

## GENERAL POWER OF ATTORNEY

*The present Power of Attorney is valid until 15<sup>th</sup> day of February 2009.*

We, **PROMIRE CONSULTANTS LIMITED** – representing through Ian Taylor, hereinafter referred to as the “manager” – acting as the Sole Director of **C.P.S CHEMICAL & PHARMACEUTICAL SOLUTIONS LIMITED** (hereinafter referred to as the “Company”), a company duly incorporated and existing under the laws of the CYPRUS, with the registered office located at: Agias Lavras, 1, 3<sup>rd</sup> Floor, Office 304, Egkomi, Nicosia, Cyprus, hereby grants a General Power of Attorney in favor of:

**CONDREA DAN ALEXANDRU, citizen of Romania, born on 01<sup>st</sup> day of January 1975, with individual signature right.**

The aforementioned Attorney may act individually in the name and on behalf of the Corporation in any part of the world, with the following powers:

1. To represent the interests of the Company in negotiations, meetings, conferences and other demonstrations, with existing or prospective partners, associates, agents or customers of the Company and to sign or execute on behalf of the Company, agreements and other documents in the name and on behalf of the Company, related to the participation of the Company in partnerships, joint ventures, companies or business operations in general.
2. To transact, manage, carry on and do all and every business matters and things requisite or necessary or in any manner connected with or having reference to the business and affairs of the company and for such purpose, to sign, execute, complete, alter, modify or cancel, any contracts or submit any applications and effect any payment or undertake and execute any obligations in relation to the signing or execution of any contract, as aforesaid.
3. To appear before any government, supreme or local authority, public body, government department, association, firm or company, public or private, or any person and enter into negotiations and conclude or modify or cancel and sign or execute, any contract or arrangement with any such authorities or persons, as aforesaid.
4. To buy, accept, sell, transfer and register in the name of the company or any other person or company any property movable or immovable and give valid receipts and make and sign any declarations.
5. To apply to any bank for the opening of a banking account or accounts and to open, operate or close any banking account or accounts according to the bank's regulations and to sign and endorse on behalf of the company any negotiable instruments or other bank documents which the Attorney may deem necessary or proper in relation to the company's affairs.
6. To open up, establish, register, maintain, operate and manage, branches of the Company, subsidiaries, and representative offices or to apply and secure a license or a permit or an authority for the company to trade with limited liability and generally to open and establish at any place or places branches or representative offices or places of business of the Company and to do all acts and things

necessary or expedient in that behalf including the appearance before any authority, governmental or local or otherwise, and to sign any forms or documents including any application and to lease upon any terms premises, for the purpose of carrying out the aforesaid powers and authorities.

7. To invest or participate, to acquire or purchase any partnerships, companies, associations or other business entities (hereinafter called the "Subsidiary") either shares or membership interest on any terms and conditions the attorney may deem fit and appropriate for the company;

To open, operate and close at the only Attorney's discretion any deposit accounts with any institution licensed to provide depository services, as well as to register as shareholder with any corporate or independent registrar of shareholders;

And further:

To represent Company shareholder's interests in the Subsidiary. This right expressly includes (but is not limited) to the right to participate in decision making procedure (take decisions) in cases when the law and the Subsidiary's articles of association attribute such decision-making power to annual or special Shareholders' General Meetings (matters regarding the changes in the subsidiary's memorandum and/or articles of association; alteration of subsidiary's capital; decisions regarding the distribution of dividends; approvals of considerable transactions and transactions with interest, decisions regarding establishing branches, representative offices, setting up subsidiaries, and participating in partnerships and associations (either non-profit or for-profit); nominations and decisions regarding appointments and early removals of the subsidiary's executive bodies, revision committee and auditors, as well as to vote in all other matters that the current legislation of the place of incorporation attributes to the competence of the Shareholders' General Meeting);

In order to exercise the rights granted hereunder, the Attorney is hereby fully authorized to request and obtain information about the subsidiary's activity, to inspect its record books and other documents; to vote (including to sign voting ballots) in all matters of the agenda of the Shareholders' General Meeting, to sign minutes (decisions) of Shareholders' Meetings including sole shareholder's decisions; to file and sign claims, requests, state forms, work contracts with the subsidiary's executive officers, and all other documents; and generally, to undertake any other procedures that the law in force may require or the Attorney may find expedient or appropriate to do to the benefit of the subsidiary;

8. To participate, subscribe, buy, sell or take up any shares, securities or any other bonds or warranties of any kind or in any partnerships, companies, associations or other business entities and or otherwise invest the Company's money in such manner at such rate of interest and upon such securities as the attorney shall in his discretion think fit and/or to exercise investment activities but only on behalf of the company or its shareholders or bodies corporate belonging in its own group of companies, on any terms and conditions that the attorney may deem fit and to vary the said investments and receive dividends, interest and income arising from the Company's investments.

9. To purchase and sell shares of any company at any price, number and type, at his exclusive discretion. To sign the sale-purchase contracts and agreements and receive necessary receipts, letters and other documents.

10. To bring and prosecute all legal proceedings that may be necessary to protect and enforce the interest and rights of the company or its branches to defend all legal proceedings brought against the company or its branches and to proceed to judgment and execution or accept the issuing of judgment by default or after a compromise and/or to compromise any such proceedings, on any terms and conditions that the attorney may deem fit.

11. To sign execute and deliver all deeds or other documents necessary or desirable for the purpose aforesaid any of them or for the management and development of the business of the company. To accept and receive notices, correspondence, and any other documents which are addressed to the Company.

12. Generally, to do all acts necessary or expedient in the interest of the company or its business as fully and effectively as the company might do and to employ professional assistance for the better and more effective execution of the powers or authorities aforesaid or any one of them.

13. To use the seal of the Company in execution of any of the authorized acts as specified in this power of attorney.

14. The Attorney may appoint and/or employ professionals, *i.e.* lawyers, accountants or other representatives to assist him in the execution of the powers or duties under this Power of Attorney and may give them specific authorities and instructions in execution of their retainer which must be within the terms and time limitation of this Power of Attorney.

15. The Attorney in general shall do or cause to be done only lawful acts and things, as he may think proper in each case as we could do ourselves.

**AND it is hereby declared that:**

The company hereby ratifies, confirms and agrees to ratify and confirm whatsoever the attorney shall do in compliance and in accordance with the terms of this power of attorney.

IN WITNESS whereof this Power of Attorney has been executed this 7/2/2008.

SIGNED BY:

**IAN TAYLOR, citizen of New Zealand, born on 18 May 1977, bearer of passport N636300.**



**IAN TAYLOR  
MANAGER**

WITNESS TO THE ABOVE

EXECUTION THIS 7th

DAY OF FEBRUARY 2008



**PHILIP KEITH BERNAYS**  
*Notary Public*  
Cnr Hicks & Davenport Streets  
Southport 4215, Qld. Australia



APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: Australia

This public document

2. has been signed by Philip Keith Bernays

3. acting in the capacity of Notary Public

4. bears the seal/stamp of Philip K. Bernays,  
Notary Public, Queensland, Australia.

Certified

5. at Queensland 6. the 11<sup>th</sup> February, 2008

7. by Geoff Kelly

8. No. B23258

9. Seal/Stamp: 10. Signature [Signature]

