

Parkhead Financial, Inc.

133 East Laurel Street
Scottsboro, Alabama, USA 35768
SatFax : 715 552 3511
SatCom : 715 552 3506

The Twenty-eighth day of April, 1999

Via Telefax: 202 622 0073

SECOND REQUEST

The Honorable, Robert E Rubin
Office of the Secretary
United States Department of the Treasury
Washington, DC, USA 20501.0001

In the matter of : **Alabama Toll Facilities, Inc.**

Dear Secretary Rubin :

I sincerely believe that this continues to be the proper time to update your United States Department of the Treasury, as to our continuing request of the necessary USDollar funding release for various Domestic Special Projects; as to the Federal States of Alabama, Tennessee, Georgia, Florida and Mississippi.

Having Said That, I am taking this opportunity to do the necessary Overview of our corporate planning, among other things which will highlight the present Clinton/Gore Administration.

The Company

Alabama Toll Facilities, Inc. (ATFI) is an Alabama Non-Profit Corporation formed in May, 1993 to comply with Section 501 (c) (3) of the Internal Revenue Code, for the purpose of developing the Huntsville to Alabama Gulf Coast Toll Road. The situation is now being negotiated with the State of Alabama to include the East - West Tollway Corridor, as well as the connection to the Georgia Tollway System and a recommended Tennessee Bridge.

It is the firm intention of our company now to develop this project to serve as a major North-South transportation corridor - and to include the East-West transportation corridor upon State Senate approval - for vehicular traffic and to include such ancillary projects for commercial and industrial, as may be appropriate for this "toll road/commercial/industrial corridor".

These projects will include a gas/oil pipeline, fiber-optic communication trunk line, freshwater supply line, as well as motels, restaurants, convenience stores and truck stops.

Development of this project will be accomplished through the employment of the contract developer - **Marvelous Investments Limited (USA)** - to arrange USDollar corporate funding, design, development and construction; as we have taken the necessary Alabama Corporate legal steps to purchase the ATFI holdings, on or before the Seventh day of May, 1999. It is anticipated that completion of construction of the privately funded North - South corridor project will take approximately ten (10) years, and is to be accomplished in five (5) phases.

Operations will consist of operating the toll road, including maintenance and security and developing land leases with other firms to develop and operate the ancillary projects. As construction of each phase is completed - that phase will be turned over by **Marvelous Investments Limited (USA)** to the operations organization and will be opened for public use.

The Bonds

These Bonds are of an authorized issue of Bonds, limited in the aggregate principal amount of up to Two Billion Five Hundred Million USDollars (US\$2,500,000,000.00) issued for the purpose of acquiring property, designing, developing, constructing and operating the Huntsville to Alabama Gulf Coast Toll Road and paying necessary expenses incidental thereto. The Bonds are further subject to such terms and conditions as described in House Joint Resolution No. 459, adopted by the Senate and the House of Representatives of the Legislature of the State of Alabama and signed by the Governor of the State of Alabama on May 10, 1993.

Under this legislation, ATFI is authorized to issue tax-exempt project revenue bonds to raise the necessary funding, acquire the right-of-way, design, develop, construct and operate the Alabama Tollway Corporation (TSC). Upon retirement of the bond debt, the State of Alabama has the right to take title to the property, and assume operations and maintenance of the toll facility.

In addition to the toll facility, there will be included within or adjacent to the corridor a number of commercial and industrial improvements. These ancillary projects are to include:

- a. Double track railroad line, adjacent to the Alabama Tollway System connecting Alabama with Tennessee, Georgia, Florida and Mississippi, and contingent of state approval of the East - West corridor.
- b. Industrial parks with railroad sidings and spur lines,
- c. Hotels, motels, restaurants, convenience stores, truck stops, a gas/oil pipeline, a freshwater supply line, and a fiber - optic communications trunk line.
- d. Convention Centres
- e. Recreation facilities and Resorts
- f. Sports Arena / Centre
- g. State Apprenticeships and On-the-Job Training Centers
- h. Port of Mobile Free Trade Zone facility.

Certain domestic improvements will be financed and developed under the management of TSC, and in addition with certain State of Alabama Investment Financing through:

Delmarva Timber Trust
Attn: Mr Donald A Meddles
Mr Dana V Wilcox
Mr Gerald R Messenger
1607 Marion Edison Road
Marion, Ohio, USA 43302.0000
Telefax : 740 389 2563
Telefon : 740 389 5215

Delmarva Timber Trust, by this letter, is again requesting that your U. S. Treasury Offices reactivate their Corporate Account with:-

Bank of New York
London, United Kingdom

Account Name : Rafidain Bank /
Home and Commercial Investors
Account Number : 0 8 4 5 - 6 9 8 9 6 2 - 5 0 9
Bank Officer : Mr Chris Isles
Telefon : UK 011.44.171.499.1234
Telefax : UK 011.44.171.322.6006

Signatories : Donald A Meddles
Gerald R Messenger

PLEASE TAKE NOTICE THAT, Mr Chris Isles of the Bank of New York - London has spoken recently with Trustee Donald A Meddles in reasonable participation that the USGovernment and the United Kingdom will release a substantial USDollar amount to execute the final closing and commence the employment of the 14,000 Alabama Private Sector employees, to meet our Alabama construction schedules as outlined with the State Government - Office of the Governor and the "Clinton/Gore Administration Privately Funded Employment Opportunities in several states".

