

**POST-INCORPORATION TRANSACTIONS**

**Filing of Notice of Appointment of Liquidator**

BVI Company No.: : 661154

Company Name: : AQUTE HOLDINGS & INVESTMENTS INC.

**attach the following**

Notice of Liquidator's appointment: (In English) : 201011091149403watqpqhwoxiuixswjwhx.pdf

Notice of Liquidator's appointment: (Foreign Language) :

Declaration of solvency made by directors: (In English) : 20101109114940rqlg5i2ttamec4tifcgkq.pdf

Declaration of solvency made by directors: (Foreign Language) :

Copy of Liquidation plan: (In English) : 201011091149400dbzsruiqdy2ucg3ulyui.pdf

Copy of Liquidation plan: (Foreign Language) :

I / We, Abacus Trust and Management Services Limited, hereby declare that the translator's certificate is included to verify that the attached document in English is an accurate translation of the attached document in Foreign Language.

**Certification:**

I / We, Abacus Trust and Management Services Limited, hereby declare that we are authorized to process this application on behalf of the company as stated.

Agent: : Abacus Trust and Management Services Limited

Geneva Place, 2nd Floor

P.O. Box 3339

Road Town

Tortola

VIRGIN ISLANDS, BRITISH

**POST-INCORPORATION TRANSACTIONS**

**Liquidators:**

S.NO.	Name	Identification No
1	Charalambos, Michaelides	PP09003228

**Remarks:**

Please note that these comments will have no legal implications, nor form any part of the Company's Profile

I / We, Abacus Trust and Management Services Limited, hereby confirm that information provided is true and correct to our knowledge.

Authorised Signatory Name : Kelly, Raven

Name	: Kelly, Raven	BVI Company No.	: 661154
Agent No.	: 55	Date of Filing	: 17/11/2010 13:57:41
Agent Name	: Abacus Trust and Management Services Limited	Transaction No.	: T100743204
Agent Address	: Geneva Place, 2nd Floor P.O. Box 3339 Road Town Tortola	Receipt No.	: RCS00000000893060

VIRGIN ISLANDS, BRITISH

Agent Voice No. : 284-494-4388

Agent Email : mwmabacus@surfbvi.com

**NOTICE OF LIQUIDATOR'S APPOINTMENT**

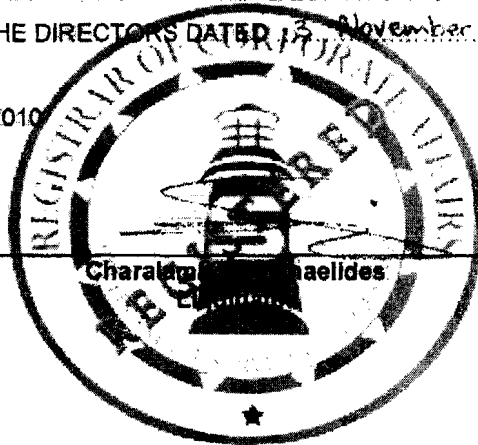
**AQUTE HOLDINGS AND INVESTMENTS INC.**

Dated: 3 November 2010

(the "Company")

NOTICE IS HEREBY GIVEN THAT CHARALAMBOS MICHAELIDES OF 5 THEMISTOCLES DERSVIS STREET, ELENION BUILDING, 2<sup>ND</sup> FLOOR, CY-1066 NICOSIA, CYPRUS WAS APPOINTED AS LIQUIDATOR OF THE COMPANY VIA RESOLUTIONS OF THE DIRECTORS DATED <sup>3</sup> November..... 2010.

Dated: 3 November 2010



**NOTICE OF LIQUIDATOR'S APPOINTMENT**

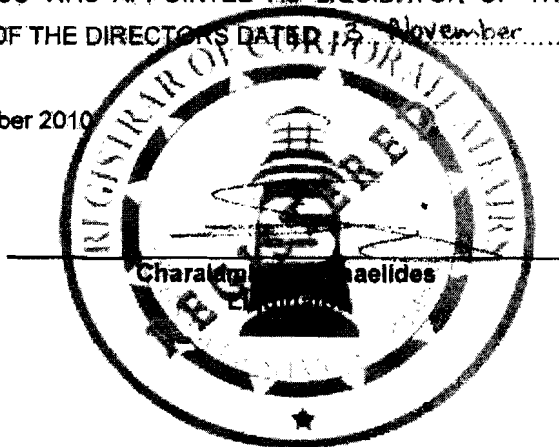
**AQUTE HOLDINGS AND INVESTMENTS INC.**

Dated: 3 November 2010

(the "Company")

NOTICE IS HEREBY GIVEN THAT CHARALAMBOS MICHAELIDES OF 5 THEMISTOCLES DERVIS STREET, ELENION BUILDING, 2<sup>ND</sup> FLOOR, CY-1066 NICOSIA, CYPRUS WAS APPOINTED AS LIQUIDATOR OF THE COMPANY VIA RESOLUTIONS OF THE DIRECTORS DATED 3 November..... 2010.

