



JULY 12, 2010

FROM: **DEUTSCHE BANK AG, FRANKFURT  
TAUNUSANLAGE 12, FRANKFURT AM MAIN, 60325**

TO: **SOUTH ATLANTIC INVESTMENTS CORPORATION.**

AS PER YOUR INSTRUCTIONS WE, **DEUTSCHE BANK AG, FRANKFURT**, HEREBY CONFIRM, WITH FULL BANK RESPONSIBILITY, THAT WE ARE READY, WILLING AND ABLE AND HAVE THE CREDIT FACILITY TO ISSUE, VIA SWIFT MT760 AND WITH THE TEXT ATTACHED HERewith, TWO SEPARATE LETTERS OF CREDIT EACH IN THE AMOUNT OF FIFTY MILLION UNITED STATES DOLLARS (**\$50,000,000.00 USD**), IN FAVOR OF **INNOVENTURE PARTNERS DBA TECPRO BANK**, TO THE FOLLOWING COORDINATES:

BANK NAME: **BANK OF BAHRAIN & KUWAIT**

BANK ADDRESS: **43 GOVT. AVE., MANAMA 206, BAHRAIN**

SWIFT CODE: **BBKUBHBM**

BANK OFFICER: **MR. A. JALIL HASSAN**

ACCOUNT NAME: **INNOVENTURE PARTNERS, INC.**

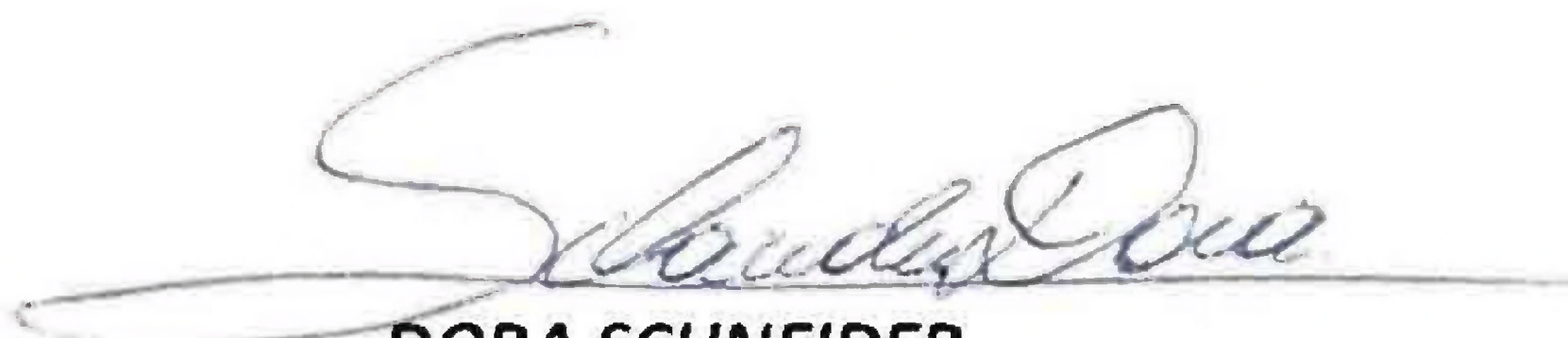
ACCOUNT NUMBER: **001-410-131-9712.01**

IN FAVOR OF: **INNOVENTURE PARTNERS DBA TECPRO BANK**



PLEASE CONFIRM YOUR ACCEPTANCE OF THIS TRANSACTION, VIA FAX TO OUR FAX NUMBER  
TO THE ATTENTION OF **MISS**

SINCERELY,

  
**DORA SCHNEIDER**  
PRIVATE BANKING MANAGER  
DEUTSCHE BANK AG, FRANKFURT





LETTER OF CREDIT TEXT:

WE, DEUTSCHE BANK AG, FRANKFURT, WITH FULL BANKING RESPONSIBILITY HEREWITH ISSUE IRREVOCABLY AND UNCONDITIONALLY WITHOUT PROTEST OR NOTIFICATION A PROMISE TO PAY AGAINST THIS STANDBY LETTER OF CREDIT NO.: ..... IN FAVOR OF....., ACCOUNT NUMBER ....., ON MATURITY DATE... THE SUM OF ..... MILLION DOLLARS (\$.....USD) IN THE LAWFUL CURRENCY OF THE UNITED STATES, UPON PRESENTATION TO US OF THE ORIGINAL OF THIS STANDBY LETTER OF CREDIT AT OUR COUNTERS ON MATURITY DATE....., BUT NOT LATER THAN FIFTEEN DAYS AFTER THE MATURITY DATE.

SUCH PAYMENT SHALL BE MADE WITHOUT OFFSET AND CLEAR OF ANY DEDUCTIONS, CHARGES, FEES OR WITHHOLDINGS OF ANY NATURE, NOW OR HEREINAFTER IMPOSED, LEVIED, COLLECTED, WITHHELD OR ASSESSED BY THE GOVERNMENT OF GERMANY OR ANY POLITICAL SUBDIVISION OR AUTHORITY THEREOF OR THEREIN.

THIS STANDBY LETTER OF CREDIT IS TRANSFERABLE AND ASSIGNABLE WITHOUT PRESENTATION TO US OR PAYMENT OF ANY TRANSFER OR ASSIGNMENT FEE.

THIS STANDBY LETTER OF CREDIT IS SUBJECT TO THE UNIFORM RULES FOR DEMAND GUARANTEE UNDER ICC PUBLICATION NO. 458 AND MAY BE VERIFIED ON A BANK TO BANK BASIS ONLY.

A SCANNED COPY THIS LETTER IS DEEMED AN ORIGINAL.

