

IN THE GRAND COURT OF THE CAYMAN ISLANDS

**CAUSE NOS: 394, 395, 396 and 397 OF 2005
(as consolidated by Order
dated 20 December 2007)**

In Chambers
23 October 2008
Before the Honourable Justice Quin

**IN THE MATTER OF the Companies Law (2007 Revision)
AND IN THE MATTER OF Bayou Offshore Master Fund, Ltd, Bayou Offshore Fund A, Ltd,
Bayou Offshore Fund B, Ltd and Bayou Offshore Fund C, Ltd**

ORDER



UPON the Ordinary Application of the Joint Official Liquidators (the "JOLs") of Bayou Offshore Master Fund, Ltd (in official liquidation), Bayou Offshore Fund A, Ltd (in official liquidation), Bayou Offshore Fund B, Ltd (in official liquidation) and Bayou Offshore Fund C, Ltd (in official liquidation) (the "Funds") dated 24 September 2008

AND UPON hearing Counsel for the JOLs

AND UPON reading the documents recorded on the Court file as having been read

IT IS ORDERED THAT:

- 1 The entry by Bayou Offshore Fund A, Ltd and Bayou Offshore Fund B, Ltd into an agreement with Sterling Stamos Liquidity (Offshore) Fund, Ltd, Sterling Stamos Security (Offshore) Fund, Ltd and Sterling Stamos Growth (Offshore) Fund, Ltd, exhibited to the Second Affidavit of Gordon Iain MacRae dated 14 October 2008 (the "**Affidavit**"), is sanctioned by this Honourable Court pursuant to section 164 of the Companies Law (2007 Revision).

- 2 The Affidavit not be open to inspection by any person without leave of this Court and that the Affidavit be sealed up in an envelope in the Court file and kept confidential.
- 3 The costs of this application be costs in the official liquidation of the Funds.

DATED this 23rd day of October 2008

FILED this 23rd day of October 2008




JUDGE OF THE GRAND COURT

THIS ORDER was filed by Maples and Calder, attorneys for the JOLs, whose address for service is PO Box 309, Uglan House, Grand Cayman, KY1-1104, Cayman Islands. (Ref: AAG/CPL/601201/15289513)

Agreed as to form and content:

MAPLES AND CALDER

Maples and Calder
Attorneys for the JOLs