Dated: 3 November 2010



## EXHIBIT B

TERRITORY OF THE BRITISH VIRGIN ISLANDS

THE BVI BUSINESS COMPANIES ACT, 2004

LIQUIDATION PLAN  
of

AQUTE HOLDINGS AND INVESTMENTS INC.  
BC # 861154

(the "Company")

The Liquidation Plan of Aqute Holdings and Investments Inc. is as follows:

1. The Company shall be wound up and dissolved by the transfer of all assets of the Company to its shareholder or to such person as its shareholder shall direct after satisfaction of all claims, debts, liabilities and obligations in full. The transfer of assets shall be by way of the transfer of all fixed assets and liquid funds of the Company to its shareholder or to such person as its shareholder shall direct.
2. The winding up of the Company is being effected at the request of the beneficial owner since the Company is not longer trading and does not plan to do so in future. As the director and registered holder of all outstanding shares in the Company, all remaining assets will be distributed directly to the beneficial owner.
3. The Company is now and will continue to be able to discharge all of its claims, debts, liabilities and other obligations in full and agrees that the liquidator assumes no responsibility for paying any such claims or liabilities not already discharged prior to the winding up and dissolution of the Company.
4. The winding up of the business of the Company and the liquidation of its assets by the transfer thereof to the beneficial owner will commence on the date the voluntary liquidator of the Company is appointed by the directors and/or shareholder of the Company.
5. It is estimated that the winding up and dissolution of the Company will require approximately thirty (30) days and no more than one hundred and eighty (180) days.
6. Mr Charalambos Michaelides shall be the liquidator of the Company and as such is authorised to carry on the business of the Company in the event that it would be necessary or in the best interest of the creditors or members of the Company to do so.

## EXHIBIT B

### LIQUIDATION PLAN CONTINUED:

7. The name and address of the liquidator is as follows:

**Charalambos Michaelides**  
5 Themistocles Dervis Street  
Elenion Building, 2<sup>nd</sup> floor  
CY-1066 Nicosia, Cyprus

8. The liquidator shall receive a remuneration of US\$1,000.00 and will be reimbursed for all reasonable expenses incurred in connection with the liquidation of the Company.

9. The liquidator shall not be required to send to the member of the Company any statement of account of its actions or transactions.

This Liquidation Plan was approved by the Directors of the Company on the ... day of  
November, 2010.

  
Ekaterina Sedykh  
Director



  
Elena Bogdanova  
Director


**EXHIBIT C**

**AQUTE HOLDINGS AND INVESTMENTS INC.**  
**BC # 861154**  
**(the "Company")**

**DECLARATION OF SOLVENCY**

We, the undersigned, being the duly appointed directors of the Company, hereby declare that we have reviewed the financial position of the Company as detailed in the attached statement of the Company's assets and liabilities dated as at 3/11/2010, and that after having done so do hereby declare that in our opinion, the Company is and will continue to be able to discharge, pay or provide for its debts as they fall due.

Dated this 3 day of November, 2010

  
Ekaterina Sedykh  
Director

  
Elena Korotkova  
Director



**EXHIBIT C-1**

**AQUITE HOLDINGS AND INVESTMENTS INC.**  
**BC # 881154**  
**(the "Company")**

**STATEMENT OF ASSETS AND LIABILITIES**

**as at 3 November 2010**

**Current Assets**

Cash and Cash Equivalents \_\_\_\_\_ \$0  
\_\_\_\_\_ \$0

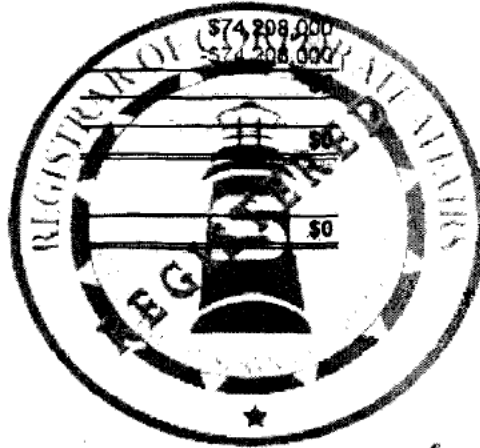
**Total Assets** \_\_\_\_\_ **\$0**

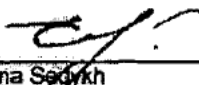
**Shareholders' Equity**


Share Capital \_\_\_\_\_  
Retained Earnings \_\_\_\_\_  
Net Income \_\_\_\_\_

**Total Equity** \_\_\_\_\_ **\$0**

Surplus Assets \_\_\_\_\_



  
\_\_\_\_\_  
Ekaterina Sedukh  
Director

  
\_\_\_\_\_  
Elena Koldiyeva  
Director