

Date: 02/11/2006

Our Reference: 16313764

The Master of the Supreme Court

Copy to:

LYNETTE VISSER
To be collected: VIS001

We have received a form CM26 Special Resolution for Voluntary Liquidation in terms of section 352(2) of the Companies Act 61 of 1973, dated 02/11/2006 for:

Company Name: THE ORANGE CAFE
Company Number: 2005/002882/07
Company Status: Voluntary Liquidation

The CM26 Special Resolution for Voluntary Liquidation in terms of section 352(2) of the Companies Act 61 of 1973, was duly registered on 02/11/2006.
Enclosed is a copy of the relevant form CM26.

The Company's status was changed to Voluntary Liquidation on 02/11/2006.

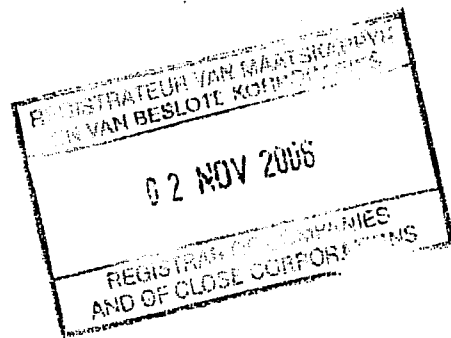
Yours Faithfully

Registrar of Companies

LNE

Please Note:

The attached certificate can be validated on the CIPRO web site at www.cipro.gov.za.
The contents of the attached certificate was electronically transmitted to the South African Revenue Services.



COMPANIES AND INTELLECTUAL PROPERTY REGISTRATION OFFICE:

Registrar of Companies & Close Corporations

P.O. BOX 429, PRETORIA, 0001, Republic of South Africa. Docex 256, PRETORIA.

Call Centre Tel 086 184 3384, Website www.cipro.co.za, WAP www.cipro.co.za/mobile

Certificate issued by the Registrar of Companies & Close Corporations on Thursday, November 02, 2006 02:58
Certificate of Confirmation



COMPANIES AND INTELLECTUAL
PROPERTY REGISTRATION OFFICE

a member of the dti group

Registration number **2005 / 002882 / 07**

Enterprise Name **THE ORANGE CAFE**

Enterprise Shortened Name **None provided.**

Enterprise Translated Name **None provided.**

Registration Date **31/01/2005**

Business Start Date **31/01/2005**

Enterprise Type **Private Company**

Enterprise Status **Voluntary Liquidation**

Financial year end **February**

Main Business/Main Object **RESTAURANTS AND ALL RELATED ACTIVITIES**

Postal address **P O BOX 73943**
LYNNWOOD RIDGE
0040

Address of registered office **BUYS DE BEER JONCK INCORPORATED**
EAST BLOCK FIRST FLOOR
MENLYN SQUARE
LOIS AVENUE AND GOBIE STREET MENLYN



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**Certificate issued by the Registrar of Companies & Close
 Corporations on Thursday, November 02, 2006 02:58
 Certificate of Confirmation**

Registration number **2005 / 002882 / 07**
 Enterprise Name **THE ORANGE CAFE**

Auditors

Name **BUYS DE BEER JONCK INCORPORATED**

Postal Address **P O BOX 73943
 LYNNWOOD RIDGE
 0040**

Active Directors / Officers

Surname and first names	ID number or date of birth	Director type	Appoint- ment date	Addresses
VAN DER WALT, PHILIPPUS JACOBUS	7307065092084	Director	31/01/2005	Postal: P O BOX 5209, TYGERVALLEI, 7530 Residential: 102 KANONIERSINGEL, KANONBERG, 7530



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REPUBLIC OF SOUTH AFRICA
COMPANIES ACT, 1973

Special resolution

(Section 200)
(To be lodged in duplicate)

Revenue stamp or
revenue franking machine
impression R80 **VIS001**

Registration No. of company
2005/002882/07

Name of company **THE ORANGE CAFÉ (PTY) LTD**

Date notice given to members **02 November 20 06** Date resolution passed **02 November 20 06**

Special resolution passed in terms of section **349/351** of the Act/*paragraph **N/A** of the memorandum/

*article **N/A** of the articles.

Copy of notice convening meeting attached.
Consent to waive period of notice of meeting (CM25) ~~attached~~/*not attached.

CONTENTS OF RESOLUTION (Use reverse side if necessary)

Resolved:

THAT THE COMPANY BE PLACED UNDER VOLUNTARY LIQUIDATION BY CREDITORS IN TERMS OF SECTION 349 AND 351 OF THE COMPANIES ACT, ACT 61 OF 1973, AS AMENDED;

THAT LYNETTE VISSER BE AUTHORISED TO SIGN ALL DOCUMENTS AS MAY BE NECESSARY TO GIVE EFFECT TO THIS RESOLUTION. (SEE ATTACHED SPECIAL POWER OF ATTORNEY.)

Rubber stamp of company, if any or of secretaries.

Date **02 November 2006** Signature 
Director/Secretary/Manager

Name (in block letters) **LYNETTE VISSER**

*Delete whichever not applicable.

To be completed by company.

Herewith copy of special resolution as registered.

