

EXHIBIT « A »  
JOINT VENTURE AGREEMENT  
TRANSACTION CODE : IESES/FGGV/10/00

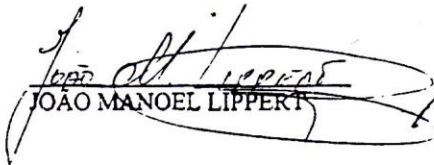
EARNINGS AND ADVANCEMENT OF FUNDS

The following represents a full and complete discrimination of earnings, advancements and disbursement of funds to be paid from a High Yield Investment Programme.

- 1 a. The Guarantee of US\$ 250,000,000.00 (Two Hundred and Fifty Million United States Dollars) will be discounted at no less than 82% (Eighty-Two Per Cent) of face value or market value, whatsoever is the highest.
- b. The Total Gross Yield of the High Yield Investment Program will be around 1,940 % (One Thousand Nine Hundred and Forty Per Cent) per the total duration of such investment.
- c. All distribution of the yield resulting from the transaction described in this agreement shall be made through a First Class Bank with a Pay Order that must be irrevocable, confirmed and bank-endorsed. That Pay Order shall be made available in four (4) international banking days after the Bank Guarantee, funds or assets will be blocked and discounted.
- d. At the end of the validity of the above-mentioned Bank Guarantee (366 days from the issuance date) these document will be returned to the issue bank free of any debts, or encumbrances.
- 2 The amount of US\$ 50,000,000.00 (Fifty Million United States Dollars) will be paid out immediately upon the discount of the Bank Guarantee as follow:
  - a- NIPUL MAHENDRA - US\$ 750,000.00 (Seven Hundred and Fifty Thousand US Dollars).
  - b- JOÃO MANOEL LIPPERT - US\$ 12,125,000.00 (Twelve Million and one Hundred and Twenty Five Thousand US Dollars).
  - c- ANTONIO CESAR O. BASSETTI - US\$ 12,125,000.00 (Twelve Million and one Hundred and Twenty Five Thousand US Dollars).
  - d- FRANCISCO G.G. VIVONI - US\$ 25,000,000.00 (Twenty Five Million US Dollars).
- 3 RONALD REBOREDO - US\$ 62,500,000.00 (Sixty Two Million and Five Hundred Thousand US Dollars) in the first Yield received from the Program.

- 4 TRADING/AGENTS – 20% (twenty per cent) of the Gross Weekly Yield as credited.
- 5 AGENTS – 10% (ten per cent) of the Gross Weekly Yield as credited.
- 6 SERGIO ALMEIDA –7% (seven per cent) of the Gross Weekly Yield as credited.
- 7 FRANCISCO GERALD GARCIA VIVONI – 50% (fifty per cent) of the Net Weekly Yield resulting after the above disbursements (as in items 3, 4,5,6).
- 8 JOÃO MANOEL LIPPERT - 23.5% (twenty three and one half per cent) of the Net Weekly Yield resulting after the above disbursements (as in items 3, 4,5,6).
- 9 ANTONIO CESAR O. BASSETTI - 23.5% (twenty three and one half per cent) of the Net Weekly Yield resulting after the above disbursements (as in items 3, 4,5,6).
- 10 NIPUL MAHENDRA – 3% (three per cent) of the Net Weekly Yield resulting after the above disbursements (as in items 3, 4,5,6).

Approved this 25<sup>th</sup> October 2000, by the undersigned parties.

  
 JOÃO MANOEL LIPPERT

  
 FRANCISCO GERALD GARCIA VIVONI

  
 ROBSON RICARDO LIPPERT

  
 ANTONIO CESAR O. BASSETTI


  
 Eduardo Chapoval  
 My Commission CC338883  
 Expires May 11, 2003

On this 25 day of OCTOBER, 2000  
 Before me came Francisco Gerval Garcia Vivoni  
 Personally known \_\_\_\_\_ or produced \_\_\_\_\_  
 I.D. Passport I.D type \_\_\_\_\_  
 along with number A 891225

- 4 **TRADING/AGENTS** – 20% (twenty per cent) of the Gross Weekly Yield as credited.
- 5 **AGENTS** – 10% (ten per cent) of the Gross Weekly Yield as credited.
- 6 **SERGIO ALMEIDA** – 7% (seven per cent) of the Gross Weekly Yield as credited.
- 7 **FRANCISCO GERVAL GARCIA VIVONI** – 50% (fifty per cent) of the Net Weekly Yield resulting after the above disbursements (as in items 3, 4,5,6).
- 8 **JOÃO MANOEL LIPPERT** - 23.5% (twenty three and one half per cent) of the Net Weekly Yield resulting after the above disbursements (as in items 3, 4,5,6).
- 9 **ANTONIO CESAR O. BASSETTI** - 23.5% (twenty three and one half per cent) of the Net Weekly Yield resulting after the above disbursements (as in items 3, 4,5,6).
- 10 **NIPUL MAHENDRA** – 3% (three per cent) of the Net Weekly Yield resulting after the above disbursements (as in items 3, 4,5,6).

Approved this 25<sup>th</sup> October 2000, by the undersigned parties.


  
JOÃO MANOEL LIPPERT                      FRANCISCO GERVAL GARCIA VIVONI

  
ROBSON RICARDO LIPPERT                      ANTONIO CESAR O. BASSETTI

Seen solely for authentication of the above mentioned signatures of Mr Joao Manoel LIPPERT, Mr Robson Ricardo LIPPERT and Mr Antonio Cesar O. BASSETTI.

Geneva, the 30 october 2000/vs.



  
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