

SMITH and FISHER

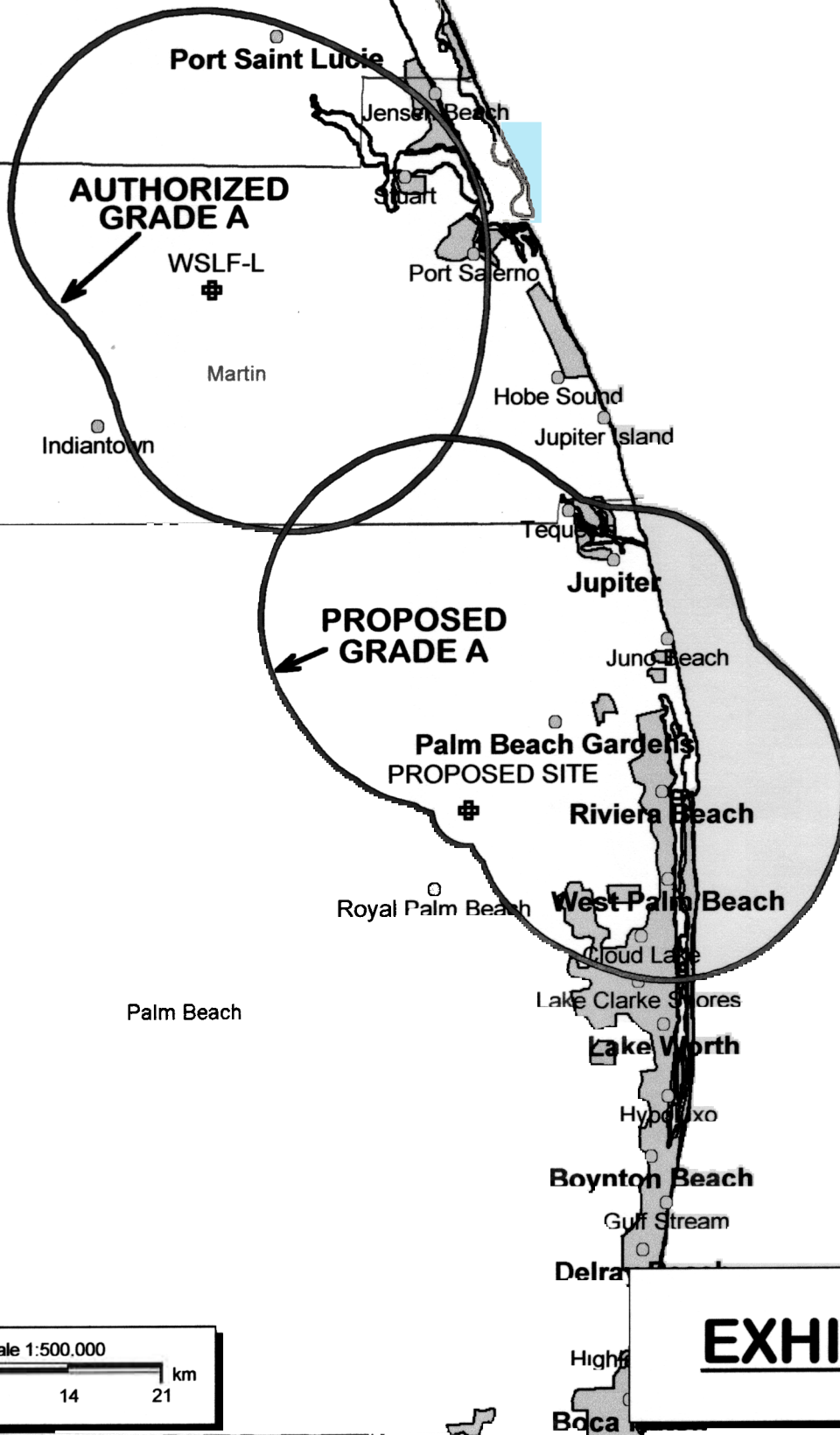


EXHIBIT C