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EXHIBITS

- A. FINANCIAL STATEMENTS
- B. FRANCHISE AGREEMENT
- C. MASTER FRANCHISE SALES AGREEMENT
- D. MULTI FRANCHISE AGREEMENT
- E. HIGH END DETAIL ADDENDUM
- F. CONFIDENTIALITY AGREEMENT
- G. GENERAL RELEASE
- H. SOFTWARE LICENSE AGREEMENT
- I. TABLE OF CONTENTS OF FRANCHISEE BOOK
- J. LIST OF LOCATIONS AND LIST OF FRANCHISEES WHO HAVE LEFT THE SYSTEM IN
THE YEAR ENDING DECEMBER, 2005
- K. LIST OF STATE ADMINISTRATORS AND AGENTS FOR SERVICE OF PROCESS
- L. STATE SPECIFIC ADDENDA
- M. LIST OF REQUIRED PURCHASES AND SUPPLIERS
- N. RECEIPT FOR UFOC