

# Dr. Marlene Street Forrest Managing Director of the Jamaica Stock Exchange (JSE)

We are the legal representatives of World of Dolphin, Ltd, (WoD) the Holder of 79.99% of the shares in Dolphin Cove Jamaica (the Company).

We have been informed by Rhonda Goodison, Secretary of Dolphin Cove, that some of the board members of Dolphin Cove, Noel Levy, John Bailey and Richard Downer, pretend to reinstate Stafford Burrowes in the board of Dolphin Cove, who was given notice of termination, in full compliance of the Company by laws, since Monday December 2, 2024.

All board members of Dolphin Cove, received written notice of Stafford Burrowes' termination the same day and the reasons of his termination, when he was totally disrespectful to some of our staff at Dolphin Cove, especially some woman in the administration who were attacked and intimidated by Stafford, screaming he was the Chairman of the board and they had to follow only his instruction and do as he indicated them. Regardless of his position, such actions of discrimination are not accepted in any park or animal habitat owned or operated by The Dolphin Company and have no tolerance, as we are committed to offer a safe environment to all our associates and members of the The Dolphin Company.

We notified Stafford Burrowes and all board members of his termination and requested that Secretary Rhonda Goodison inform the Jamaica Stock Exchange (JSE) immediately as part of her duties. However, instead of complying and supporting our decision for the good of the Company, they did not shared this information to the Stock Exchange and, instead supporting our decision and take side with the Company, they are protecting Stafford Burrowes and attempting to reinstate him, despite they are fully aware of the reasons of his termination.

Moreover, mentor Richard Downer and Rhonda Goodison, has failed in their duty to report to the JSE all these actions, as they ignored our request to report this change in the board and instead, pretend to become judge and qualify the process of Stafford Burrowes termination, something can only be challenged by Stafford in a court of law in Jamaica, which he has not done after more than four months.

Richard Downer, Noel Levy, John Bailey, were aware of all the above since December 2, 2024 and instructed Rhonda not to report it to the JSE, depriving investors of information they were aware and all other investors were entitled to also know. Instead, they sought a legal opinion to Gina Black, an attorney from Myers, Fletcher, Gordon, a firm that is supposed to represent Dolphin Cove, and not Stafford Burrowes or any other board member who, like in this case, had a conflict of interest with Dolphin Cove. This was also, in our opinion, very unethical from Gina Black and the firm, even they only acknowledged lack of information to assess the validity of the removal of Stafford Burrowes yet, never stated that the termination was illegal.



Stafford Burrowes is no longer a member of the board of Jamaica due to acts of aggression and intimidation towards employees since December 2, 2024 and he should not be allowed to remain on the board as other people are intending. By this mean, we are formally requesting that the Jamaica Stock Exchange (JSE) investigate the actions of Richard Downer, Noel Levy, John Baileys, and Rhonda Goodison, who have fail to report critical information to the JSE, violating their duties as board members for a public Company.

We expect the JSE takes action and investigate why Richard Downer and Rhonda Goodison hid this information to JSE and, for protection of the public investors suspend the trading of the stock if you consider it necessary and until this investigation is properly conducted. All statements made here are supported by documented evidence produced and /or verified by Mr. Trevor Patterson, counselor for World of Dolphins.

We attach confirmation that the underwriters are and have been, the only members of the board of Directors of World of Dolphins, before December 2, 2024 and until today.

**DIRECTORS OF WORLD OF DOLPHINS** 

EDUARDO ALBOR VILLANUEVA

CONCEPCIÓN ESTEBAN MANCHADO



## **Notificación to Stafford Burrowes**

Eduardo Albor <eduardoalbor@thedolphinco.com>

lun, 2 de dic de 2024, 7:55 p.m.

