

**MINUTES OF A MEETING OF THE SHAREHOLDERS OF
AFRICA CAPITAL S.A.**

A meeting of the Shareholders of **AFRICA CAPITAL S.A.** was held at Maputo, Mozambique 25th November on at 12.00a.m.

NOTICE: Notice to this meeting as to the date, time, place and purpose was waived by all persons entitled thereto.

PRESENT: Present at this meeting, personally or by proxy, were the holders of the totality of the issued and outstanding shares of the Corporation, there being thus the required quorum.

CHAIRMAN OF THE MEETING: Mr. **ALBERTO RUIZ THIERY**, in the absence of the President of the corporation.

SECRETARY OF THE MEETING: Doña **ALEJANDRA RUIZ ACOSTA**, in the absence of the Secretary of the corporation.

With the session called to order, the President stated that the reason for the meeting was:

1. To remove the Director and Secretary and appoint a new Director and Secretary.
2. To notify to the Panamanian Public Registry Office the change of the name of the Director and Treasurer.

RESOLVED:

1. To remove, as he is removed, **Don CARLOS RODRIGUEZ QUIROGA** as **Director and Secretary** of the Corporation.
2. To appoint, as he is hereby appointed, Mr. **PEDRO MILAN SUTIL** domiciled at [REDACTED] Maputo, Mozambique, as **Director and Secretary** of the Corporation.
- 3 To notify to the Panamanian Public Registry Office the change of the name of the Director and Treasurer to Alberto Ruiz Thiery instead of **Doña ALEJANDRA RUIZ ACOSTA** which was registered by means of **Public Deed No.2,551 of 3rd May, 2004** issued by Fifth Notary Public of the Circuit of Panama and recorded at **Microjacket 453826, Document 615751 on 12th May, 2004.**

The Chairman then declared that the Directors and Officers of this Corporation are the following:

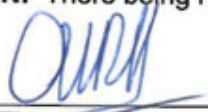
ATLANTIS COMPANY LTD. **Director and President**

PEDRO MILAN SUTIL **Director and Secretary**

ALBERTO RUIZ THIERY **Director and Treasurer**
With address at [REDACTED] Mozambique.

Each one of the directors/officers, acting individually, shall bind and obligate the corporation through their signatures and any act or document executed by any of such directors/officers, acting as described above, shall constitute an act of the corporation

TERMINATION: There being no other business, the meeting ended.



Alberto Ruiz Thierry
Chairman of the Meeting

The undersigned, Secretary of the Meeting, hereby certifies that the foregoing minutes is a true copy of the original minutes and that the totality of the shareholders having the right to vote were present or represented at the meeting.



Alejandra Ruiz Acosta
Secretary of the Meeting