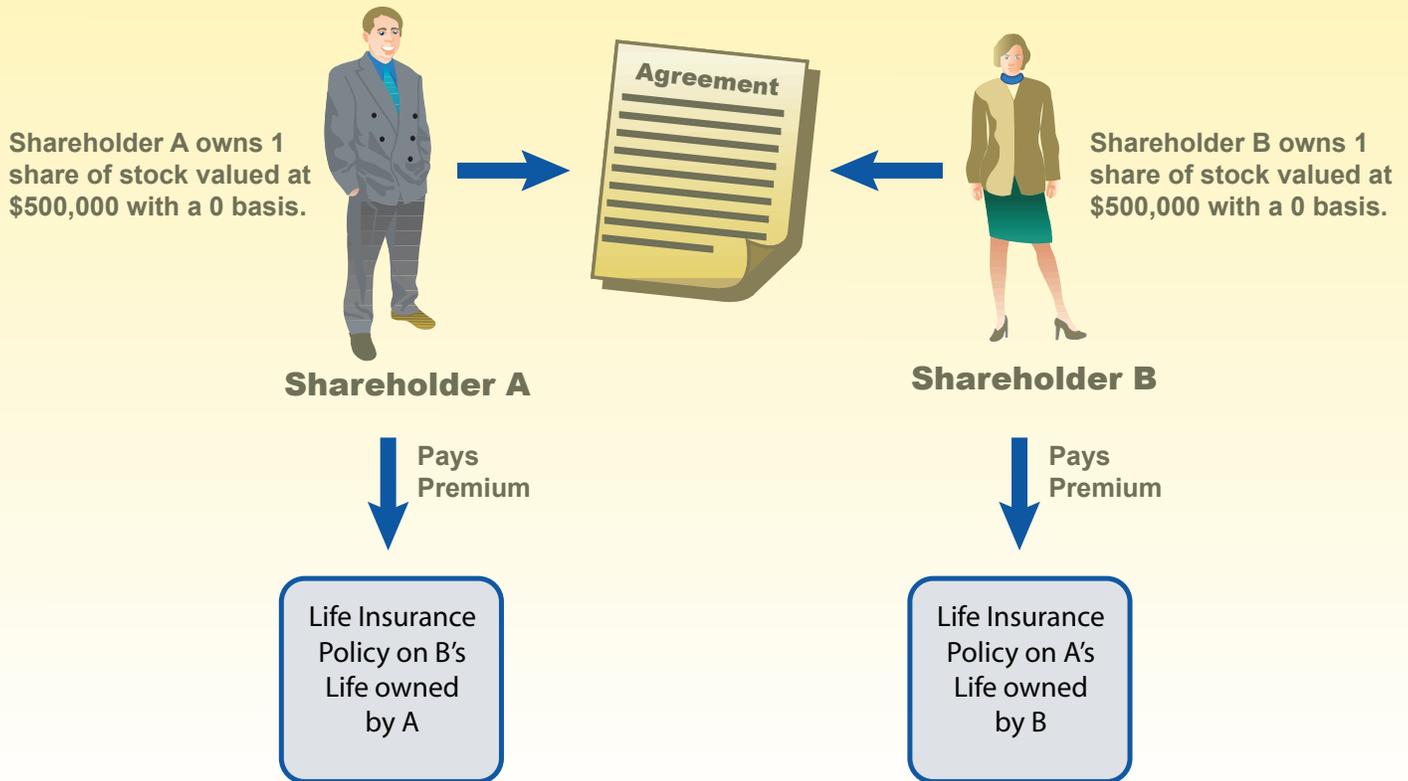


Cross Purchase Agreement: Basis Implications

While both Shareholder A and Shareholder B are alive:



When Shareholder A dies:

