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LETTER OF AGREEMENT BETWEEN E. VIRGINIA ROCKWELL AND THE WEST VIRGINIA REAL ESTATE APPRAISAL LICENSING AND CERTIFICATION BOARD.

JUN 12 2001

I, E. Virginia Rockwell, Certified General Appraiser No. 056 hereby agree in lieu of a continuation of the hearing on certain allegations which have been lodged against me to the following course of remediation with the goal of retaining the license which I currently possess:

1. I will acquiesce in the reduction of my activities to that of a "State Certified Residential Real Estate Appraiser" in any event for a minimum period of three (3) months from the date of the acknowledgment of this agreement by the Board and I acknowledge that the time may be longer than three (3) months in order for me to complete the requirements and conditions of paragraph two (2) of this agreement; provided that I may perform commercial appraisals up to and including One Hundred Thousand Dollars (\$100,000.00).

2. I am to successfully complete the required examination for Appraisal Institute Course 310, Basic Income Capitalization, or its approved equivalent, and the Appraisal Institute Course 410-A, The Uniform Standards of Professional Appraisal Practice, or its approved equivalent. Upon completion of the requirements in this paragraph It is my understanding the Board will reinstate me to the classification of "Certified General Appraiser," subject to the subsequent conditions in this agreement. Once the "general" category is reestablished the amount of commercial authority will be unlimited.

3. Notwithstanding that the classification I will be working under during at least part of this agreement is "State Certified Residential Real Estate Appraiser" I understand that I am to refrain from performing or participating in any way, directly or indirectly, in the process of preparing any eminent domain appraisals or testifying in a court of law in any legal proceeding as an expert witness in eminent domain proceedings because of whatever status I may have as a licensed "Appraiser" or Certified Residential Appraiser, or for that matter be a witness recognized by a Court of record for any lay expertise in real estate appraisal in the context of any eminent domain appraisals or in any eminent domain proceeding until my ability to act in eminent domain appraisal work has been acknowledged in writing by the standards committee of the West Virginia Real Estate Appraisal Licensing and Certification Board, and the Board of the West Virginia Real Estate Appraisal Licensing and Certification Board.

4. Before application to the Standards Committee and Board as contemplated in the preceding paragraph, it is agreed that I will attend and successfully complete the Appraisal Institute's Courses, 710 & 720, or their approved equivalents.

5. It is understood that the approval to be requested under paragraph three (3) hereof from the Standards Committee and the Board is not to be unreasonably withheld but that it may be conditioned upon an interview with the Standards Committee, which shall be held within sixty (60) days of written notification to the Committee that the courses previously identified herein have been successfully completed. The Standards Committee shall make its recommendation to the Board, and the Board shall make its decision by telephonic or regular meeting within forty-five (45) days of the aforesaid meeting with the Standards Committee. I understand that the Board will subsequently require that a limited number of appraisals including at least two eminent domain appraisals be submitted for additional review by the committee.

6. I agree to fully comply with current and applicable Uniform Standards of Professional Appraisal Practice (USPAP) in performing and reporting all future appraisal assignments in the State of West Virginia.

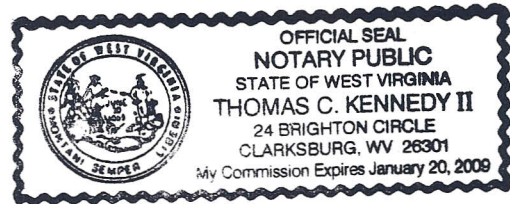
7. If I am not able to comply with this agreement by the 30th day of June, 2002, then it is understood that my license will be revoked or downgraded by the West Virginia Real Estate Appraiser Licensing & Certification Board.

Signed this 24 day of May, 2001 by


E. VIRGINIA ROCKWELL

Taken, subscribed, and sworn to before me this 23rd day of May, 2001.

Given under my hand and seal.



My commission expires January 20, 2009.


NOTARY PUBLIC

Signed this 20 day of June, 2001 by


SHARRON KNOTTS, EXECUTIVE DIRECTOR


BARBARA ARGABRITE, VICE CHAIRMAN OF THE BOARD