

Letter of Understanding

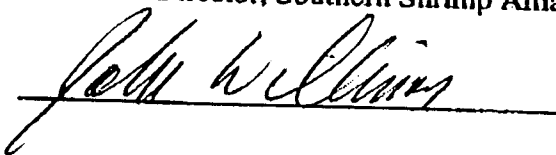
In conjunction with an agreement to settle certain administrative litigation with respect to exports to the United States of frozen warmwater shrimp by the Rubicon Group (Andaman Seafood Co., Ltd.; Chanthaburi Frozen Food Co., Ltd.; Chanthaburi Seafoods Co., Ltd.; Intersia Foods Co., Ltd.; Phatthana Seafood Co., Ltd.; S.C.C Frozen Seafood Co., Ltd.; Sea Wealth Frozen Food Co., Ltd.; Thai International Seafoods Co., Ltd.; Thailand Fishery Cold Storage Public Co., Ltd.; Wales & Co Universe Ltd.; and Y2K Frozen Foods Co., Ltd.) (collectively "Rubicon" or "the Rubicon Group") between August 4, 2004 and January 31, 2006, this Letter of Understanding is made this date (June 9, 2006) between Rubicon and the Southern Shrimp Alliance ("SSA").

Rubicon and SSA, having a mutual interest in assuring a safe supply of warmwater shrimp ("shrimp") to US consumers and adherence to US law, agree as follows:

- 1) Rubicon will sell or ship to the United States only shrimp that is free of banned antibiotics (including but not limited to nitrofurans, phenicols, tetracyclines, and quinolones) and other banned substances;
- 2) Rubicon and SSA will cooperate to enhance testing by US or foreign government authorities of shrimp imports for banned antibiotics and other banned substances;
- 3) Rubicon and SSA will encourage both governmental and non-governmental entities to enhance efforts to prevent the use of banned antibiotics or other banned substances in the production of shrimp;
- 4) Rubicon and SSA will cooperate to enhance compliance with food safety laws and regulations;
- 5) Rubicon will take all reasonable measures to prevent the transshipment or mislabeling of its shrimp which would improperly circumvent or evade the effect of US laws;
- 6) Rubicon will share information with SSA regarding efforts by shrimp producers, exporters, importers, or any other person to circumvent or evade US laws through mislabeling, transshipment, improper valuation, or other material misstatement;
- 7) Rubicon and SSA will cooperate to inform and encourage their respective governments to enforce vigorously all relevant laws, regulations, and procedures regarding sale, shipment, and description of shrimp.

FOR SSA:

John Williams
Executive Director, Southern Shrimp Alliance




FOR THE RUBICON GROUP:

Mr. Poj Aramwattananont (President)
Andaman Seafood Co., Ltd.



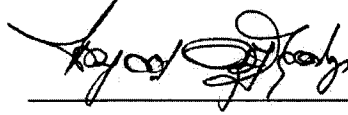
FOR THE RUBICON GROUP:

Mr.Paibool Dussadeevutikul (President)
Chanthaburi Frozen Food Co., Ltd.



FOR THE RUBICON GROUP:

Mr.Paibool Dussadeevutikul (President)
Chanthaburi Seafoods Co., Ltd.



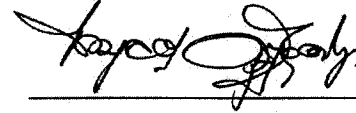
FOR THE RUBICON GROUP:

Mr.Poj Aramwattananont (President)
Intersia Foods Co., Ltd.



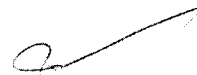
FOR THE RUBICON GROUP:

Mr.Paibool Dussadeevutikul (President)
Phatthana Seafood Co., Ltd.



FOR THE RUBICON GROUP:

Mr.Poj Aramwattananont (President)
S.C.C. Frozen Seafood Co., Ltd.



FOR THE RUBICON GROUP:

Mr.Poj Aramwattananont (President)
Sea Wealth Frozen Food Co., Ltd.



FOR THE RUBICON GROUP:

Mr.Thaveesak Laotrakool
(Chief Executive Officer)
Thai International Seafoods Co., Ltd.



FOR THE RUBICON GROUP:

Mr.Thaveesak Laotrakool
(Chief Executive Officer)
Thailand Fishery Cold Storage Public Co., Ltd.



FOR THE RUBICON GROUP:

Mr.Poj Aramwattananont (President)
Wales & Co Universe Ltd.



FOR THE RUBICON GROUP:

Mr.Poj Aramwattananont (President)
Y2K Frozen Foods Co., Ltd.