FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MAY 2002

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Company Number 03994396

Registered Office 5 Paton House Stockwell Road

London SW9 9ET

Directors Olalekan James (Mr)

Elizabeth James (Mrs)

Secretary Elizabeth James

Accountants Atkinson & Co.

10 Island Centre Way RSA Enfield Island Village

Enfield EN3 6GS

Banker Barclays Bank Plc

Kennington Southwark Group

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MAY 2002

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Minutes of a Meeting of the directors of Alphavita Limited, will be held at 5 Paton House, Skockwell, Road, London, SW9 9ET on 12th day of March 2003 at 3 pm.

PRESENT:

Olalekan James (Mr) Elizabeth James (Mrs)

- 1 The secretary read the meeting notice convening the meeting.
- 2 The minutes of the previous directors meeting were read, confirmed and signed.
- The company's accounts for the year ended 31st May 2002 were placed before the meeting and were duly approved.

It was resolved that the accounts of the company for the year ended 31st May 2002, are hereby approved and can now be passed to the members for adoption at the forthcoming Annual General Meeting.

Chairman

Register	ed
Office:	

5 Paton House Stockwell Road London SW9 9ET

NOTICE IS HEREBY GIVEN THAT THE 2000 Annual General Meeting of the Members of the company, will be held at 5 Paton House, Stockwell Road, London, SW9 9ET on the 30th of March 2003 at 3.00 pm.

For the following purposes:-

- 1 Notice convening the meeting.
- To receive and approve the Report of the directors and the Accounts of the company for the period ended 31st May 2002.
- 3 To transact any other business of an Annual General Meeting nature.

A member entitled to attend and vote, is entitled to appoint.

A proxy to attend and on a poll, to vote instead of him or her.

A proxy need not be a Member of the company.

DIRECTORS' REPORT

The directors are pleased to present their annual report with the accounts of the company, for the year ended 31st May 2002.

Statement of Directors' Responsibilities

Company Law requires the directors to prepare the financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- (i) Select suitable accounting policies and then apply them consistently;
- (ii) Make judgements and estimates that are reasonable and prudent;
- (iii) State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the Financial statements.
- (iv) Prepare the Financial statements on an ongoing concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time, the Financial position of the company and to enable them to ensure that the Financial statements comply with the Companies Act 1985.

They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Principal Activities

The company's principal activities are that of compter programming, network and systems installations and consultancy.

Result and Dividend

The turnover for the year under under review was £ 9,451.

The company did not geneate income in the previous year, as it was at the advanced stage of securing various contracts. These contracts were executed during the year under review.

The loss after tax for the year was £4,058.

The Directors propose did not proposed that any dividend be paid, and recommend that the balance be debited to the reserves.

Significant Changes to Fixed Assets

The company has improved its fixed assets base, involving the net expenditure of £520 during the year under review.

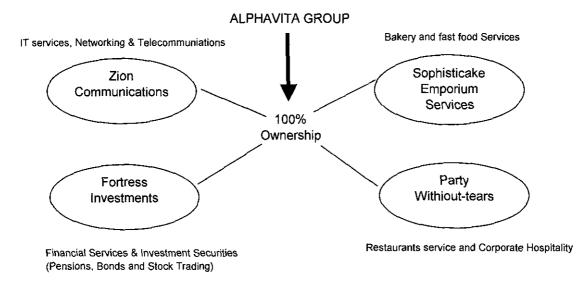
Going Concern

The directors have given assurance regarding the continuous trading of the company.

DIRECTORS' REPORT (Continued)

Events after the end of the year

Major event affecting the company after the end of the period, was the investment in the equity of four new companies. Thus, the company has changed its name to Alphavita Group and acting as the holding company. for the following companies.



Directors and their interests

The directors of the company during the year and their interests in the company were as follows:-

	Ordinary
	Shares of
	£1 each
Olalekan James (Mr)	100

Review of Business Activities

Costs are subject to continuous scrutiny by the directors and have moved broadly in line with turnover and inflation.

Political and Charitable Contributions

The company made no political or charitable contributions during the period under review.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

MRS E. JAMES

Accountants Report to the Shareholders

of

ALPHAVITA GROUP

We report on the accounts for the year ended 31st May 2002, set out on pages 4 to 8, which have been prepared under the historical cost convention and the accounting policies set out in Note 1 to the Financial Statements

Respective responsibilities of directors and reporting accountants

As described on page 2, the company's directors are responsible for the preparation of the Financial Statements, and they consider that the company is exempted from an audit. It is our responsibilities to carry out procedures designed to enable us to report our opinion.

Basis of opinion

Our work was conducted in accordance with the Statement of Standards of Reporting Accountants, and so our procedures consisted of comparing the financial statements with the accounting records kept by the company, and making such limited enquiries of the officers of the company as was considered necessary for the purposes of this report. These procedures provide only the assurance expressed in our opinion.

Opinion

In our opinion:

- 1. The Financial Statements are in agreement with the accounting records kept by the company under section 221 of the Companies Act 1985;
- 2. Having regard only to, and on the basis of the information contained in those accounting records:
- 2.1 The Financial Statements have been drawn up in a manner consistent with the accounting requirements specified in section 249c of the Act; and
- 2.2 The company satisfield the conditions for exemption from an audit of the Financial Statements for the period specified in section 249a of the Act and did not, at any time within the period, fall within any of the categories of companies not qualified to the exemption specified in section 249b.

Atkinston & Co.

