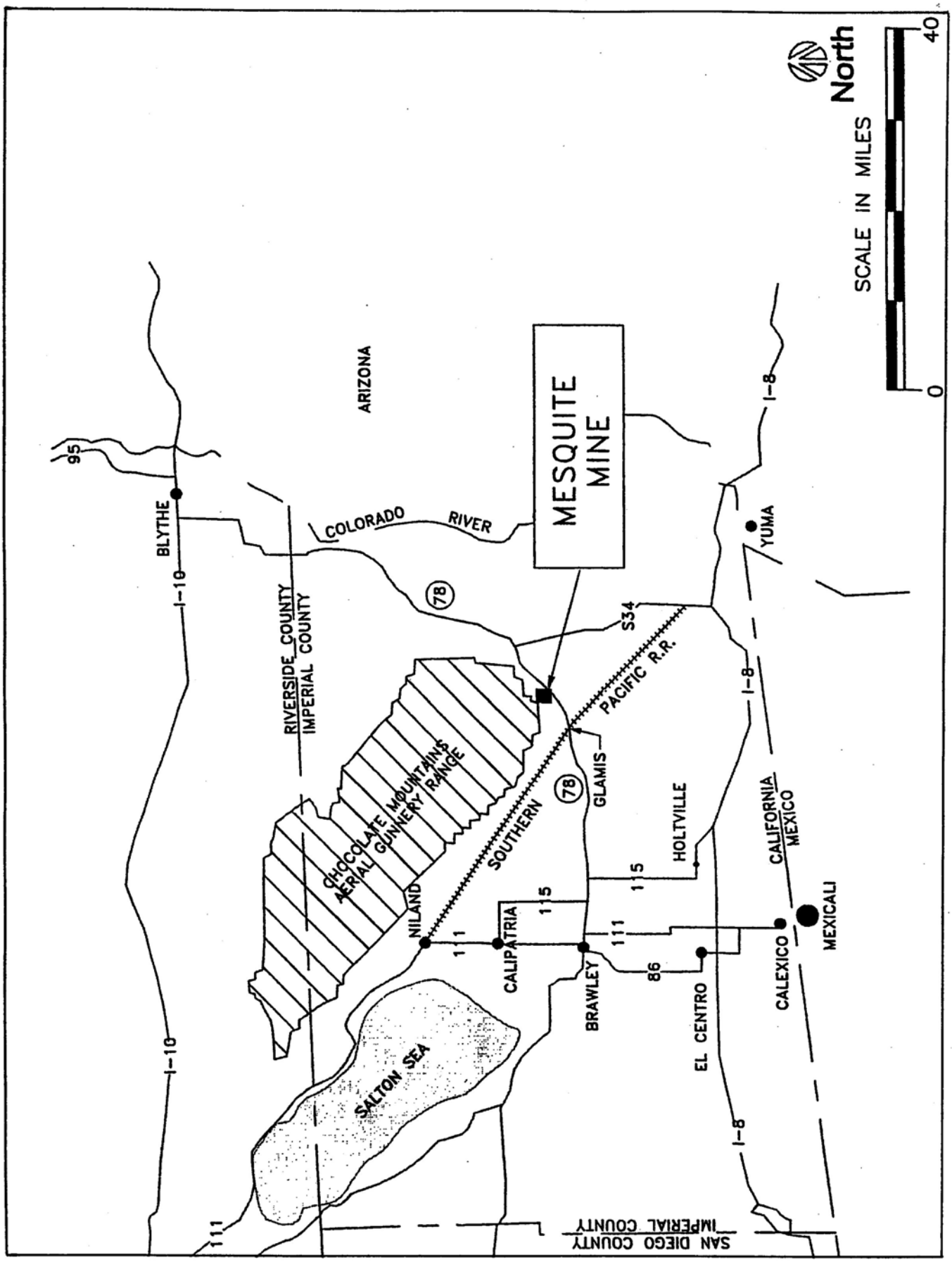EXHIBIT A **WP 8039.2**