

Brandi, Dianne

From: Henry Reisch [HReisch@wma.com]
Sent: Friday, September 12, 2008 5:50 PM
To: Brandi, Dianne
Cc: hkrasst@wma.com
Subject: Catherine Herridge

Dear Dianne-

I've been thinking about how to best move our discussions forward, since there seems to be significant differences of opinion on many of the material terms. Perhaps we should focus on the compensation, as this piece of the negotiation holds the key to its success or failure - in fact, agreement on an equitable number for her services can pave the way for a rapid resolution to the other outstanding issues. So, here is the proposal:

year 1 - 900k

year 2- 925k

year 3- 950k

year 4 - 975k

year 5 - 1,000.00k.

This is a guaranteed deal, on a pay or play basis. As we have discussed several times, these figures are significantly less than her equitable compensation and replacement cost.

I'll look forward to hearing your thoughts.

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