COMPANIES FORM No. 88(2) Return of allotments of shares

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

Please do not write in this margin

To the Registrar of Companies (address overleaf) (see note 1)

(REVISED 1988)

This form replaces forms PUC2, PUC3 and 88(2)

Please complete legibly, preferably in black type, or		Company number
bold block lettering	Name of company	3579622
* insert full name	* COOKE OPTICS LIMITED	

of company

- - 2. This section must be completed for all allotments
- † distinguish between ordinary preference, etc.

§ complete (a) or (b) as appropriate

Description of shares †	Ordinary		
A Number allotted	9,998		
B Nominal value of each	£1	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£9,998	£	£

Date(s) on which the shares were allotted (a) [on 8 July 19 98] §, or ____ 19 ____ to _ 19 The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

- 3. If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)
- **D** Extent to which each share is to be treated as paid up. fully Please use percentage E Consideration for which the cash shares were allotted ____

NOTES

- 1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
- 2. If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
- 3. Details of bonus issues should be included only in section 2.

Presentor's name address and reference (if any):

For official Use

Post room COMPANIES HOUSE 15/07/98

4. Names and addresses of the allottees

Please do not write in this margin

Please complete legibly, preferably in black type, or bold block lettering

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
ZGC Inc			
264 Morris Avenue			
Mountain Lakes		<u> </u>	
New Jersey 07046			
USA	6,998		
Hitme Realty LLC			-
641 Lexington Avenue			<u> </u>
New York, New York 10022	 	-	
USA	1,500		
Enrique Foster Gittes			
4 East 82nd Street			-
New York, New York 10028			<u>_</u>
USA	1,500		
			-
			<u>-</u>
74	-		 -
			<u> </u>
		-	
			.
Total	9,998		

Where the space given on this form is inadequate, continuation
sheets should be used and the number of sheets attached should be indicated in the box opposite:
as maisaisa in the box opposite.

Designation Secretory

	‡ Insert
	Director,
	Secretary,
·	Administrator
	Administrative
	Receiver or
	Receiver

Companies registered in England and Wales or Wales should deliver this form to:-

Companies registered in Scotland should deliver this form to:-

Date 8.7.1958

The Registrar of Companies Companies House Crown Way Cardiff CF4 3UZ

The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB (Scotland) as