

**DEED OF APPOINTMENT AND
RETIREMENT OF TRUSTEE
- for the –
BRAXINE SUPERANNUATION FUND**

**FENCEWISE (QLD) SUPERANNUATION FUND
(FUND)**

RESOLUTION OF TRUSTEES

We, the undersigned:

**BRENT WILLIAM GRAY
MAXINE RONNIE SUSAN GRAY**

being all of the trustees for the Fund ("Trustees") do hereby resolve as follows:

**DEED OF
APPOINTMENT AND
RETIREMENT OF
TRUSTEE:**

That the Trustees execute the Deed of Appointment and Retirement of Trustee produced with this resolution to accept the transfer of trusteeship of the Fund to the Trustees, and further that the Trustees advise the Australian Taxation Office of the change in trusteeship of the Fund within 28 days.

**CHANGE OF FUND
NAME:**

That the Trustees change the name of the Fund to **BRAXINE SUPERANNUATION FUND** and further that the Trustees advise the Australian Taxation Office of the change to the name of the Fund within 28 days.

**ADMISSION OF NEW
MEMBERS:**

That under the trust deed, as varied, the following new members be admitted as members of the Fund and further that the Trustees advise the Australian Taxation Office of the change in membership of the Fund within 28 days:

MEMBER NAME

MAXINE RONNIE SUSAN GRAY

**CONTINUING
MEMBERS:**

That under the trust deed, as varied, the following continuing members be confirmed as members:

MEMBER NAME

BRENT WILLIAM GRAY

DATED 1 July 2008



BRENT WILLIAM GRAY



MAXINE RONNIE SUSAN GRAY

**FENCEWISE (QLD) SUPERANNUATION FUND
(FUND)**

**FENCEWISE (QLD) PTY LTD
(ACN 114 625 295)
(COMPANY)**

**RESOLUTION OF DIRECTOR
MADE UNDER THE CONSTITUTION OF THE COMPANY**

I, the undersigned:

BRENT WILLIAM GRAY

being the sole director of the Company, do hereby resolve as follows:

TRANSFER OF
TRUSTEESHIP:

That the Company join with the Members for the Fund to appoint a new trustee and retire as trustee for the Fund.

DEED OF
APPOINTMENT AND
RETIREMENT OF
TRUSTEE:

That the Company execute the Deed of Appointment and Retirement of Trustee produced with this resolution to transfer trusteeship of the Fund from the Company to the new trustee.

DATED 1 JULY 2008



BRENT WILLIAM GRAY

DEED OF APPOINTMENT AND RETIREMENT OF TRUSTEE

THIS DEED OF APPOINTMENT AND RETIREMENT OF TRUSTEE is made on the date specified in the Schedule attached to this deed as the 'Date of Deed'.

PARTIES: The persons named and described in the Schedule as the Retiring Trustee
(Retiring Trustee)

The persons named and described in the Schedule as the Members
(Members)

AND: The persons named and described in the Schedule as the New Trustee
(New Trustee)

RECITALS:

- A. A superannuation fund known by the name set out in the Schedule as the 'Name of Fund' (**Fund**) was established for the benefit of certain present and future persons as would become members of the Fund and their dependants, on the date set out in the Schedule as the 'Date of Establishment of Fund'.
- B. The Members are, under the trust deed for the Fund (**Trust Deed**), given the power of removal and appointment of trustees for the Fund.
- C. The Retiring Trustee wishes to resign its office as testified by its execution of this deed.
- D. The Members wish to appoint the New Trustee to act as a trustee for the Fund as from the 'Date of Appointment' set out in the Schedule (**Date of Appointment**).
- E. The New Trustee has consented to its appointment as a trustee for the Fund.
- F. The parties by their execution of this deed agree that the resignation of the Retiring Trustee and the appointment of the New Trustee take effect on the Date of Appointment.

OPERATIVE PROVISIONS:

1. Resignation of Trustee

The Retiring Trustee hereby resigns as trustee for the Fund as from the Date of Appointment.

2. Appointment of New Trustee

Under the powers conferred on the Members by the Trust Deed, the New Trustee is hereby appointed to be a trustee for the Fund in place of the Retiring Trustee to act for all purposes as a trustee for the Fund on the powers contained in the Trust Deed which appointment commences on the Date of Appointment.

3. **Consent**

The New Trustee hereby consents to its appointment as a trustee for the Fund as from the Date of Appointment and agrees to administer the Fund in accordance with the trusts and powers contained in the Trust Deed for the Fund.

4. **Acknowledgment**

The New Trustee declares that it is not disqualified from acting as a trustee under the Superannuation Industry (Supervision) Act 1993 and undertakes to resign its office on becoming disqualified from so acting.

