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THE WHITE HOUSE
WASHINGTON

July 7, 1999

Ms. Eva S. Teleki
Marvelous Investments Limited
869 Turnpike Street
North Andover, Massachusetts 01845

Dear Ms. Teleki:

Thank you for your kind letter asking the First Lady to serve on the board of directors of Alabama Toll Facilities, Inc. and Parkhead Financial, Inc. Although Mrs. Clinton is grateful for the important work that organizations like yours are doing, I regret that the requirements of her official schedule preclude her participation on any boards, advisory or honorary.

The First Lady appreciates the consideration that your gracious offer represents and has asked that I convey her thanks. Please do not hesitate to contact our office if we can be of further assistance to you.

Sincerely yours,



Melanne Verveer
Chief of Staff
to the First Lady

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Marvelous Investments Limited

869 Turnpike Street
North Andover, MA USA 01845
Telecopier: 301 972 1413
Telephone: 301 972 2364

May 10, 1999

General Charles E. Williams
20931 Lock Court
Potomac Falls, VA 20164
Via Facsimile: (703) 430 2896

Re: Our discussion on May 6, 1999

Dear Chuck:

Pursuant to our discussion on the above referenced date, I confirm our offer, as follows:

Your title of: **Senior Executive Vice President**

- 1., Base salary of US\$1,500,000.00 per annum;
- 2., Performance Bonus of US\$3,500,000.00 per annum, payable every three (3) or four (4) months;
- 3., American car with chauffeur, both in the Washington Metropolitan area and Alabama;
- 4., Health benefits, full coverage;
- 5., Insurance;
- 6., Condo or house in Alabama;
- 7., Air travel first class, till private plane is made available for your use;
- 8., Expense Account;
- 9., Four weeks paid vacation, per annum;
- 10., Mobile telephone and home fax;
- 11., Corporate Country Club and other Club membership for family;
- 12., Personal accounting/legal cost.
- 13., Contract term: ten (10) years, plus five (5) + five (5). The five (5) + five (5) may only be as Director.

In addition, I would like to invite you to be on MIL's Finance Committee. I hope you will accept.

Marvelous Investments Limited



By: Eva S. Teleki
Chairperson Finance Committee, Director
Acting President/CEO

cc: Ambassador Lee E. Wanta
Father John O'Brien, Director
MIL (USA)

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MEMORANDUM

TO: AVA TELEKI
FROM: CHARLES E. WILLIAMS
DATE: May 6, 1999
RE: Chief Operating Officer & Project Executive

Scope of Responsibility: Executive is responsible for the total management for the Planning, Design and Construction of the Alabama Tollway Facility. This responsibility includes all associated activities such as environmental and right-of-way issues.

Scope of Authority: Executive is the Principal-in-Charge of project execution with full administrative operational and executive authority to complete the project. This authority covers all personnel, budget, contractual and any other authority necessary to execute the project successfully.

Reporting Channel: Executive reports to the Board of Directors and specifically to Mrs. Ava Teleki who monitors financial and operational matters of the organization.

PARKHEAD FINANCIAL, INC.

**133 East Laurel Street
Scottsboro, Alabama, USA 35768
Telecopier: 301 972 1413
Telephone: 301 972 2364**

May 6, 1999

Kenneth H. Looney, Esq.
4003 South Broad Street
Scottsboro, AL 35769
Via Facsimile: 256 259 4188

Dear Mr. Looney:

I am in receipt of the Agreements, noted the contents therein, and would state as follows:

I.

Agreement of Purchase and Sale:

- 3., b. (b) Disbursement of the USD5, 000,000.00 is not very clear/clean;
- 4., b. this is slanted for the "Developers", and it should not be. Parkhead Financial, Inc. is relying upon representation made by the "Developers". Further, the comprehensive Agreement with the State of Alabama and the "Developers", inclusive of the environmental requirements by the State, needs to be attached to the Agreement as part and parcel of said Agreement.

II.

In addition.

- 1., Certificate of Clear Title must pass to Parkhead;
- 2., Advisory Board Member's duty, responsibility, etc. must be clearly identified, i.e.:
 - give advise;
 - facilitate upon request;
 - etc.;

III.