Para: Stafford Burrowes <staffordburrowes@yahoo.com>

Cc: Noel Levy <noel.levy@mfg.com.jm>, Richard Downer

<richarddownerjamaica@gmail.com>, John Bailey <jrhhb@cwjamaica.com>, Valeria Albor <valbor@thedolphinco.com>, Federico Lozano <flozano@thedolphinco.com>, Sergio Jácome <sjacome@thedolphinco.com>, Rhonda Goodison

<rhondaadams58@yahoo.co.uk>, Trevor Patterson <tpatterson@pmhlaw.net>, Gonzalo
Pacheco <gpacheco@dolphindiscovery.com>, Emmanuel Islas
<eislas@thedolphinco.com>

MR. Stafford Burrowes,

On behalf of World of Dolphins, LTD, (WoD), holder of 79.90% of the equity issued by Dolphin Cove, Ltd, (The Company), and in accordance of Article 95 of the Articles of Incorporation of the Company, I hereby send you notice of termination as board member of Dolphin Cove, LTD, effective immediately.

This notice of termination does not represent a waiver for any legal action that either WoD or the Company or any investor in the Company may have against you, for disrupting the ongoing business and affecting the performance, as a result of the restrictions you have instructed on the bank accounts.

Copy of this communication is going to all other board members and the Secretary.

# **Eduardo Albor**

CEO

Dölphin.

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😯 🎯 🖸 The Dolphin Co

LEARN - LOVE - CARE - INSPIRE



De: Gonzalo Pacheco < gpacheco@dolphindiscovery.com>

Fecha: El lun, 2 de dic de 2024 a la(s) 18:34

**Asunto: Notification Dolphin Cove Ltd** 

Para: Eduardo Albor <eduardoalbor@thedolphinco.com>

## Good evening Mr Albor,

Just to let you know that i received a envelope that you sent to the Register Office from Dolphin Cove (Belmont Road, Ocho Rios, St Ann, Jamaica), i opened in my office in Dolphin Cove Ocho Rios in the presence as witnesses of Enrique Rivera Flores GM Dolphin Cove Ocho Rios & Travoe Anthony Brown GM Yaaman Adventure Park, please see attached the photos of the envelope and document that was inside.

## Respectfully



unnamed-32.jpg, unnamed-30.jpg, unnamed-31.jpg



# **Fwd: Info JSE - Dolphin Cove Limited**

Federico Lozano <florano@thedolphinco.com>

mar, 3 de dic de 2024, 6:00 p.m.

Para: Rhonda Goodison < rhondaadams 58@yahoo.co.uk >

Cc: Noel Levy <noel.levy@mfg.com.jm>, Sergio Jácome <sjacome@thedolphinco.com>, Valeria Albor <valbor@thedolphinco.com>, Eduardo Albor

<eduardoalbor@thedolphinco.com>, John Bailey <jrhhb@cwjamaica.com>, Richard
Downer <richarddownerjamaica@gmail.com>, Gina Phillipps Black
<gina.black@mfg.com.jm>, Trevor Patterson <tpatterson@pmhlaw.net>

Rhonda more than an hour ago I sent you this email requesting it to be sent before 5pm, if you have any situation that prevented you from sending it let us know, otherwise send it today before 6pm. I am copying this email to the 7 board members and our legal advisors so that they can witness that an order was given to you and you have not done it, I have called you more than 4 times and you have not answered. So if you do not send this notification to JSE we will do it directly and we will notify the JSE in the same way to know of your lack of interest to perform the tasks indicated that is your responsability I once again attached the communication

----- Forwarded message -----

De: Federico Lozano <flozano@thedolphinco.com>

Date: mar, 3 dic 2024 a las 17:34

Subject: Info JSE - Dolphin Cove Limited

To: Rhonda Goodison <rhondaadams58@yahoo.co.uk> Cc: Eduardo Albor <eduardoalbor@thedolphinco.com>

### **Good Afternoon Rhonda**

As per our phone conversation today, please send the information attached immediately to the Jamaica stock exchange today, please confirm to me that this notification was sent to the JSE before 5pm.

Info Dolphin Cove Limited.pdf



DECEMBER 3RD, 2024 Kingston, Jamaica.

# DOLPHIN COVE'S CHAIRMAN VACATES OFFICE

DOLPHIN COVE LIMITED hereby announces that in accordance with the Articles of Incorporation of the company, a member holding not less than 51% of the issued shares of the company, delivered notice under the Articles with respect to the termination of Mr. Stafford Burrowes as a board member of the company.

Mr. Burrowes on November 19, 2015, sold the majority interest he held in the company to an entity affiliated to THE DOLPHIN COMPANY (www.thedolphinco.com). He continued as Chairman of the board until December 2, 2024.

