

IN THE MATTER OF LIQUIDATION OF :

FOCUS MANAGEMENT INC

MINUTES OF THE SECOND CREDITORS' MEETING

Held by conference call on October 22nd, 2010 at : 11:00 AM.

Present

Hugh Dickson
Emmanuel Phaneuf
Miguel Bourbonnais

Joint Liquidator
From the office of Jean Robillard, Joint Liquidator
Joint Liquidators' attorney

Also present

Creditors registered for the meeting.

Mr. Hugh Dickson acted as Chairman of the meeting in accordance with the Cayman Islands Companies Winding Up Rules.

There being a quorum, it was resolved to proceed with the agenda.

ADOPTED

AGENDA

ITEM 1. Second report to the creditors by the Joint Official Liquidators ("JOLs")

Mr. Hugh Dickson proceeded with the report to the creditors on the Joint Official Liquidators' work since the last creditors' meeting. Mr. Dickson summarized the report as it appears on the Joint Official Liquidators web site as at October 1st, 2010.

A copy of the report is attached hereto.

ADOPTED

ITEM 2. Questions from the Creditors

Mr. Dickson proceeded to address questions from the creditors. The questions received by e-mail prior to the meeting were answered first.

➤ Bank Accounts

- An extensive list of bank account numbers, along with a series of questions regarding these accounts, were received by e-mail from three creditors prior to the meeting. These creditors believe that the account numbers they provided belong to Mr. Papadopoulos and Mr. Bright, and that they should be pursued.
- Mr. Dickson explained that the Joint Official Liquidators have no proof of the

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accounts' existence nor of their connection to Mr. Papadopoulos and Mr. Bright. In addition, Mr Dickson raised the question of where and how the account numbers were obtained, and what proof there is that these are indeed Papadopoulos' and Bright's accounts. This question remained unanswered as the creditors concerned were unable to provide an answer. Moreover, Mr. Dickson explained that one cannot attack bank account numbers without any proof, since these accounts could potentially belong to innocent third parties. The second issue raised by Mr. Dickson was the lack of information regarding the jurisdiction these accounts are in, as the country will dictate the options available in terms of seizing or freezing the accounts.

- Moreover, the powers of the Joint Official Liquidators extend to the property of Focus Management Inc., not to that of individuals associated with it.
- Assuming that these accounts are indeed Bright's and Papadopoulos', the JOLs have no authority to seize or freeze the accounts in the absence of:
 - Civil Remedies: A court judgement against Papadopoulos and Bright could be enforced against their assets. However, the JOLs have no such judgement, and, in order to prepare one, funding is needed. As there is no knowledge of any assets worth pursuing nor any knowledge of where Bright and Papadopoulos are, it is difficult and certainly not cheap to engage in such proceedings, assuming that there are any funds left in the above-mentioned accounts.
 - Criminal Remedies: A freezing and confiscation order under Cayman Proceedings of Criminal Conduct legislation could be undertaken if Papadopoulos and Bright would have been convicted of the offence, which is not the case. Another option would be to report the account to the money laundering authorities, but the JOLs have no evidence that these accounts are the property of Papadopoulos and Bright and that the monies in these accounts, if any, were the proceeds of crime. It is not sufficient to say that Papadopoulos and Bright are criminals and that they have the money. To pursue these accounts under criminal law, one must show that the monies are the proceeds of crime or illegally transmitted through the banking system by disguising its source. Suspicion is not sufficient.
 - Tracing Remedies: If the JOLs are able to demonstrate that the money was indeed stolen from Focus, Papadopoulos and Bright could be sued, and a Cayman freezing order could be obtained over their personal accounts. However, the JOLs would have to demonstrate that the monies in these accounts are directly the product of fraud. Therefore, the JOLs must be able to specifically trace the funds, and to show the chain from Focus' accounts into these accounts, through any intermediary accounts. The JOLs are certainly not able to do this at the moment. Additional difficulties would arise from inter-jurisdictional complexities.
- As there are no funds available to pay for the exercise, these three options could be re-evaluated once some money is recovered.

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➤ Enforcement and Legal Actions against Themis Papadopoulos and Mario Bright

Creditors were interested in the legal actions taken against Mr. Papadopoulos and Mr. Bright. Mr. Emmanuel Phaneuf, from the Joint Official Liquidators' office, explained that the RCMP is pursuing its investigation and that charges shall arise once the investigation is completed. Mr. Dickson informed the assembly that the JOLs have requested a status report from the Cayman Police.

➤ Location of Themis Papadopoulos and Mario Bright

Creditors inquired about the current country of residence of Themis Papadopoulos and Mr. Bright. Mr. Phaneuf explained that the last point of contact was Paris, France, when a JOLs' representative examined Mr. Themis Papadopoulos in July 2008. Moreover, the JOLs have tried to examine and execute a warrant for arrest against Mr. Bright, but he could not be located nor could the JOLs send him a subpoena properly. In addition, as this is a civil case from the JOLs perspective, the JOLs could not act manu militari.

➤ Sharing of Dividends among Creditors

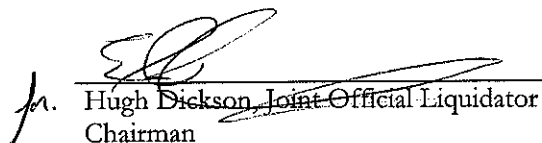
A question arose about how the monies, if any were found, shall be distributed among the creditors of Focus. Mr. Dickson explained that the first step shall be to analyse each proof of debt in order to determine if the amount claimed is accurate and corresponds to the amount in the books. Thereafter, a distribution shall be done on a pro rata basis among those creditors who have filed a proof of debt.

➤ Involvement of Austin Harris, Angela Skafidas and Anna Papathanasiou

Creditors and the JOLs discussed Austin Harris', Angela Skafidas', and Anna Papathanasiou's involvement in Focus' affairs.

There being no further business, the meeting was closed.

ADOPTED


/s. Hugh Dickson, Joint Official Liquidator
Chairman