Regarding the corporate flow chart:

- ATFI, wholly owned by Parkhead Financial, Inc., is authorized road developer. Ambassador Lee E. Wanta is President and CEO, during his absence Eva S. Teleki is acting President and CEO. Board of Directors named, are:
 - Father John O'Brien;
 - Eva S. Teleki;
 - Additional Directors will be named at a later date.

Advisory Board of Directors:

- Jack Hopper;
- Jack R. Garrison.

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- MIL is contract Developer. Ambassador Lee E. Wanta is President and CEO, during his absence Eva S. Teleki is acting President and CEO.;
- Parkhead is the owner of ATFI and financier of the road construction. Ambassador Lee E. Wanta is President and CEO, during his absence Eva S. Teleki is acting President and CEO. Directors to be named are:
 - Father John O'Brien;
 - Eva S. Teleki;
 - Additional Directors will be named at a later date.
- Aaron Development, Inc. is to lease concession rights from Parkhead Financial, Inc. Concession rights are: restaurants, gas stations, gift shops; excluded are: hotels, motels, casinos, mid/high rise commercial or residential buildings. Parkhead Financial, Inc. retains the right to have two seats on the Board of Directors of Aaron (the Directors are to be named by Parkhead).

IV.

On April 27, 1999 we have received the bank guarantee via KTT, which was to be funded this week. Due to bank delays, it appears that the funding of said bank guarantee would not take place till sometime next week.

V.

Ambassador Lee E. Wanta is calling for the enactment of Force Majeur due to the criminal activity of the State of Wisconsin by the fraudulent arrest of his person.

I will be available to discuss the above till 2:00 p.m. (est).

Best regards,



Eva S. Teleki

cc.: Ambassador L.E. Wanta
Ms. Heidi Ueltzen

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K. Looney, Esq.

Marvelous Investments Limited

869 Turnpike Street
North Andover, MA USA 01845
Telecopier: 301 972 1413
Telephone: 301 972 2384

May 24, 1999

Ms. Heidi L. Ueltzen
Address unknown to writer
Senior Administrator
Aaron Development, Inc.

Via Facsimile: 256 437 9287

Re: Marvelous Investments Limited; Parkhead Financial, Inc.; Ambassador Lee E. Wanta.

Dear Ms. Ueltzen:

CEASE AND DESIST

Due to your association with the above named Entity and Company as a Senior Administrator, you had access to personal, corporate proprietary and sensitive information. Due to recent verifiable events, you have violated H.R. 3723, duly signed by the President of the United States of America on October 11, 1996.

Therefore, you are herewith ordered to CEASE AND DESIST as of the above date any and all of your activities, including any and all contacts with our above referenced corporation's, Client and Accounts.

You are hereby ordered to return any and all documents and material held by you for and behalf of the above referenced Entity and Corporations to the above address.

Marvelous Investments Limited

Eva S. Telesi

Eva S. Telesi, Director/Chairperson of the Finance Committee

Jack Richards

Jack Richards, Director/Finance Committee Member

Rev. John A. O'Brien

Rev. Father John O'Brien, Director/Finance Committee Member

cc: The Honorable, William Jefferson Clinton
The Honorable Lawrence Summers
The Honorable, Dennis Hasserot
Marvelous Investments Limited

The Honorable, Albert Gore
The Honorable Robert E. Rubin
Ambassador Lee E. Wanta, Pres./CEO

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INCORPORATED UNDER THE LAWS OF THE COMMONWEALTH OF MASSACHUSETTS

SHARES 200,000 ***


MARVELOUS INVESTMENTS LIMITED

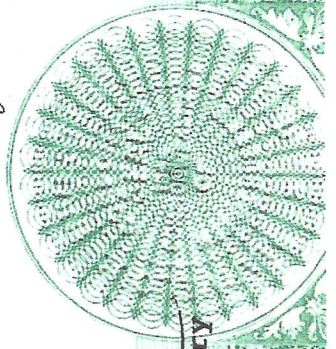
See Reverse for
Certain Definitions

This is to Certify that _____ is the owner of

TWO HUNDRED THOUSAND ----- 200,000 -----
fully paid and
non-assessable shares of the above Corporation transferable only on the books of the
Corporation by the holder hereof in person or by duly authorized Attorney upon
surrender of this Certificate properly endorsed.
Witness, the seal of the Corporation and the signatures of its duly authorized officers.

Dated NOVEMBER 3, 1998


Charles E. Crowninshield, Secretary




Lee E. Wanta, President/CEO