The board of the company will meet in the following days to appoint a new Chairman from the remaining directors.

DOLPHIN COVE LIMITED (www.dolphincoveja.com) is a Jamaica Company leader in the leisure and entertainment sector in the Caribbean and is listed on the Junior Market of the Jamaica Stock Exchange since December 2010 under the trade code DCOVE.

Contact: boardaffairs@dolphincoveja.com







### Re: Position of Stafford Burrowes on the board

Eduardo Albor <eduardoalbor@thedolphinco.com>

mar 25 de feb, 11:09 a.m.

Para: Richard Downer < richarddownerjamaica@gmail.com >

Cc: Noel Levy <noel.levy@mfg.com.jm>, John Bailey <jrhhb@cwjamaica.com>, Valeria Albor <valbor@thedolphinco.com>, Federico Lozano <flozano@thedolphinco.com>, Sergio Jácome <sjacome@thedolphinco.com>, Rhonda Goodison <rhondaadams58@yahoo.co.uk>, Gina Phillipps Black <gina.black@mfg.com.jm>, Trevor Patterson <tpatterson@pmhlaw.net>, Lorenzo Camara <lcamara@thedolphinco.com>, Gonzalo Pacheco <gpacheco@dolphindiscovery.com>

Richard, Stafford has been legally removed and I complete disagree with you note to the JSE at all. It will not be accurate your response to the JSE and I believe the worst we can do is to lie or manipulate an information.

You already are aware he was removed and we had the rights to do it. Now, if Stafford considers was not legally removed, he has the rights to challenge the process, which he has not done and, if ever don, we have all the documents and grounds to prove his removal was completely according to the by laws.

I strongly recommend do not send any information in this regard which is not inaccurate. You already know, as well as all board members, he is no. Longer member of the board and moreover, he has not challenged.

I am extremely upset to see how Rhonda and you have taken control of the communication with JSE. We asked Rhonda send notice to the JSE and ignored it and now intend to ignore our actions and I oppose send any communication JSE is not the true. Please, do not send it or we will send another one indicating the true and the real reasons for his termination as he was totally intimating and aggressive with a young lady part of our team, in front of other people.

I copy Trevor Patterson, legal counselor for World of Dolphins and will consider any action against any board member reports JSE with information knowing is not true. Market will react poritive if they invest in a Company cares for their people and acts with honor and integrity and honestity. I will not let any short benefit affect these values of our entity. If you disagree with our actions and our values, you should consider resign but we will not negotiate our values.

Stafford is out and will go with a press release if you send a different report to the JSE Richard. I am not prepared to negotiate our values in exchange for any economic benefit or personal benefit Richard.

There is no point of consideration from my part.

And I briung this to the knowledge of all our board members and Rhonda and Trevor (as legal counselor for World of Dolphins) and Gina Black (still acting as legal counselor for DCJ).

Let me know if you still pretend to act by yourself.

Please, unless there is any reason why not to do or otherwise agree with Mr. Downer position to mislead the JSE with his recommended report to JSE regarding the removal of Stafford from the board, I I kindly request all people addressed in this email as an acknowledge of receipt of Mr. Downer request and my response below, and ay of you are open to express his opinion if disagree with my position about report JSE always with the true and do not mislead them

Best regards.



Eduardo Albor
CHIEF EXECUTIVE OFFICER
CEO



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The Dolphinco.com

👸 🞯 😂 TheDalphinCo



El El mar, 25 de feb de 2025 a la(s) 11:40 a.m., Richard Downer <richarddownerjamaica@gmail.com> escribió:

Dear Eduardo

As a courtesy, I am attaching legal advice received as Mentor regarding your communication about the status of Stafford Burrowes as a director. Consequent on this advice, the response I will send, to the letter from the stock exchange to me as Mentor through the Secretary which was copied to you by previous email but attached again for convenience, is likely to be as follows: "Dear Mr. Tulloch

Thank you for your letter of 20 February 2025 advising that, stemming from market surveillance activities, it was observed that Mr. Stafford Burrows is no longer a

Director of Dolphin Cove Limited.

