Seal of

Corporation

Name: _____ Title: Secretary

Passport Number: _____ Country: _____

CLIENT INFORMATION SUMMARY

In accordance with Articles 2 through 5 of the Due Diligence Convention and the Federal Banking Commission Circular of December 1998, and under the US Patriot Act of 2002, as amended in February 2003 concerning the prevention of money laundering and 305 of the Swiss Criminal Code, the following information may be supplied to banks and/or other financial institutions for purposes of verification of identity and activities of the Client described below, and the nature and origin of the funds which are to be utilized. The foregoing is subject to agreement by all parties to whom this information is provided that they are obligated to respect to privacy rights of the Client and all individuals described herein, as well as the generally accepted professional standards relating to the maintenance of confidential information, and to take all appropriate precautions to protect the confidentiality of the information contained herein. This legal obligation shall remain in full force indefinitely without restriction.

Details of Company

Full Name of Corporation :
Registration Number :
Date of Registration :
Domicile /Jurisdiction :
Postal Address :
Registration Address :
Physical Address (If different from Registration) :
Business Telephone Number :
Business Facsimile Number :
Business E-mail Address :
Business Website :
Corporate Officers and Titles :

Details of Signatory

Signatory Full Name :
Date and Place of Birth :
Driver License Number :
Licensed Issued From :
Nationality/Citizenship :
Passport Number :
Date of Issue of Passport :
Expiry Date of Passport :
Country Issuance of Passport :
Home Address :
Home Telephone Number :
Home Facsimile Number :
Mobile Telephone Number :
Personal E-mail Address :

CLIENT INFORMATION SUMMARY

Legal Advisor Details

Legal Advisor Name :
Legal Advisor Address :
Legal Advisor Telephone Number :
Legal Advisor Facsimile Number :

Details of the Bank Account

Bank Name :
Bank Address :
Bank SWIFT Code :
Account Name :
Account Number :
Account Signatory Name :
Bank Officer Name and Title :
Bank Officer Telephone Number :
Bank Officer Facsimile Number :
Bank Officer E-mail Address :

Do you speak English? If NO, what language do you speak and what is the name and contact information of Translator?

Describe the corporate activity of company?

What is the investment amount of cash funds available for placement?

How were the contemplated funds for the PRIVATE TRANSACTION earned?

Have the cash funds been in the same bank account for the past three (3) years? If answer is NO then please provide the banking information where the funds have been on deposit.

Are the cash funds free and clear with no liens or encumbrances?

I, <Name>, warrant and attest, with full personal and corporate responsibility that I have full legal title over the herein described cash funds. I confirm that I have full authority to cause these funds to be transferred, reserved and / or blocked upon my sole instruction.

I, <Name>, hereby grant the **Program Provider** permission and authority to verify, confirm, and reconfirm said cash funds on a bank to bank basis and conduct standard background checks of the cash funds, and the corporate entity owning the cash funds.

CLIENT INFORMATION SUMMARY

I, <Investor Name>, warrant and attest that I have not authorized any other person, group or party to place these cash funds.

I, <Investor Name>, certify and attest that at no time have the **Program Provider** or any agents, associates, and representatives of theirs or appointees of and on their behalf made any offer or solicitation for funds or solicitation of any kind.

I, <Name of Investor>, hereby declare with full personal and corporate responsibility under penalty of perjury that the information given above is accurate and true.

It is agreed the email attachments or facsimile copy of this Client Information Summary or any associated documents to this PRIVATE TRANSACTION are to be considered as a valid, legally acceptable copy of the original. As such they are considered legally binding and fully enforceable by mutual consent of the Parties.

For and on behalf of <NAME OF COMPANY>

Authorized Signature: _____ 30 October 2008

Name:

Title:

Passport Number:

Country of Issue:

SEAL

AUTHORIZATION TO VERIFY AND AUTHENTICATE

Date October 30, 2008

To

Reference **\$00.00** available for PRIVATE TRANSACTION

Dear Sir,

I, <NAME>, Officer/Director of <COMPANY NAME>, holder of <COUNTRY> Passport Number <NUMBER>, hereby authorize Program Provider and the bank of the Trading

Organization to verify and authenticate our funds (or Bank instrument) of <IN WORDS> (000,000,000.00), on deposit in <NAME & ADDRESS OF BANK>, in Account Number <NUMBER>, on a bank-to-bank basis.

I, <NAME>, warrant and attest that I have bank-acknowledged signatory control (**copy attached of POF bank letter**), possession and title over these funds in this account, and signatory power for any agreements that result from verification of the proof of funds. I hereby authorize you and/or your banker to verify and confirm the herein-referenced funds.

