



Abacus Trust and Management Services Limited
Geneva Place, 2nd Floor, 333 Waterfront Drive
Road Town, Tortola, British Virgin Islands

Mailing Address:
P.O. Box 3339
Road Town, Tortola
British Virgin Islands

Telephone: 284-494-4388
Facsimile: 284-494-3088
Email: info@mwmabacus.com
Web: www.mwmabacus.com

RECEIVED

JAN 12 2006

REGISTRY OF CORPORATE AFFAIRS
BVI FINANCIAL SERVICES COMMISSION

445999

January 12, 2006

Mrs. Myrna Herbert
Registrar of Corporate Affairs
Registry of Corporate Affairs
Road Town, Tortola
British Virgin Islands

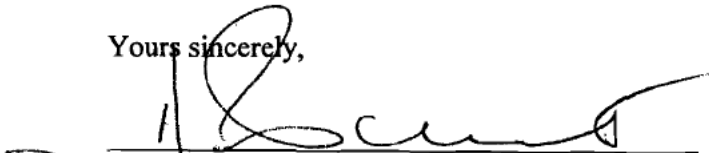
Dear Mrs. Herbert:

Re: Aquite Holdings & Investments Inc. - IBC#661154 - EXTREMELY URGENT

We enclose three copies of the Register of Members for the above captioned company for filing.

In addition, we enclose our cheque for US\$50.00 being the appropriate filing fee.

Yours sincerely,


Abacus Trust and Management Services Limited
Authorised Signatory

SG/on



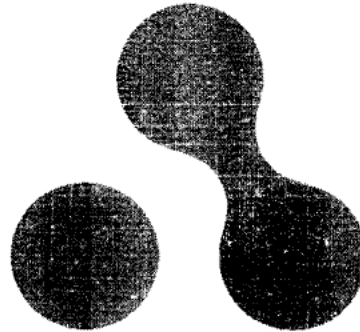
AQUTE HOLDINGS & INVESTMENTS INC.
REGISTER OF MEMBERS

Under Section 28 of the International Business Companies Ordinance, 1984, the Company shall cause to be kept one or more Share Registers and at least one copy thereof must be kept at the Registered Office of the Company in the BVI. To comply with the law the Registered Agent must be advised of any changes in Shareholders

Folio: ALFAT

Member Name: Alfa Telecom Limited

c/o Geneva Palace, 2nd Floor
 #333 Waterfront Drive
 P.O. Box 3339, Road Town
 Tortola, British Virgin Islands



Date Membership Commenced: 25-Aug-05

Date Membership Ceased: N/A

Acquisitions					
Allotment Number	Transfer Number	Date	Number	Class	Notes
1	-	25-Aug-05	1	Ordinary Shares	Allotment

A B A C U S

Disposals					
Transfer Number	Transmission	Date	Number	Class	Notes

Shares Currently Held: 1

FILED
 JAN 12 2006
 OFFICE OF THE REGISTERED AGENT
 BVI FINANCIAL SERVICES COMMISSION

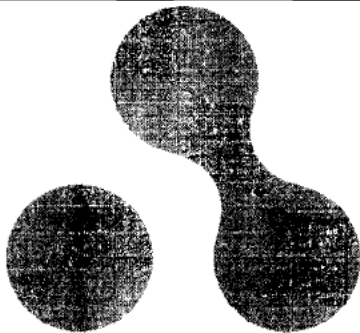
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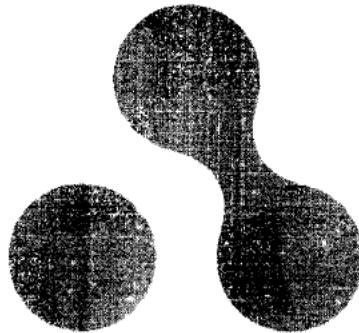
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[Signature]
 ATTORNEY & SECRETARY
 OF THE BVI