Furthermore, these facilities will be operated as concessions and will pay concession lease fees to ATFI on a long-term basis. The leases will be written to survive the retirement of the toll facility debt, with the lease fees going to the State of Alabama; should the State of Alabama elect to take over the toll facility after debt retirement.

The Project - North / South Corridor

Project Name : Alabama Tollway
Location : From Orange Beach, AL to Huntsville, AL
Distance : Phase I : 52.5 miles
Phase II : 76.0 miles
Phase III : 73.0 miles
Phase IV : 68.0 miles
Phase V : 48.5 miles
TOTAL : 318.0 miles

Projected Costs	Phase I	: US\$ 325,608,000.00
	Phase II	: 374,449,000.00
	Phase III	: 430,616,580.00
	Phase IV	: 495,209,067.00
	Phase V	: <u>569,490,427.00</u>
	TOTAL	: US\$2,195,373,274.00

Style : An expandable four-lane (six lanes in hurricane evacuation area) controlled access, fenced, transportation corridor, with such commercial improvements as appropriate for user's convenience, as well as industrial facilities to include a gas/oil pipeline, freshwater pipeline, fiber-optic communications trunk line.

Operation : Privately constructed, owned and operated on the basis for funds to be collected from vehicular tolls and concession leases.

Jobs to be Created : Construction, permanent for toll road, ancillary projects and supporting industries; it is estimated that from 12,000 to 14,000 jobs will be created.

Ownership : Privately owned by Alabama Toll Facilities, Inc. under Parkhead Financial, Inc. of Alabama.

Developer : Marvelous Investments Limited (USA)

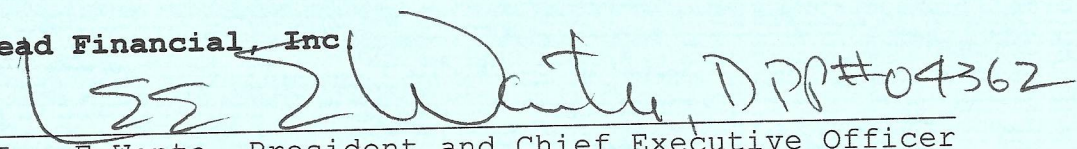
Operator : Tollway Systems Corporation

Thank you, for your Personal Interest in this American Project.

Warmest personal regards,

Parkhead Financial, Inc

By:

 DPP#04362
Lee E Wanta. President and Chief Executive Officer

cc: The Hon., William J Clinton The Hon., Albert Gore, Jr.
Delmarva Timber Trust Marvelous Investments Limited (USA)

LEW:rr/end

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Parkhead Financial, Inc.

133 East Laurel Street
Scottsboro, Alabama, USA 35768
SatFax : 715 552 3511
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URGENT RESPONSE APPRECIATED

The Second Day of April, 1999

The Honorable, William Jefferson Clinton
Office of the U. S. President
The White House / West Wing
1600 Pennsylvania Avenue, N. W. 20500.0001
Telefax : 202 456 1907

The Honorable, Albert Gore, Jr.
Office of the Vice President
The White House / West Wing
1600 Pennsylvania Avenue, N. W. 20501.0001
Telefax : 615 736 7898

The Honorable, Robert E Rubin
Office of the Secretary
United States Department of the Treasury
Washington, DC, USA 20501.0001
Telefax : 202 622 0073

In the matter of : **Alabama Toll Facilities, Inc., Letters
dated 21 March 1999 and 29 March 1999**

Dear Gentlepersons :

Has we await Secretary Rubin's authorized reactivation of the Delmarva Timber Trust Account with Bank of New York - London, UK in order to fund certain Multi-state Projects/Programmes, noted as-

The Company

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The USA telephone number of "Delmarva" is 740.389.5215.

The Memphis Service Center of the Internal Revenue Service has issued the following Parkhead Financial, Inc. Employer Identification Number : 63 - 1222326.

Please find enclosed the SPECIMEN copy of the Alabama Toll Road Revenue Bonds, Series 1998 for your perusal.

Thank you, for your Personal Interest in this American Project.

Warmest personal regards,

Parkhead Financial, Inc.