5. **Transfer**

The Retiring Trustee agrees to arrange for the transfer of all assets of the Fund in its possession or under its control to the New Trustee with all practicable speed and to do all such further acts, matters and things as are required to vest the assets of the Fund in the New Trustee.

6. **Release**

The Retiring Trustee is released from its obligations as trustee under the Trust Deed for the Fund and from all claims and liabilities which may arise in respect of the trusteeship for the Fund relating to the period after the Date of Appointment.

7. **Interpretation**

In this deed:

- (a) a reference to a gender includes the other genders; and
- (b) the singular includes the plural and vice versa.

EXECUTED as a deed on the date set out in the attached Schedule.

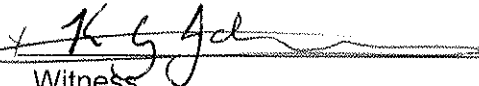
EXECUTED on behalf of **FENCEWISE**)
(QLD) PTY LTD (ACN 114 625 295) as)
Retiring Trustee in accordance with the)
requirements under section 127 of the)
Corporations Act 2001:

x BG  _____
Signature of sole Director

x Brent William Gray
Name of sole Director

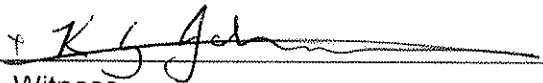
SIGNED SEALED AND DELIVERED by)
the said BRENT WILLIAM GRAY as New)
Trustee in the presence of:)

x BG 
BRENT WILLIAM GRAY


Witness


SIGNED SEALED AND DELIVERED by)
the said MAXINE RONNIE SUSAN GRAY)
as New Trustee in the presence of:)

x MG 
MAXINE RONNIE SUSAN GRAY


Witness

SIGNED SEALED AND DELIVERED by)
the said BRENT WILLIAM GRAY as)
Member in the presence of:)

x BG 
BRENT WILLIAM GRAY


Witness

SCHEDULE

DATE OF DEED:	1 JULY 2008
RETIRING TRUSTEE:	FENCEWISE (QLD) PTY LTD (ACN 114 625 295)
CONTINUING MEMBER:	BRENT WILLIAM GRAY
NEW TRUSTEE:	BRENT WILLIAM GRAY MAXINE RONNIE SUSAN GRAY
NAME OF FUND:	BRAXINE SUPERANNUATION FUND
DATE OF ESTABLISHMENT OF FUND:	23 NOVEMBER 2007
DATE OF APPOINTMENT:	1 JULY 2008

FENCEWISE (QLD) SUPERANNUATION FUND (FUND)

CONSENT OF TRUSTEES

under section 118 of the Superannuation Industry (Supervision) Act 1993

I,

BRENT WILLIAM GRAY

of 15 Ewingar Court
Helensvale Queensland 4212

- 1 hereby declare that I am not disqualified from acting as a trustee of a superannuation fund under the Superannuation Industry (Supervision) Act 1993;
- 2 hereby consent to act as a trustee for the Fund;
- 3 hereby agree to administer the Fund in accordance with the terms and conditions set out in the trust deed;
- 4 hereby undertake to notify any other trustee for the Fund and the Australian Taxation Office, in writing, if I am for any reason disqualified from continuing to act as a trustee; and
- 5 I understand my obligations and responsibilities as a trustee of the Fund.

DATED 1 JULY 2008

 **BRENT WILLIAM GRAY**

The Superannuation Industry (Supervision) Act 1993 provides that the following persons are disqualified from acting as a Trustee:

1. Persons who have prior convictions involving dishonest conduct, wherever or whenever such conviction may have occurred.
2. Persons who are insolvent, bankrupt, or have entered into arrangements, assignments or compositions with creditors under Part X of the *Bankruptcy Act 1966* (Cth) or a similar foreign law.
3. Persons in relation to whom a civil penalty order has been made under the Superannuation Industry (Supervision) Act 1993.
4. Persons expressly declared not to be "fit and proper" persons under section 120A(3) of the Superannuation Industry (Supervision) Act 1993.

FENCEWISE (QLD) SUPERANNUATION FUND (FUND)

CONSENT OF TRUSTEES

under section 118 of the Superannuation Industry (Supervision) Act 1993

I,

MAXINE RONNIE SUSAN GRAY

of 15 Ewingar Court
Helensvale Queensland 4212

- 1 hereby declare that I am not disqualified from acting as a trustee of a superannuation fund under the Superannuation Industry (Supervision) Act 1993;
- 2 hereby consent to act as a trustee for the Fund;
- 3 hereby agree to administer the Fund in accordance with the terms and conditions set out in the trust deed;
- 4 hereby undertake to notify any other trustee for the Fund and the Australian Taxation Office, in writing, if I am for any reason disqualified from continuing to act as a trustee; and
- 5 I understand my obligations and responsibilities as a trustee of the Fund.

DATED 1 JULY 2008

x NG 
MAXINE RONNIE SUSAN GRAY

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