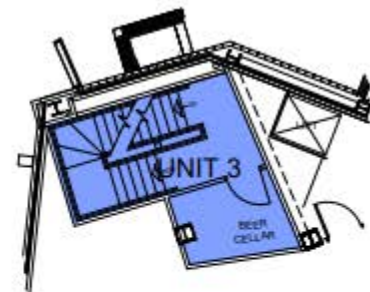


Proposed
Mezzanine Plan



**PROPOSED
MEZZANINE
PLAN**