Bank Name:
Bank Address:
Bank Officer:
Bank Telephone /Fax:
S.W.I.F.T. Code:
Account Name:
Account Number:
Account Signatory:

It is agreed the email attachments or facsimile copy of this Authorization to Verify and Authenticate letter is to be considered as a valid, legally acceptable copy of the original. As such it is considered legally binding and fully enforceable by mutual consent of the Parties.

For and on behalf of <NAME OF COMPANY>

Authorized Signature: _____ 30 October 2008

Name:

Title:

Passport Number:

Country of Issue:

SEAL

LETTER OF EXCLUSIVITY

Date October 30, 2008

To

Reference CONSIDERATION FOR PRIVATE TRANSACTION
Investor Transaction Code:

Dear Sir,

I, the undersigned, <Name>, bearer of <Country> Passport Number <Number>, as the Authorized Signatory of the Funds in the amount of <Amount in words> United States Dollars (US \$ 000.00) on deposit at <Bank Name and Full Bank Address> do hereby, with full personal and legal responsibility, represent, warrant, and attest that:

1. I, the undersigned, or any other Principal Party involved in this transaction do not have any other party working or authorized to work with these assets, under the above-referenced Investor Transaction Code, nor has any other party been authorized to invest these assets or have other parties for a similar Investment Transaction. Further, I hereby attest that Cease and Desist Notices to any intermediaries or trading groups that have had access to our paperwork in the past have been duly delivered.
2. I, the undersigned, herewith grant the Trade Group and Program Provider, the sole exclusive rights for ninety (90) International Banking Days from the date herein above to enter these assets into a PRIVATE TRANSACTION subject to acceptance and approval of the Bank Secured Private Placement contract for legal review and execution.
3. I, the undersigned, understand, and am fully aware, that this transaction will be registered with the World Prime Bank and/or Banking Regulators and the private and confidential documentation submitted under the above-referenced Investor Transaction Code will be forwarded for the purpose of establishing the necessary dossier, perform Due Diligence and obtain clearance for this contemplated PRIVATE TRANSACTION.

It is agreed the email attachments or facsimile copy of this Letter of Exclusivity or any associated documents to this PRIVATE TRANSACTION are to be considered as a valid, legally acceptable copy of the original. As such they are considered legally binding and fully enforceable by mutual consent of the Parties.

LETTER OF EXCLUSIVITY

For and on behalf of <NAME OF COMPANY>

Authorized Signature: _____ 30 October 2008

Name:

Title:

SEAL

Passport Number:

Country of Issue:

ATTESTATION

The Parties whose signatures are affixed below hereby avow, state and represent, under the risk of penalty of perjury that they are not Informants nor associated with any Informant(s), nor with any Government or Government Agency, Domestic or International, whose purpose is to gather information concerning any transaction PRIVATE or otherwise between the Parties signatory hereto. Failure to disclose such Information shall not prevent either Party from participation in the PRIVATE TRANSACTION(s) contemplated, *if the purpose is to participate as would any other private citizen or entity.*

HOWEVER, should subsequent knowledge of the passing of said information to any such authority(s) by either Party against one or the other result in a loss to either Party, in any way, the Party passing the information, and any, and all Parties utilizing such information, shall be severely or wholly liable for such loss to the aggrieved party.

WHEREAS, the President of the United States of America did sign H. R. 3723 on October 11, 1996, thus protecting all transactions conducted in currency of the United States of America by allowing Corporations the right to declare their Contacts, Clients, Internal Procedures, Information, and the PRIVATE TRANSACTION in which they engage, to be classified as Corporate or Trade Secrets, fully protected under the Economic and Industrial Espionage Laws of the United States of America and the International Economic Community.

INASMUCH, as the names, identities, bank coordinates and other identifying information of persons or entities that are a party to this PRIVATE TRANSACTION, contained herein, or learned hereafter, shall be considered Corporate / Trade Secrets and shall not be disseminated other than as provided for herein, or as allowed under law. Any unauthorized disclosure of all transaction(s), parties to or other material fact of such transaction(s) shall subject the violator to criminal prosecution.

INASMUCH, as any document passed through the hands, electronic equipment of any person, Broker, Intermediary or Entity not signatory to this PRIVATE TRANSACTION(s), or authorized by said signatories, and any material fact provided to any person, broker, intermediary or entity not signatory to any transaction, allowed herein, or as required by applicable law, will immediately VOID the PRIVATE TRANSACTION and subject the violator to criminal prosecution.