This is to inform you that I have received legal advice in my capacity as the Mentor that the position of the director was not vacated so Stafford Burrowes remains a director of Dolphin Cove Limited at this time. As a result, I believe that no communication with the Jamaica Stock Exchange on the matter would have been appropriate.

Sincerely etc."

Eduardo, I recommend that before reputational damage is done to all parties including Dolphin Cove Limited that we revert to the previous status-quo so that the company may operate smoothly without distraction. The independent directors and Stafford himself wish a return to cordial relations and understand that you have been facing enormous pressure. Now is the time for us all to pull together and move forward.

Kind regards
Richard
[Se ocultó el texto citado]



# Eduardo Albor <eduardoalbor@thedolphinco.com>

## Re: Position of Stafford Burrowes on the board

Eduardo Albor <eduardoalbor@thedolphinco.com>

mar 8 de abr, 1:46 p.m.

Para: Richard Downer < richarddownerjamaica@gmail.com >

Cc: Gina Phillipps Black < gina.black@mfg.com.jm>, Rhonda Goodison

<ragoodison@gmail.com>

Richard, it was all provided to Gina, directly by the board member of World of Dolphins, Concepcion Esteban and Gina did not take this into account as were what she needed to see and, as well as you, decided to ignore and reported the stock exchange Stafford will come back.

This is a big mistake as you are misleading the JSE and not sharing all the information about his removal, which we requested to do and ignore it, deciding to hide infomation to the JSE and to all public investors.

Gina has been unethical as she is not lawyer of the board members but counselor for the Company and she has acted in reponse to a third party issuing an unrequested opinion from his client Dolphin Cove. And you have been acting against the interest of the public investors and just trying to keep Stafford in the board while he is the only one entitled to challenge hi removal in court. You, instead of working in benefit of the Company, chose to act for the interests of Stafford. All these will be exposed very soon as we only want the truth be known and reported as you and Rhonda have failed.

Let decide the JSE who is right and who is wrong. Soon



Eduardo Albor
CHIEF EXECUTIVE OFFICER
CEO



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El El mar, 25 de feb de 2025 a la(s) 3:26 p.m., Richard Downer

# <richarddownerjamaica@gmail.com> escribió:

I have been advised that It is indeed necessary for there to be proof of the contention that the position of Stafford Burrowes has been vacated for such an announcement to be made. As I understand it you have the means to prove this but you are unwilling to provide it.

If this is not provided to Gina by the 27th my response to the stock exchange will have to be along the lines that I have been advised that there is insufficient evidence at this time to indicate that his position has been vacated. I have no choice.

## Kind regards Richard

On Tue, Feb 25, 2025 at 12:05PM Eduardo Albor <eduardoalbor@thedolphinco.com > wrote:

Let me confirm this Richard as I was not aware we need to prove our actions. My understanding is that, if somebody wants to challenge, may go to court and we prove our actions.

Also, it is my understanding that MFG and Gina, represent Dolphin Cove Jamaica and not Stafford. I do not see why DCJ is asking for this document as only Stafford could challenge his removal in court.

I need to understand what is the interest of MFG and Gina to request something was between WoD and Stafford Burrowes and will confirm with Trevor what entitles Gina to ask for this.

In the meantime, I guess that any answer to JSE is your knowledge of his removal and, should JSE requieres more detail, we are happy to do it with as much detail required, although I am not sure it is what Stafford would like.



Eduardo Albor
CHIEF EXECUTIVE OFFICER



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meduardoalbor@thedolphinco.com

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El El mar, 25 de feb de 2025 a la(s) 3:52 p.m., Richard Downer <richarddownerjamaica@gmail.com> escribió:

Dear Eduardo,

As you will be aware, the legal opinion I received is based on the lack of documentation that has been requested from your attorney. If he does not have the documents in your possession that fulfill the needs described in Gina's opinion it would perhaps solve the problem if he were to get them and pass them on to Gina. I can only go by the advice given.

I have no desire to "control communication with JSE" it is JSE which has seen fit to communicate with me as the Mentor and I have to respond in that capacity and I must reply by the day after tomorrow (the 27th) so I urge you to cooperate in the way described above.

