

FINANCIAL
TRUST
CO., INC.

6100 RED HOOK QUARTER, B3
ST. THOMAS, VI 00802-1348

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December 28, 2004

Mr. Ron Resnick
Highbridge Capital Management, LLC
9 West 57th Street
27th Floor
New York, NY 10019

OK to pay immediately
Ron

Fees for merger and acquisition advice:

Amount due: \$ 15,000,000

Please wire the funds as follows:

Bank Name: Citibank, N.A.
New York, NY
ABA Routing No: [REDACTED]
For the Benefit of: Bear Stearns & Company
Beneficiary Account: 0925-3186
For Credit to: Financial Trust Company, Inc.
Account No: [REDACTED]