FURTHER, the undersigned signatories do hereby attest and warrant to the fact that to the best of their knowledge no Specially Designated National, Blocked Person, Entity or Embargoed Country, State, Nation, or Entity, as recognized by the Government of the United States of America, are now or knowingly will hereafter be party to, or share in the benefit

from any and all transaction(s) by and between said Parties. Further, no Party involved in the PRIVATE TRANSACTION, or the Funds/Assets, or Instruments, utilized in, or generated by, the any transactions PRIVATE or otherwise as are contemplated, which shall be under their individual control, shall be used to provide funds, instruments or any support to any terrorist activity or act(s) of war.

ATTESTATION

It is agreed the email attachments or facsimile copy of this Attestation or any associated documents to this PRIVATE TRANSACTION are to be considered as a valid, legally acceptable copy of the original. As such they are considered legally binding and fully enforceable by mutual consent of the Parties.

For and on behalf of <NAME OF COMPANY>

Authorized Signature: _____ 30 October 2008

Name:

Title:

SEAL

Passport Number:

Country of Issue:

These herein attached documents signed by **Mr. Client Name** for the sole purpose of a PRIVATE TRANSACTION consisting of:

1. NON-SOLICITATION LETTER / REQUEST FOR INFORMATION
2. LETTER OF INTENT
3. RESOLUTION OF BOARD OF DIRECTORS
4. CLIENT INFORMATION SUMMARY
5. AUTHORIZATION TO VERIFY AND AUTHENTICATE
6. LETTER OF EXCLUSIVITY
7. ATTESTATION

On this Thursday, 30 October 2008, **Mr. Client Name** did personally appear before me who is known to me by passport picture identification and signature verification to be the person whose name is subscribed to the above documents, in the City of _____, State of _____, Country of _____.

My Commission Expires on: _____.

WITNESS BY MY HAND AND **OFFICIAL SEAL / STAMP:**

_____ 30 October 2008

Name:

Passport Number:

Country of Issue:

Additional documents must be provided:

1. Copy of **BANK PROOF OF FUNDS LETTER ON BANK LETTERHEAD SIGNED BY TWO BANK OFFICERS** Sample text provided below
2. Copy of **VALID PASSPORT** (ENLARGED, CLEAN & CLEAR COLOR COPY)
3. Copy of **CERTIFICATE OF GOOD STANDING**

BANK PROOF OF FUNDS LETTER

The below text is just a sample of what the Bank Proof of Funds Letter on Bank Letterhead should look like.

PROOF OF FUNDS

DATE: **30 October 2008**

TO: **MR. CLIENT NAME
ACCOUNT NAME (COMPANY)
COMPANY ADDRESS
CITY, STATE, POSTAL CODE, COUNTRY**

IN REFERENCE TO ACCOUNT NO.: **12345678910**
ACCOUNT NAME: **CLIENT ACCOUNT NAME**

DEAR SIR,

WE, THE UNDERSIGNED, **NAME OF BANK**, LOCATED AT **BANK ADDRESS, STREET NUMBER CITY, STATE, POSTAL CODE, COUNTRY**, TELEPHONE NUMBER: **0049-69-910XXXX**, FACSIMILE NUMBER: **0049-69-910XXXX**, HEREBY CONFIRM WITH FULL BANK RESPONSIBILITY AT YOUR REQUEST THAT ON THIS **30 October 2008** YOU HAVE AVAILABLE AND ON DEPOSIT IN THE ACCOUNT REFERENCED ABOVE THE SUM OF **ONE HUNDRED MILLION UNITED STATES DOLLARS**.

U.S. \$ 100.000.000, 00

WE FURTHER CONFIRM THAT, TO THE BEST OF OUR KNOWLEDGE, THESE FUNDS ARE LEGALLY EARNED, GOOD, CLEAN AND CLEARED FUNDS OF NON-CRIMINAL ORIGIN, FREE OF ANY LIENS

OR ENCUMBRANCES AND ARE FREELY TRANSFERABLE UPON THE INSTRUCTIONS OF THE AUTHORIZED SIGNATORY, **MR. CLIENT NAME**, HOLDING **NAME OF COUNTRY** PASSPORT NUMBER **0XXX12345**.

THE INFORMATION PRESENTED HEREIN IS VERIFIABLE ON A BANK TO BANK BASIS VIA SWIFT.

FOR AND ON BEHALF OF **NAME OF BANK**:

BANK OFFICER 1
2
TITLE
BANK ID #

BANK OFFICER

TITLE
BANK ID #

SIGNATORY'S VALID PASSPORT

PLACE ENLARGE COLOR COPY HERE

COMPANY CERTIFICATE OF GOOD STANDING