

TRANSLATION

Republic of Panama *Superintendency of Banks*

RESOLUTION S.B.P. 031-2008

(dated 29 January 2008)

The Superintendent of Banks
in use of his legal powers, and

CONSIDERING:

That **GLOBAL BANK CORPORATION, INC.** is a corporation established according to the laws of the Republic of Panama, filed under Micro jacket 281810, roll 40979 and Image 25 in the Persons (Mercantile) Section of the Public Registry of the Republic of Panama and authorized to engage in the Banking Business in and from the Republic of Panama under a General License granted by the National Banking Commission by means of Resolution 4-94 dated 3 March 1994;

That **LEESPORT FINANCE, INC.** is a corporation established according to the laws of the Republic of Panama, filed under Micro jacket 402152, Document 244108, in the Persons (Mercantile) Section of the Public Registry of the Republic of Panama and wholly owned by **GLOBAL BANK CORPORATION, INC.**;

That **DRAMEN INTERNATIONAL, INC.** is a corporation established according to the laws of the Republic of Panama, filed under Micro jacket 513298, Document 893491 in the Persons (Mercantile) Section of the Public Registry of the Republic of Panama and wholly owned by **GLOBAL BANK CORPORATION, INC.**;

That **DONTOBAY HOLDING, INC.** is a corporation established according to the laws of the Republic of Panama, filed under Micro jacket 513606, Document 894456 in the Persons (Mercantile) Section of the Public Registry of the Republic of Panama and wholly owned by **GLOBAL BANK CORPORATION, INC.**;

That **DABROX INTERNATIONAL, S.A.** is a corporation established according to the laws of the Republic of Panama, filed under Micro jacket 514319, Document 897918 in the Persons (Mercantile) Section of the Public Registry of the Republic of Panama and wholly owned by **GLOBAL BANK CORPORATION, INC.**;

That, through their resident agents, **GLOBAL BANK CORPORATION, INC., LEESPORT FINANCE, INC., DRAMEN INTERNATIONAL, INC., DONTOBAY HOLDING, INC.** and **DABROX INTERNATIONAL, S.A.** have requested authorization for a merger by absorption whereby **GLOBAL BANK CORPORATION, INC.** will be the surviving company;

That after the relevant analysis pursuant to the provisions of Rule 1-2004 dated 29 December 2004, the merger by which **GLOBAL BANK CORPORATION, INC.** will absorb **LEESPORT FINANCE, INC., DRAMEN INTERNATIONAL, INC., DONTOBAY HOLDING, INC.,** and **DABROX INTERNATIONAL, S.A.** raises no objections; and

TRANSLATION

That pursuant to the provisions of Paragraph 5 of Article 17 of Decree Law 9 dated 26 February 1998, the Superintendent of Banks is the approving authority for this request.

RESOLVES:

To authorize the Merger by Absorption by and between **GLOBAL BANK CORPORATION, INC., LEESPORT FINANCE, INC., DRAMEN INTERNATIONAL, INC., DONTOBAY HOLDING, INC.** and **DABROX INTERNATIONAL, S.A.** whereby **GLOBAL BANK CORPORATION, INC.** will be the surviving company.

Given in the city of Panama on the twenty-ninth (29th) day of January, two thousand eight (2008).

FOR COMMUNICATION, PUBLICATION AND ENFORCEMENT.

Olegario Barrelier
Superintendent of Banks

/afo