Registration No. of company
2005/002882/07

Name of company **THE ORANGE CAFÉ (PTY) LTD**

Postal address **TO COLLECT: AGENT CODE: VIS001
(LYNETTE VISSER)**

Special resolution
registered this day
**REGISTRAR VAN MAATSKAPPYE
EN VAN BEPERKTE VERREKENINGSAARDE**
Registration Office
02 NOV 2006
Registrar of Companies
**REGISTRAR OF COMPANIES
AND OF CLOSE CORPORATIONS**

Not valid unless stamped by Registrar of Companies

AANHANGSEL/ANNEXURE

REPUBLIEK VAN SUID-AFRIKA
REPUBLIC OF SOUTH AFRICA
MAATSKAPPYWET, 1973 / COMPANIES ACT, 1973

VORM/Form CM25A

**Toestemming om Speciale Besluit op Vergadering
waarvan kennis nie gegee is nie voor te stel en aan te neem
Consent to propose and pass Special Resolution at Meeting
of which notice has not been given**

(Artikel 199(3A) / Section 199(3A))

Registrasiekantoor vir Maatskappye
Posbus 429, Pretoria, 0001
Companies Registration Office
P O Box 429, Pretoria, 0001

Registrasienuommer van Maatskappy
Registration number of Company
2005/002882/07


Naam van maatskappy
Name of company **THE ORANGE CAFÉ (PTY) LTD**

Ons, die ondergetekenendes, synde al die lede van bogenoemde maatskappy, stem toe en kom ooreen dat daar op die algemene vergadering
We, the undersigned, being all the members of the above-mentioned company, consent and agree that at the general meeting


van die maatskappy wat op
of the company to be held on **02 November 2006**

gehou word en waarvan kennis nie gegee is nie, 'n besluit met betrekking tot
and of which notice has not been given, a resolution relating to **THE VOLUNTARY LIQUIDATION BY CREDITORS**
IN TERMS OF SECTION 349 AND 351 OF THE COMPANIES ACT, ACT 61 OF 1973, AS AMENDED

as 'n spesiale besluit voorgestel en aangeneem mag word.
may be proposed and passed as a special resolution.

Datum / Date	02 November 2006	Handtekening / Signature	 LYNETTE VISSER
Datum / Date	_____	Handtekening / Signature	_____
Datum / Date	_____	Handtekening / Signature	_____
Datum / Date	_____	Handtekening / Signature	_____
Datum / Date	_____	Handtekening / Signature	_____
Datum / Date	_____	Handtekening / Signature	_____

Ek sertifiseer dat die lede van die maatskappy wie se handtekeninge hierbo aangebring is al die lede van die maatskappy is.
I certify that the members of the company whose signatures are affixed above are all the members of the company.

Datum / Date	02 November 2006	Handtekening / Signature	 LYNETTE VISSER DIREKTEUR/SEKRETARIS DIRECTOR/SECRETARY
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Moet by spesiale besluit wat vir registrasie ingedien word, aangeheg word
To be attached to special resolution lodged for registration.

SPECIAL POWER OF ATTORNEY

We, the undersigned

Philippus Jacobus van der Walt
Identity Number: 730706 5092 084
In my capacity as director of:

The Orange Cafe (Pty) Limited
Registration Number: 2005/002882/07

and

Philippus Jacobus van der Walt
Identity Number: 730706 5092 084
In my capacity as trustee of

The Cecani Share Trust
Registration Number: IT10257/04

which trust is the sole shareholder of:

The Orange Café (Pty) Limited
Registration Number: 2005/002882/07

(hereinafter referred to as "the Company")

do hereby nominate constitute and appoint


LYNETTE VISSER

of:

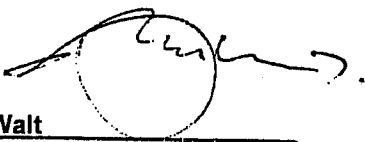
L VISSER STATUTÉRE DIENSTE
152b MELT MARAIS STREET
WONDERBOOM LANDBOUHOEWES
WONDERBOOM
PRETORIA, 0086

with power of substitution to be the said Director's lawful Attorney / Agent in the said Director's name, place and stead, to sign and register the Resolution for voluntary Liquidation of the Company at the Registrar of Companies on the said Director's behalf.


DATED AT CAPE TOWN this 30TH day of OCTOBER 2006.



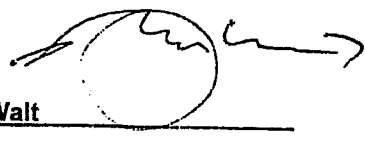
WITNESS
COMMISSIONER OF OATHS
REID WILLIAM CORIN
PRACTISING ATTORNEY
302-B, SOHO ON STRAND
CORNER OF STRAND & ROSE STREET
CAPE TOWN



Philippus Jacobus van der Walt
NAME (duly authorised)
Director of: The Orange Cafe (Pty) Limited



WITNESS
COMMISSIONER OF OATHS
REID WILLIAM CORIN
PRACTISING ATTORNEY
302-B, SOHO ON STRAND
CORNER OF STRAND & ROSE STREET
CAPE TOWN



Philippus Jacobus van der Walt
NAME (duly authorised)
For: The Cecani Share Trust
Sole shareholder of: The Orange Cafe (Pty) Limited