

YOUR COMPANY LTD
SAMPLE ADDRESS 1B
2051 STROVOLOS
NICOSIA - CYPRUS
Tel: 22999999

Taken from the Extraordinary General Meeting of the Company held at the registered office in Nicosia on June 30, 2010

SPECIAL RESOLUTION

Unanimously decided as the Company – **YOUR COMPANY LTD** - **Tax Intefication Number:** 12345678T , **VAT Number:** 12345678R , Company set up and registered in the Republic of Cyprus registration number **HE 12345** and registered office in 1B Sample Address Street Strovolos, 2051 Nicosia, Cyprus, (hereinafter referred to as "**the Company**"):

Appoint Mr **YOUR NAME & SURNAME** a businessman and resident of Morocco , **Address :** Abshar St, Rey Ave, Sample Address, Casablanca – Morocco , holder of Passport with Number **F123456**, **Issuing Authority :** Kingdom of Morocco, (who referred to below as the "**Legal Representative**")

As Legal Representative of the Company worldwide, with purpose and mandate to act in the name and on behalf of the Company and make or perform all or any of the acts and actions which are listed below, namely:

(A) To represent the Company before any and every Court or the Commission around the world, both civil and criminal, of any rank and jurisdiction, including the Supreme Court and the State Council, including also any Tax, Administrative Court or arbitral tribunal, any grade, to receive and accept performance (procedural representative) and be free, signs, communicates and delivers notifications, documents, memos and letters and legal documents, legal or other proceedings, claims of any kind, nature or description, pay payment of taxes, charges and / or any other expenses, if any, or to arrange for the payment of such payment and / or opposed to this:

(B) To represent and act for and on behalf of the Company before in any and / or all government, municipal, municipal and port authorities and service and before any other person, be it natural or a legal person, private or public entities and the wider public sector, utilities, worldwide in all its business, purchasing, operations and transactions worldwide, of whatever nature or kind of description.

Such powers include but are not limited to the right to represent the Company worldwide, all ministries, government, services, or Subdivisions of state companies, solicitors and all third persons, whether natural or legal persons is in any and all relationships, transactions, issues and interests of the Company worldwide, of whatever nature, kind and description.

(C) To purchase and acquire in any manner at any price in the name and on behalf of the Company, any such property situated anywhere in the world, including - for guidance - plots of land, houses and buildings of any kind and use and to incurring any liability for banks that finance the obligation to acquire such assets or for sellers based on the buyer's obligation usually considered in contracts (such as: mortgage - mortgage warning, etc.) to sign, execute and serve in relation to property transactions recommendation that any horizontal and / or any property, the combination of contiguous plots, plots or otherwise establishing ownership of the buildings of the Company and / or other real estate Company (creating ownership) and to impose any kind of regulations for the management of such joint ownership (joint ownership), and any changes or Repeals of them.

(D) To appear before any Tax (or other authority) Worldwide, to make or receive any document or tax return (original, supplemental, revocation, amendment) and to ensure its inclusion in a tax register tax identification number (for both the company and the legal representative - if required by the applicable tax provisions), and generally to perform any work before any tax authority.

He also granted the right to sign tax returns on property transfer ownership of the company or to acquire the company in accordance with any applicable where laws and regulations, accept the service of tax assessments, records and documents, to question and opposes any legal, judicial and / or non-judicial means of any files and documents, tax assessment before any competent authority in the world and before any Court or any degree of jurisdiction, consistent with the relevant curator in its sole discretion, shall pay taxes, fees, charges, and / or other expenses, fines, surcharges, if any, or to arrange for the payment of such payments, make arrangements to compromise on any tax assessments and / or resist them and generally to exercise and perform each and all rights, judicial or non-judicial acts and procedures for any purpose without any restriction.

(E) To sign for and on behalf of the Company all necessary documents and act on everything necessary for its participation in a company (- s) is a consortium, along with any other entities or individuals for any business objectives and in accordance with the terms and conditions, participation rates, etc., which may decide the legal representative in its sole discretion and to participate and represent the company in any corporate bodies (Board, Meetings Partners, shareholders meeting, etc.) depending on the form any such company (s) with all or any part of the shares and votes by the Company on any and all issues that appear before these bodies

(F) Be required to collect and receive any amount of money and / or any other property which may be due or may become due or may be owned by the Company to issue the relevant evidence and to make appropriate recognition or cancellations.

(G) To open, operate and manage accounts at banks or credit institutions, deposits funds, currency, checks, bank check and any other transferable securities, endorsed, or to determine the account balance, to give evidence and exemptions, review and approve any bills category or class or to resist them and to make, draw, sign, accept and / or certifying bills, checks, bank checks and other transferable securities, endorsed or against such banks and financial institutions.

(H) To purchase, acquire, sell or dispose of in any manner for any cost and by any kind of company shares in companies of any kind worldwide. To charge, to obstruct, to guarantee, to put any collateral or other security in securities, negotiable instrument, securities and movable assets of the Company, including but not limited to bank deposits, shares, bonds, funds and other securities of any nature to provide guarantees company to third persons for the implementation of any obligation assumed by the Company to them, which according to the full and free discretion of the proxies are necessary or interest in pursuing the objectives of the Company.

(I) In general, sign, execute and serve on behalf of the Company agreements, contracts, papers, documents, receipts, applications, and any kind of applications and all relevant and made to do, execute and to trade on any such acts and matters as may be or deemed necessary by the attorney for efficiency and performance of functions and powers granted to it and / or on such powers and to do so and to act in connection with these all these instruments, even though not mentioned explicitly in a moment, but it is necessary to perform the powers and mandates given to the present, the most comprehensive and effective for all goals and objectives of Company, as the company could itself be carried out by the domiciled at the registered office of legal representatives - directors.

(J) To further assign some or all of the herein powers and responsibilities to any third person or persons the attorney considers advisable, and withdraw them, in full unfettered discretion, for fulfilment of this mandate.

True Copy ,

... ..
YOUR NAME & SURNAME
Manager

... ..
NAME & SURNAME
for and on behalf of the Company

Secretary