

DUBIN & SWIECA ASSET MANAGEMENT, LLC  
9 West 57<sup>th</sup> Street, 27<sup>th</sup> Floor  
New York, NY 10019

May 1, 2009

Zwirn Holdings, LLC  
DBZ GP, LLC  
D.B. Zwirn & Co, L.P.  
D.B. Zwirn Partners, LLC  
D.B. Zwirn Asia Partners LLC

Ladies and Gentlemen:

Dubin & Swieca Asset Management, LLC, a Delaware limited liability company ("**DSAM**"), on behalf of itself, its successors and assigns, hereby relinquishes any and all rights, entitlements and obligations of any kind whatsoever that it may have with respect to its interests (the "**Interests**") in DBZ GP, LLC, a Delaware limited liability company, D.B. Zwirn & Co, L.P., a Delaware limited liability partnership, D.B. Zwirn Partners, LLC, a Delaware limited liability company, and D.B. Zwirn Asia Partners, LLC, a Delaware limited liability company (collectively, "**DBZ**"), including all payments relating thereto, in particular any payments to which DSAM is entitled under that certain agreement dated September 25, 2007 among DSAM, DBZ and Zwirn Holdings, LLC, a Delaware limited liability company (Zwirn Holdings, LLC together with DBZ, the "**DBZ Parties**") (the "**DSAM Agreement**"), or in the Guarantee dated September 25, 2007 among DSAM and the DBZ Parties (the "**Guarantee**").

DSAM, on behalf of itself, its successors and assigns, hereby covenants not to take any action to enforce any payment obligations of any DBZ Party with respect to the Interests or set forth in the DSAM Agreement or the Guarantee, or to enforce the covenants set forth in Sections 4 and 6 of the DSAM Agreement.

DUBIN & SWIECA ASSET  
MANAGEMENT, LLC

By: \_\_\_\_\_

Name: GLENN DUBIN

Title: Authorized Signatory