

IN WITNESS WHEREOF, the undersigned parties here executed this Agreement
as of the date first set forth above.

The Company:
Prytanée, LLC

By:


Etienne Binant, Manager

The Members:

Southern Trust Company, Inc.

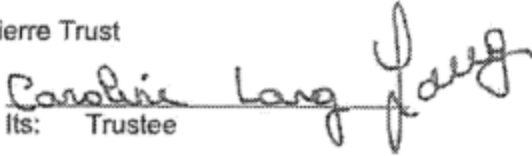
By:


Its: President

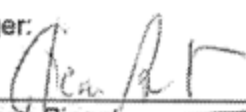
-and-

The Pierre Trust

By:


Its: Trustee

The Manager:


Etienne Binant

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