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25 April 2006

Mambo Foundation, Inc
Level 18
31 Queen Street
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Dear Board Members,

I now feel it necessary to resign from the Board of the Mambo Foundation with immediate effect. Since joining the Board, a number of minor irregularities have been evident, and not all of them have been rectified even though I have sought to raise them. It is apparent that early decisions were taken by exchange of email and no records were kept. Present banking arrangements breach the Foundation's rules.

In terms of fundamental principles, there is a considerable concern in my mind that the Board is not informing itself about the members wishes, and not making decisions that fully take account of their interests. I see this as a breach of trust.

I have been very much concerned that it recently became apparent that the Board and the members were misinformed about the purported transfer of registered trademarks.

Critically, there are ongoing problems over compliance. The Board has purported to change the rules of the Foundation, and has solicited opinions on rule changes in a context of claiming that the membership could submit suggestions to the Board for decision.

This is entirely unlawful. The Foundation is governed by the Australian Associations Act. As with practically all incorporated bodies, rule changes can only be made as a result of a special resolution passed by the membership in general meeting. There are a few other compliance details.

Having become aware that the Board is acting unlawfully, and has in my view been negligent in not conscientiously ascertaining its legal position before taking action, I do not feel able to continue as a member of the Board. Members of a Board are bound by law to carry out their duties in a lawful and proper way. As the majority decisions being made by the Board conflict with my understanding of those obligations, I cannot continue as a Board member any longer. As there was no resolution to appoint me to the Board, I am unsure how you will handle my resignation. I will remain a member of the Foundation and continue with my work in Mambo development.

Yours sincerely

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Martin N Brampton