

# FARARA KERINS

*Barristers & Solicitors  
Trade Mark & Patent Agents  
Notaries Public*

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Road Town  
Tortola  
British Virgin Islands

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## RECEIVED

AUG 18 2006

REGISTRY OF CORPORATE AFFAIRS  
FINANCIAL SERVICES COMMISSION

2183855

Our Ref:

Your Ref:

**By: Hand Delivery**

18<sup>th</sup> August, 2006

Registrar of Corporate Affairs  
Registry of Corporate Affairs  
Pasea Estate  
Road Town  
Tortola

Dear Madam,

**RE: Watertrail Industries Ltd. (IBC# 679880)**

I enclose an amendment to the memorandum and Articles of Association to change the Registered Office and Registered Agent to FGC Corporate Services Limited.

Yours faithfully,  
FGC CORPORATE SERVICES LIMITED

Charles Kerins



# Commonwealth Trust Limited



P.O. Box 3321 • Road Town • Tortola • British Virgin Islands • Telephone: (284) 494-4541 • FAX: (284) 494-3016

→email: [cowlth@caribsurf.com](mailto:cowlth@caribsurf.com)

11<sup>th</sup> August, 2006

Registrar of Corporate Affairs  
Road Town, Tortola  
British Virgin Islands


Dear Registrar:

Re: **WATERTRAIL INDUSTRIES LTD.**

IBC No. 679800  
REGISTRY OF CORPORATE AFFAIRS  
FINANCIAL SERVICES COMMISSION

We hereby confirm that we have no objection to the Registered Office of the above named Company being transferred to FGC Corporate Services Limited, of 125 Main Street, P.O. Box 144, Road Town, Tortola, British Virgin Islands.

Yours sincerely,  
Commonwealth Trust Limited



Dineshar Meade

**FILED**

**AUG 18 2006**

**WATERTRAIL INDUSTRIES LTD.**  
(the "Company")

Certified Extract of Written Resolutions  
of the Sole Director of the Company  
adopted on 7th August, 2006

**FILED**  
AUG 18 2006

We, FGC Corporate Services Limited, hereby certify pursuant to section 16C of the Business Companies Act (1984) that the following is a true extract of Written Resolutions of the Directors of the Company adopted on 7th August, 2006:

1. Amendment of Clause 2 of the Memorandum of Association

RESOLVED that Clause 2 of the Memorandum of Association of the Company be amended to read as follows:

*The Registered Office of the Company is located at the offices of FGC Corporate Services Limited, 125 Main Street, P.O. Box 144, Road Town, Tortola, British Virgin Islands.*

2. Amendment of Clause 3 of the Memorandum of Association

RESOLVED that Clause 3 of the Memorandum of Association of the Company be amended to read as follows:

*The Registered Agent of the Company is FGC Corporate Services Limited of 125 Main Street, P.O. Box 144, Road Town, Tortola, British Virgin Islands.*

Dated this 18th day of August, 2006

  
.....  
FGC Corporate Services Limited  
Registered Agent

INTERNATIONAL BUSINESS COMPANIES ACT (CAP.297)  
(as amended)

Section 16(2)

Notice of amendment of the Memorandum and Articles of Association

**FILED**

AUG 18 2006

REGISTRY OF CORPORATE AFFAIRS  
BVI FINANCIAL SERVICES COMMISSION

TO: The Registrar of Companies

WATERTRAIL INDUSTRIES LTD.

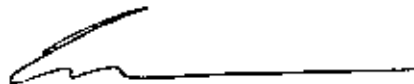
Name of Company

679880

IBC No.

We, FGC Corporate Services Limited of 125 Main Street, P.O. Box 144, Road Town, Tortola, British Virgin Islands registered agent of the above company hereby certify that the document annexed hereto is a true copy of the Resolution of the Directors of the above company adopted on 2nd September, 1997.

Dated the 18th day of August, 2006



-----Signed

Charles Kerins

Print or type name of signatory

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For official use