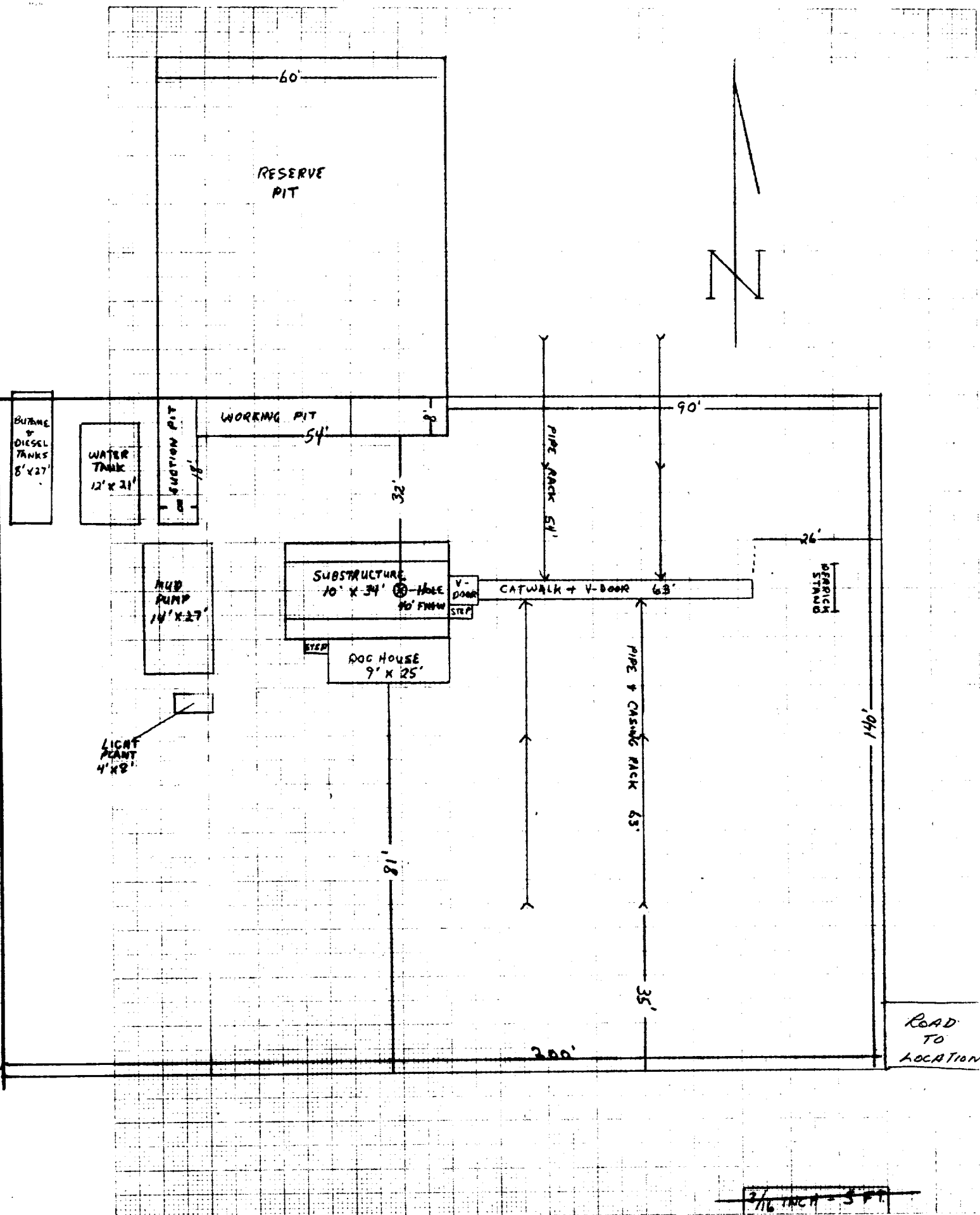




(EXHIBIT "D")