I have not copied the board members as this issue is between World of Dolphins and Stafford Burrowes and does not involve the DCL board. However the JSE's interest is in adherence to the rules and so far my attorney has been frustrated by not receiving the information that you say is in your possession. You clearly know that the documents are vital to support your contention yet your attorney refuses to make them available.

Kind regards Richard

On Tue, Feb 25, 2025 at 8:09 AM Eduardo Albor <a href="mailto:eduardoalbor@thedolphinco.com">eduardoalbor@thedolphinco.com</a> wrote:

Richard, Stafford has been legally removed and I complete disagree with you note to the JSE at all. It will not be accurate your response to the JSE and I believe the worst we can do is to lie or manipulate an information.

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Best regards.



# Eduardo Albor CHIEF EXECUTIVE OFFICER CEO



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El El mar, 25 de feb de 2025 a la(s) 11:40 a.m., Richard Downer <richarddownerjamaica@gmail.com> escribió:

Dear Eduardo

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"Dear Mr. Tulloch

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Sincerely etc."

Eduardo, I recommend that before reputational damage is done to all parties including Dolphin Cove Limited that we revert to the previous status-quo so that the company may operate smoothly without distraction. The independent directors and Stafford himself wish a return to cordial relations and understand that you have been facing enormous pressure. Now is the time for us all to pull together and move forward.

Kind regards Richard Phone (incl WhatsApp and Signal) +1 213 651 8192)

[Se ocultó el texto citado]

### WORLD OF DOLPHINS, INC. RESOLUTION OF BOARD NOV 10th, 2024

Being present the board of members of **WORLD OF DOLPHINS**, **INC.** Eduardo Albor Villanueva as the President and Concepcion Esteban as the Secretary, by virtue of the fact that it has been informed, verified and corroborated that Mr. Stafford Burrowes has been improperly acting at the installations in Dolphin Cove and as Chairman of the board of the company, the following resolutions were reached:

IT WAS RESOLVED, take all necessary steps to remove Mr. Stafford Burrowes as a member of the board of Dolphin Cove LTD.

IT WAS RESOLVED We will report the situation to the appropriate authorities in Jamaica

IT WAS RESOLVED, If necessary, support will be provided for any action that the people Stafford Burrowes has humiliated decide to take against the behavior unacceptable to them.

IT WAS RESOLVED Stafford Burrowes is not allowed access to any of the Dolphin Cove facilities in Jamaica and if he does or attempts to do so, criminal charges will be filed against him.

AND IT WAS RESOLVED, All board members and Stafford Burrowes himself are notified of the resolutions adopted

Being no more points to discuss, the meeting was adjourned.

Eduardo Albor Villanueva

President

Concepción Esteban Secretary

### WORLD OF DOLPHINS INC.

### Board Resolution in Writing

We, the Undersigned, being all the Directors for the time being of World of Dolphins Inc., ("the Company") hereby confirm that Eduardo Albor was duly authorised by us to sign on our behalf a notice under Article 95(h) of the Articles of Incorporation of Dolphin Cove Limited to request that Mr. Stafford Burrowes resign from the Board of Directors of the Company.

We hereby further ratify, confirm and approve the said notice signed on our behalf by Eduardo Albor and dated the  $10^{TH}$  day of November 2024

Dated this 25th day of February 2025

Signed:

Eduardo Albor

Signed:

Concepcion Esteban



### COMPANIES ACT OF BARBADOS (Sections 66 & 74)

# NOTICE OF DIRECTORS OR NOTICE OF CHANGE OF DIRECTORS

1. Name of Company

### WORLD OF DOLPHINS INC.

2. Company Number

39388

3. Notice is given that on the day of the following person (s) was/were appointed director

Name	Residential Address	Occupation

4. Notice is given that on the  $11^{\text{th}}$  day of March, 2023 the following persons ceased to hold office as directors

Name	Residential Address
Travis W. Burke	SM 50 MZA 83 Calle Nachi Cocom, Fracc Buenavista Num 36, Cancun, Mexico

5. The directors of the company as of the 11th day of March, 2023 are:

Name	Residential Address	Occupation
Eduardo Albor Villanueva	SM 13 MZA ILTSAV Acanceh Y Banco Chinchorro, Cancun, Mexico	Lawyer
Concepcion Esteban Manchado	Av Nader Mzana 7 Lote 37 INT 1B Smanzana, 2A Cancun QUI, 77500 Mexico	Director

_	_		
6.	Date:	Signature:	Title

June 12, 2023
Amicorp Corporate Services (Barbados) Ltd.