10 Island Centre Way
James Lee Square
Enfield
EN3 6GS

Date Signed: 12th day of March 2003

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BALANCE SHEET		AS AT 31ST MAY 2002			02
	Notes		2002		2001
		£	£	£	£
Fixed Assets	5		2.651		2,979
Tangible Fixed Aseets	ວ		2,651		2,979
Investment	6		9,515		-
Current Assets					
Debtors	7	224		5,143	
Cash at bank and in hand		6,501		10 <u>,</u> 313	
		6,725		15,456	
Current Liabilities	_				
Creditors:	8	22,849		18,335	
Amounts falling due within one year					
Net Current Assets			(16,124)		(2,879)
Total Aseets Less		-		•	
Current Liabilities			(3,958)		100
		=		:	
FINANCED BY:					
Capital Reserves					
Share Capital	9		100		100
Profit and Loss Accounts	10		(4,058)		-
			(3,958)		100

For the period ended 30th March 2000, the company was entitled to exemption under section 249 (1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the period in question in accordance with section 249B (2).

I) The directors acknowledged their responsibility for:
Ensuring the company keeps accounting records which comply with section 221; and

II) Preparing account which give a true and fair view of the state of affairs of the company as at the end of its financial period, and of its profit and loss for the financial period in accordance with section 226, and which otherwise comply with the requirements of the companies Act relating to accounts, so far as applicable to the company.

The accounts are prepared in accordance with the special provisions of part VII of the Companies Act 1985 relating to small companies.

SIGNED:

OHATEKAN JAMOS

Dated: 12TH MARCH 2003

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MAY 2002

	2002	2001	
	£	£	
Profit on Ordinary Activities Before Taxation	(4,058)	-	
Corporation Tax: Provision for the year	-	-	
Profit on Ordinary Activities After Taxation	(4,058)		
Balance Brought Forward	-	-	
Profit Carried Forward	(4,058)		

None of the company's activities were acquired or discounted during the financial year.

The notes on pages 8 to 10 form part of these accounts.

There were no recognised gains or losses other than those included in the profit for the year.

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31ST MAY 2002

1. Accouting Policies

Basis of Accounting

The accounts have been prepared under the historical cost convention as modified to incorporate the revaluation of certain fixed assets.

Turnover

Turnover represents the net invoiced sales of services, excluding value added tax.

Tangible Fixed Assets

The tangible assets are stated at cost less depreciation. The general policy is to provide depreciation on fixed assets on a reducing balance method over their estimated useful lives. No depreciation in the year in which the assets are sold or scrapped.

Tangible fixed assets are depreciated at rates appropriate to the assets concerned.

Computer Equipments	25%
Furniture and Fixtures	20%

Stocks and Work in progress

Stocks are valued at the lower of of cost and the estimated amount realisable from disposal in the normal course of business. Cost comprises expenditure directly incurred in purchasing the stocks and bringing them into their current condition and location.

Deferred Taxation

No provision has been made in these accounts for deferred taxation, as in the opinion of the directors, no actual liability is expected to crystallise in the foreseeable future.

Fund Flow Statement

The company has taken advantage of the exemption from preparing a cash flow statement conferred by the Financial Reporting Standards No. 1 on the grounds that it qualifies as a small company under the Companies Act 1985.

2. Profit on Ordinary Activities Before Taxation

The operating profit is stated after charging:

	2002	2001	
	£	£	
Depreciation	848	993	
Audit and Accountancy fees	400	300	

NOTES TO THE ACCOUNTS (Continued) FOR THE YEAR ENDED 31ST MAY 2002

3. Turnover and Profit Analysis

The whole of the company's turnover and profitability is derived within the United Kingdom, from its principal activities, which are that of Computer programming, networks and systems installations.

4. Interest Payable		
	2002	2001
Interest charged	804	-
		
5. Tangible Fixed Assets		
Tangible . inca / icoca	Computer Furniture	
	Equipment & Fixtures	Total
Cost	£	£
Brought Forward	3,972 -	3,972
Additions	520	520
Carried Forward	3,972 520	4,492
Depreciation		
Brought Forward	993 -	993
Provided during the year	744 104	848
Carried forward	1,737 104	1,841
Net Book Value		
At 31st May 2002	<u>2,235</u> 416	2,651
6. Investments		
This represent listed amount of investment at cost.		-
		
7. Debtors		
Falling due within one year:		
	2002	2001
Startup Costs	-	5,143
Prepaid charges	224	-
	224	5,143
		

NOTES TO THE ACCOUNTS (Continued) FOR THE YEAR ENDED 31ST MAY 2002

8. Creditors		
Falling due within one year:	2002 £	2001 £
Bank Loan Directors Loan Accrued charges	12,259 10,190 400	11,000 7,035 300
	22,849	18,335
9. Share Capital	2002 £	2001 £
Authorised 10,000 Ordinary shares of 1 each	10,000	10,000
Called up and fully paid 100 Ordinary shares of 1 each	100_	100
10. Movement in Shareholders Fund		
	2002	2001
Balance brought forward	-	-
Profit for the period after taxation	(4,058)	-
Balance carried forward	(4,058)	

10. Contigent Liabilities

There were no contigent liabilities as at 31st May 2002.

TRADING AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MAY 2002

	£	2002 £	£	2001 £
Turnover		9,451		-
Less: Cost of Sales				
Components and Accessories	368		-	
Advertising and Promotion _	521	889	 -	-
	-			
Gross Profit		8,562		-
Less: Expenses				
Rent and Service charges	2,232			-
Insurance	432			-
Printing, Postage and Stationery	154			-
Telephone and fax	368			-
Travelling	266			-
Training	295			-
Advertising	521			-
Professional & Consultancy Sundries	1,045			-
	112 400			-
Accountancy fee Start-up costs written off	5,143			-
Interest charged	5, 143 804			-
Depreciation	848			<u>-</u>
2-p. 301413.1		12,620		- -
Net profit for the year		(4,058)		

This page does not form part of the statutory accounts.