LETTER OF AGREEMENT

I, COLLEEN B. SMITH, Licensed Residential Appraiser #0338, hereby AGREE:

1. to fully comply with the Uniform Standards of Professional Appraisal Practice (USPAP) in performing and reporting all future appraisal assignments; and

2. to refrain from performing any eminent domain appraisals without first affiliating with a qualified appraiser;

3. to complete a Board-approved course with respect to eminent domain appraising before performing any eminent domain appraisals.

Signed this 9th day of August, 1999 by

COLLEEN B. SMITH

Signed this 24th day of July, 1999 by

SHARRON KNOTTS, EXECUTIVE DIRECTOR