Amicorp Corporate Services (Barbados) Ltd. Per: Careen A. Byfield Leyshon

Title: Director

Title: Director

Secretary

Form 9

For Ministry use only

Company Number:

Filed:

4

### WORLD OF DOLPHINS INC.

#### CERTIFICATE OF INCUMBENCY

THE UNDERSIGNED, Secretary of WORLD OF DOLPHINS INC. (the "Company"), a company incorporated under the Laws of Barbados, DO HEREBY CERTIFY that:

- 1. The Company was registered with the Corporate Affairs and Intellectual Property Office on the 5<sup>th</sup> day of May, 2015 as WORLD OF DOLPHIN INC. with company number 39388.
- 2. The Registered Office of the Company is situated at Amicorp (Barbados) Ltd., "Carleton Court", High Street, Bridgetown, Barbados BB1128.
- 3. The person named hereunder has been elected as the Directors of the Company:

Name	Address
Eduardo Albor Villanueva	SM 13 MZA ILT8AV Acanceh Y Banco Chinchorro, Cancun, Mexico
Concepcion Esteban Manchado	Av Nader Mzana 7 Lote 37 INT IB Smanzana, 2A Cancun QUI, 77500 Mexico

- 4. According to the records available at the registered office of the Company, the Company is duly registered and validly existing under the laws of Barbados.
- 5. The Company is authorised to issue an unlimited number of shares designated as common shares without nominal or par value.
- 6. The above information is true and correct according to the records maintained at the registered office of the Company.

IN WITNESS WHEREOF, we have hereunto subscribed our name and affixed the seal of this Company this 24th day of July, 2024

Amicorp Corporate Services (Barbados) Ltd.

Per: Careen A Byfield Leyshon / Arlene A. Daniel

Title: Director / Director



# Fwd: WORLD OF DOLPHINS

1 mensaje

Concepcion Esteban <cesteban@thedolphinco.com>
Para: Eduardo Albor <eduardoalbor@thedolphinco.com>

7 de abril de 2025, 20:30

# Confirmation of our current status as directors of WoD



# Concepción Esteban



CHIEF LEGAL OFFICER DIRECCION JURIDICA

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- ze cesteban@thedolphinco.com

TheDolphinco.com

O O TheDolphinCo



De: Arlene Daniel <A.Daniel@amicorp.com>
Fecha: El lun, 7 de abr de 2025 a la(s) 12:37 p.m.

Asunto: RE: WORLD OF DOLPHINS

Para: Concepcion Esteban <cesteban@thedolphinco.com>

Dear Concepcion

Thank you for your email below.

With regard to the Directors of World of Dolphins, the current directors are listed as follows:-

Eduardo Albor Villanueva

Concepcion Esteban Manchado

Kindly let me know if this is not correct.

Thanks and Regards,
Arlene Daniel – Senior Account Manager for Trust.





Amicorp Barbados Ltd.

Carleton Court, High Street, Bridgetown, St. Michael I Barbados BB11128

Tel: | Mobile: 1 246 232 8215

A.Daniel@amicorp.com | Skype: live:.cid.6b3f6a5318136250

www.amicorp.com

For Escalations, Please Contact:

Careen A. Byfield Leyshon

**Chief Executive Officer** 

Tel.: +1 (246) 228 5363 I Fax.: +1 (246) 228 5981 c.leyshon@amicorp.com I Skype: careen.leyshon

www.amicorp.com



Please consider the environment before printing this message.

From: Concepcion Esteban <cesteban@thedolphinco.com>

Sent: Friday, April 4, 2025 4:11 PM

To: Arlene Daniel < A.Daniel @amicorp.com>

Subject: Re: WORLD OF DOLPHINS

**CAUTION:** This mail originated from outside of Amicorp. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Arlene could you please review and confirm me if all that mentioned in the attached document is updated?

Please let me know asap.