FUTURE Group

SWISS INVESTMENT TRUST LOAN PROGRAM OUTLINE

This Program can be used for a variety of projects including Agribusiness (food production and distribution); Infrastructure (telecommunications, utilities, energy production/distribution, port facilities, cement plants, etc.); Manufacturing and Export; Project Finance (new construction), Acquisition and/or Refinancing; and other legitimate business purposes for most areas of the world. The requirements of this Program are quite strict and its parameters quite narrow but it has the lowest rates that we can offer in today's financing markets.

This Trust has two loan programs: a Small Loan Program for loans of between US$ 5.0 to US$ 14.9 Million; and a Syndicated Loan Program for loans of US$ 15.0 Million or more. They have a portfolio of insurance companies, corporations, institutions, banks and private individuals who invest regularly with them. For smaller transactions they may only use one or two participants but for larger loans, there may be many more. They act as the Syndicator and Manager of the account as long as the loan is in force. They do not have to put together the syndication package and then solicit their participants. They always generally know in advance who the participants will be.

This Trust has been in business for some 36+ years and enjoys an excellent reputation. Given the strictness of the Swiss Banking Laws, there is no way they could have stayed in business for 36 days, let alone 36 years, without being above reproach. We hereby stipulate that their International D & B rating is **1A1** (within the top 4% worldwide) and one of their references will be from **Citibank-Zurich**.

Their minimum loan is **US$ 5 MILLION**. Their theoretical maximum is **US$ 300 MILLION** although loans can be staged/phased for greater amounts.

Project/construction loans can be up to 65% of **"cost."** Acquisition loans and refinance loans are limited to 65% of **"cost."** But the Trust's definition of **"cost"** includes the **"as presently is"** value of the property (including all developmental investments in the project) which will count towards the borrower's equity such that, under certain circumstances, **up to 100% of a project's financial requirements can be furnished under this Program.** Example, a client wanted to buy some property from the RTC at a deep discount. The property was appraised at US$ 43 Million but he was buying it for only US$ 20 Million. 65% of US$ 43 Million is US$ 27.95 Million. The Trust, however, will not allow a borrower to walk away from the closing table and put any excess funds in his pocket but they will allow the full purchase price of the property plus all costs and fees, i.e., in this situation, **100% financing was achieved**.

A Syndicated loan term can be up to 10 years with up to a 24 month grace period for construction. The loan must be fully amortized (straight line) over the term. Small Loan terms are limited to 8 years.

The interest rate will depend on the currency selected. Swiss Francs are usually fixed for 5 year periods @ about 4.5%. The new Euro rates float at the EURIBOR rate + about 0.5% - 1.5%, which would compute to about 4.0 - 4.5% in today's market, and are refixed every 6 months. U.S. Dollar loans also float at LIBOR + about 0.5% -

1.5% and are refixed every 6 months. **Today's rate, therefore, would compute to something around 3.0%**.

A unique "safety net/hedge factor" feature in included in the Program such that, if, say, the initial funds are taken out in U.S. Dollars, and 2 or 3 years later LIBOR rises to the point that it makes more sense to be in Swiss Francs, they will recommend a switch over to Swiss Francs, **at no cost** to the borrower, and then, if LIBOR subsequently drops and/or the exchange rate improves, they may recommend a switch back, again at no cost. The borrower is under no obligation to switch if they recommend it but may do so at his/her option. One may switch every 6 months if desired. **An insurance policy to guarantee against adverse money exchange rate fluctuations is also available at nominal cost, at the borrower's option**.

Remember, the Trust's goal is to provide the borrower with the most **INEXPENSIVE** loan possible under their Program because, the easier it is for the borrower to service, the safer it is for the lenders. Part of the fee that will be paid to them at closing covers this continual monitoring and maintenance service.

In connection with the draw-down schedule for construction projects, it works just like any other construction loan with monthly requests, waivers of lien and sworn statements, etc. A "Paymaster Bank" will have been set up locally (to the project) through which all funds will be drawn and to which all loan payments will be made, i.e., the borrower will not be working overseas but "in the neighbor-hood." In fact, the mortgagee will also be that Paymaster Bank, not our Lender.

Loan interest will be calculated **ONLY** on those funds actually drawn down but a 0.5% reservation/stand-by fee will also be charged on the funds still held in reserve, all of which, by the way, are built into and covered by the loan proceeds.

As stated above, we can request up to a 24 month construction period and the funds will be disbursed during that period in accordance with a draw-down schedule that will have been mutually decided upon during the Verification Process. **No out-of-pocket loan payments by the borrower will be required during the construction period**. All of the interest during that time will be covered by and paid out of the loan proceeds. And, because the loan payments are to be made semi-annually in arrears, it means that the borrower's first out-of-pocket loan payment will not be due until the beginning of the 31st month of the term, i.e., **the borrower will have had a "free ride" for 2-1/2 years**.

Next - Straight line amortization means that the principal payments will be equally divided over the 8 remaining years (for a 10 year term), i.e., into 16 equal, semi-annual payments. This means that, once the borrower starts paying in the 31st month, he will include 1/16 of the principal with each payment plus interest calculated on the then-outstanding balance of the loan. This also means that the first payment will be the highest (because of the most outstanding principal) but they will DECREASE from that point onward.

Further - Based on the complexity of the transaction and its contemplated risk, the total fees (collectively for the Trust and Future Group) involved in the Small Loan Progam could be up to 4.5 points (4.5%) while the total fees for the larger, Syndicated Program could be up to 6.0 points (6.0%) but, even so, the maximum "**Effective Interest Rate**" (defined as the actual annual interest payments divided by the **NET** funds received after all costs and fees have first been deducted) **WILL STILL BE LESS THAN 3.2% FOR A U.S. DOLLAR LOAN IN TODAY'S MARKET.**"

Further - personal guarantees are **ALWAYS** required if the borrower is an individual, or, in the case of a corporate borrower, its major shareholder(s). (If there are no major shareholders, other arrangements can be made.) This does not mean that the borrower's collective net worth must be equal to or greater than the amount of the loan. What our Lenders are after is the borrower's personal COMMITMENT to the project such that, should the project get in trouble half way through, they don't want the borrower to just walk away leaving them holding the proverbial "bag." In fact, a US$ 31.5 MM previous loan was arranged for another client whose net worth was only slightly over $1.0 MM.

Lastly - There are some other aspects of the program of which you should be aware, most of which are included in Exhibit B which is included in this Professional Services Consulting Agreement. Between the above and the following, you should now have a very complete picture of this exceptional Program, its benefits, procedures and requirements.

Note - Because of ever changing market conditions, terms and conditions of this Program are subject to change without notice.