By: Lee E. Wanta, DPP # 04362
Lee E Wanta. President and Chief Executive Officer

cc: Delmarva Timber Trust
Marvelous Investments Limited (USA)

Enclosures : 2

LEW:rr/end

Page 2 of 2

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Mr Dana V Wilcox
Mr Gerald R Messenger
1607 Marion Edison Road
Marion, Ohio, USA 43302.0000
Telefax : 740 389 2563



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Bank of New York
London, United Kingdom

Account Name : Rafidain Bank /
Home and Commercial Investors

Account Number : 0 8 4 5 - 6 9 8 9 6 2 - 5 0 9

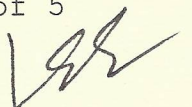
Bank Officer : Criss Isles
Telefon : UK 011.44.171.499.1234

Signatories : Donald A Meddles
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Operator : Tollway Systems Corporation

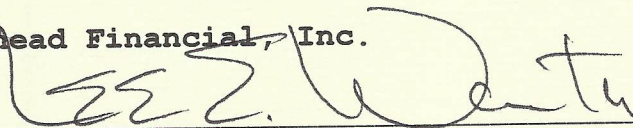
It is anticipated that ATFI will approve an increase in the present number of Advisory Board of Directors, to attract new businesses to the State of Alabama. I certainly again have come full circle, as I was the Honorary Mayor of Selma, Alabama, during The Honorable, George Wallace Administration, and a member of United We Stand per Governor's Wallace dictates.

Thank you, for your Personal Interest in this American Project.

Warmest personal regards,

Parkhead Financial, Inc.

By:


Lee E Wanta. President and Chief Executive Officer

29 MAR 99

dated

cc: The Honorable, Albert Gore, Jr.
Delmarva Timber Trust
Marvelous Investments Limited (USA)

LEW:fi/end

Page 5 of 5



STATE OF ALABAMA

I, **Jim Bennett**, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Parkhead Financial, Inc.

This domestic corporation name is proposed to be incorporated in Jackson County and is for the exclusive use of Ken Looney, P O Box 1162, Scottsboro, AL 35768 for a period of one hundred twenty days beginning March 22, 1999 and expiring July 21, 1999.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

March 22, 1999

Date

A handwritten signature in cursive script that reads "Jim Bennett".

Jim Bennett

Secretary of State

INCORPORATED UNDER THE LAWS OF THE

STATE OF ALABAMA



1,000

SHARES

PARKHEAD FINANCIAL, INC.

SCOTTSBORO, ALABAMA

This Certifies that

LEE E. WANFA

- ONE THOUSAND -

(1,000)

is the owner of
Shares of the Capital Stock of

transferable only on the Books of the Corporation by the
holder hereof in person or by duly authorized Attorney, on
surrender of this Certificate properly endorsed.

PARKHEAD
FINANCIAL,
INC.

In Witness Whereof the duly authorized officers of this Corporation have hereunto subscribed
their names and courses of the corporate Seal to be hereto affixed at **Scottsboro, Alabama**
this 30th day of March 1999

[Signature]
Secretary


[Signature]
President

Shares

\$1.00

Each.

Certificate

No. 

For 1,000 Shares

Issued to

Lee E. Wanta

Dated March 30 19 99

Transferred from

Dated 19

No Original Certificate.

No Original Shares.

No of Shares Transferred.

Received this Certificate

CERTIFICATE

FOR

1,000

SHARES

OF THE
Capital Stock

OF

PARKHEAD FINANCIAL,

INC.

ISSUED TO

Lee E. Wanta

DATED

March 30, 1999

For Value Received, _____ hereby sell, assign, and transfer unto _____

_____ Shares of the Capital Stock represented by the within Certificate, and do hereby irrevocably constitute, and appoint

to transfer the said Stock, on the books of the within named Corporation, with full power of substitution, in the premises.

Dated _____ 19 _____

In presence of _____

NOTICE: THE SIGNATURE OF THIS ASSIGNMENT MUST CORRESPOND WITH THE NAME AS WRITTEN UPON THE FACE OF THE CERTIFICATE. IN EVERY PARTICULAR, WITHOUT ALTERATION OR ENLARGEMENT OR ANY CHANGE WHATSOEVER.

RESOLUTION OF CORPORATE BOARD

I hereby certify that I am the duly elected and qualified Secretary of Parkhead Financial, Inc., an Alabama corporation, and I am the keeper of the records and corporate seal of the corporation. The following is a true and correct resolution adopted at the initial meeting of the Board of Directors of the corporation at its office at Scottsboro, Alabama on the 30th day of March, 1999, and the same is now in full force and effect.

COPY OF RESOLUTION

Upon motion made and duly passed unanimously, the President and Chief Executive Officer of the corporation shall be Lee E. Wanta (Ambassador Lee E. Wanta).

IN WITNESS WHEREOF, I have hereunto affixed my name as Secretary and have caused the corporate seal of the corporation to be hereto affixed on this 30th day of March, 1999.


Secretary of Parkhead Financial, Inc.