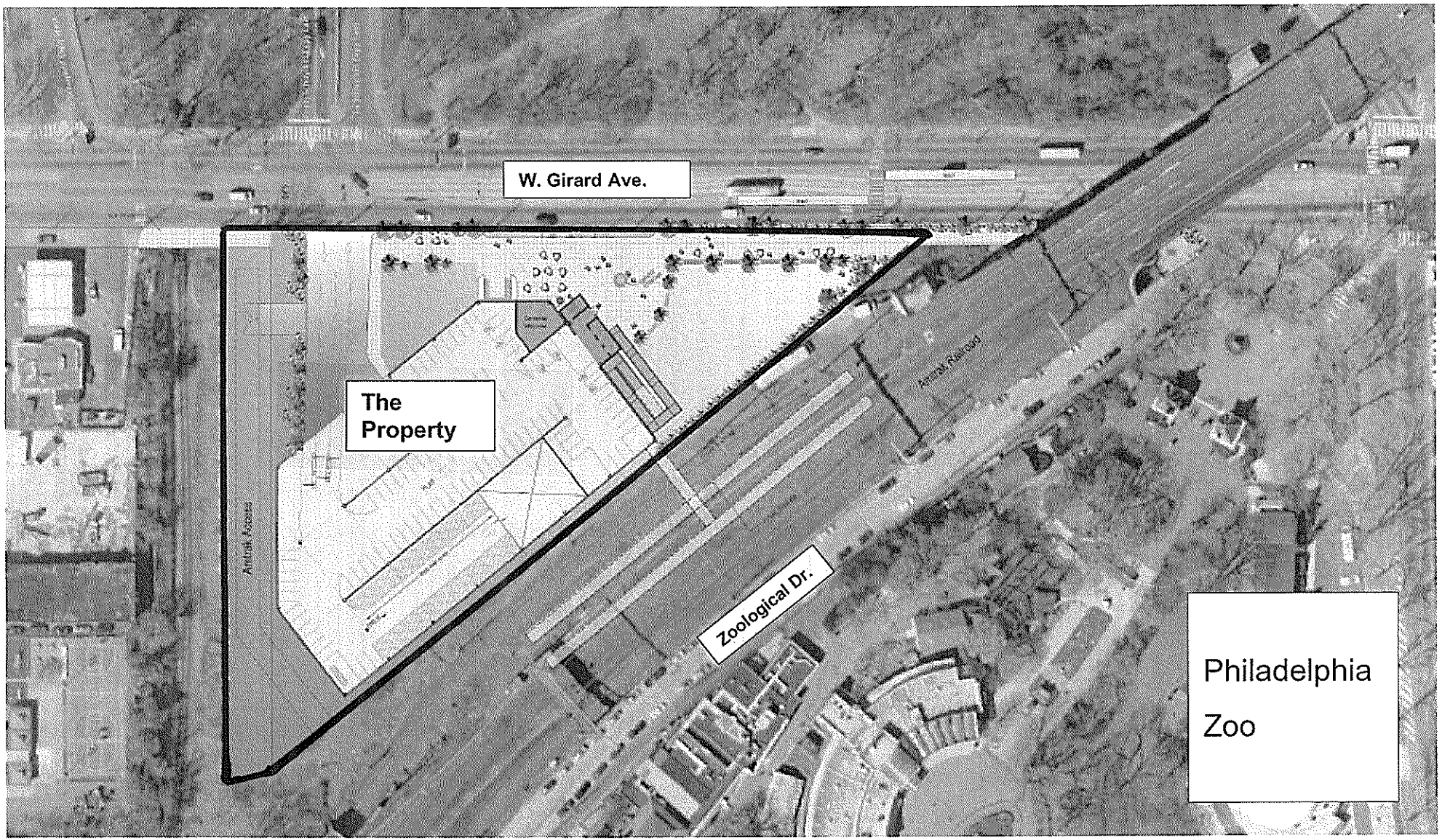Exhibit "A"