

POWER OF ATTORNEY

I (we) hereby grant Power of Attorney to and authorise Mr.

D Ž E K O P A Č A K
ATTORNEY AT LAW
Admitted to the bars Frankfurt am Main and Vienna
Thurn-und-Taxis-Platz 6/ 29. floor,
D-60313 Frankfurt am Main
TEL: +49-69-25 73 75-328, FAX: +49-69-25 73 75-25
E-Mail: opacak@opacak-legal.com

to represent me (us) in court, and also after my (our) death, also pursuant to Sec. 31 ZPO, Sec. 39 et seq. and 455 StPO, vis-à-vis all other authorities, also pursuant to Sec. 77 GBG, Sec. 10 AVG, Sec. 21 PatG, Sec. 61 MSchG, Sec. 83 BAO and Sec. 8 RAO, and out of court, and to accept any service whatsoever, including items mailed for acceptance by one's own hand (postal power of attorney);

to sign land register documents, in particular declarations of incorporation, priority, cancellation and approval as well as priority petitions, and to make all filings in connection with any official registration; to enter into settlement whatsoever, also pursuant to Sec. 205 ZPO;

to receive money and monetary values and to acknowledge receipt thereof; to apply for the repayment and settlement of tax credits; to open on my (our) behalf accounts and safe deposits with banks and to dispose thereof; to request information from banks, whereby these banks and their employees shall be released from data and banking secrecy and shall be authorised to disclose the information requested; to release employees of a bank from data and banking secrecy as witnesses, to request copies of medical records and findings by releasing doctors from their obligation of secrecy; and to release any person from their obligation of secrecy against me (us) and to request the publication of all data pertaining to myself (ourselves);

to file any petition of bankruptcy or composition;

to acquire, encumber or sell, either with or without valuable consideration, things and rights, to take up loans and to enter into loan agreements,

to accept or refuse, either conditionally or unconditionally, any inheritance, to render statements in lieu of an oath on assets and liabilities, and to carry out estates in writing;

to enter into and amend articles of association of any kind, to convene shareholders' meetings or general meetings or other meetings of shareholders and members, to represent me (us) at such meetings and to vote on my (our) behalf at such meetings, to sign any register filing whatsoever, to enter into arbitration agreements or appoint arbitrators and umpires and to nominate trustees;

to appoint agents (substitutes) with equal or limited Power of Attorney, and to take any measures which the holder of this Power of Attorney and his substitutes deem(s) appropriate.

I (we) (jointly and severally) undertake to pay the fees, including VAT, of the holder of this Power of Attorney and his substitutes to be computed according to individual services in accordance with the Autonomous Guidelines of Attorneys' Fees ("AHR") of the Austrian Bar Association in compliance with the from time to time latest publication in the official gazette *Wiener Zeitung* and to reimburse the holder of this Power of Attorney and his substitutes for all expenses. The fees may be charged every calendar quarter.

If the Power of Attorney is granted by a company (limited, joint-stock, etc.) the signing persons (directors, managers, etc.) undertake to pay the fees and expenses jointly and severally.

I (We) are aware that the confidentiality of an e-mail cannot be guaranteed. The holder of this Power of Attorney communicates over e-mail only upon your request and does not accept any responsibility with respect to the confidentiality of the messages transmitted via e-mail.

I (We) agree that the liability of the holder of this Power of Attorney and of his substitutes is limited, to the extent permitted by law, to Euro 400.000,-- (Euro fourhundredthousand) in total for each individual claim. An individual claim shall be the sum total of all damage claims asserted by all beneficiaries resulting from a single act, or the sum total of all claims asserted by the same beneficiary in a legal or economic context therewith, or the sum total of all claims in connection with a uniform damage resulting from one or more acts.

This Power of Attorney shall be governed by Austrian law. The place of performance and legal venue shall be Frankfurt am Main, Inner City.

_____, the _____

Signature of principal(s)