EXHIBIT 1

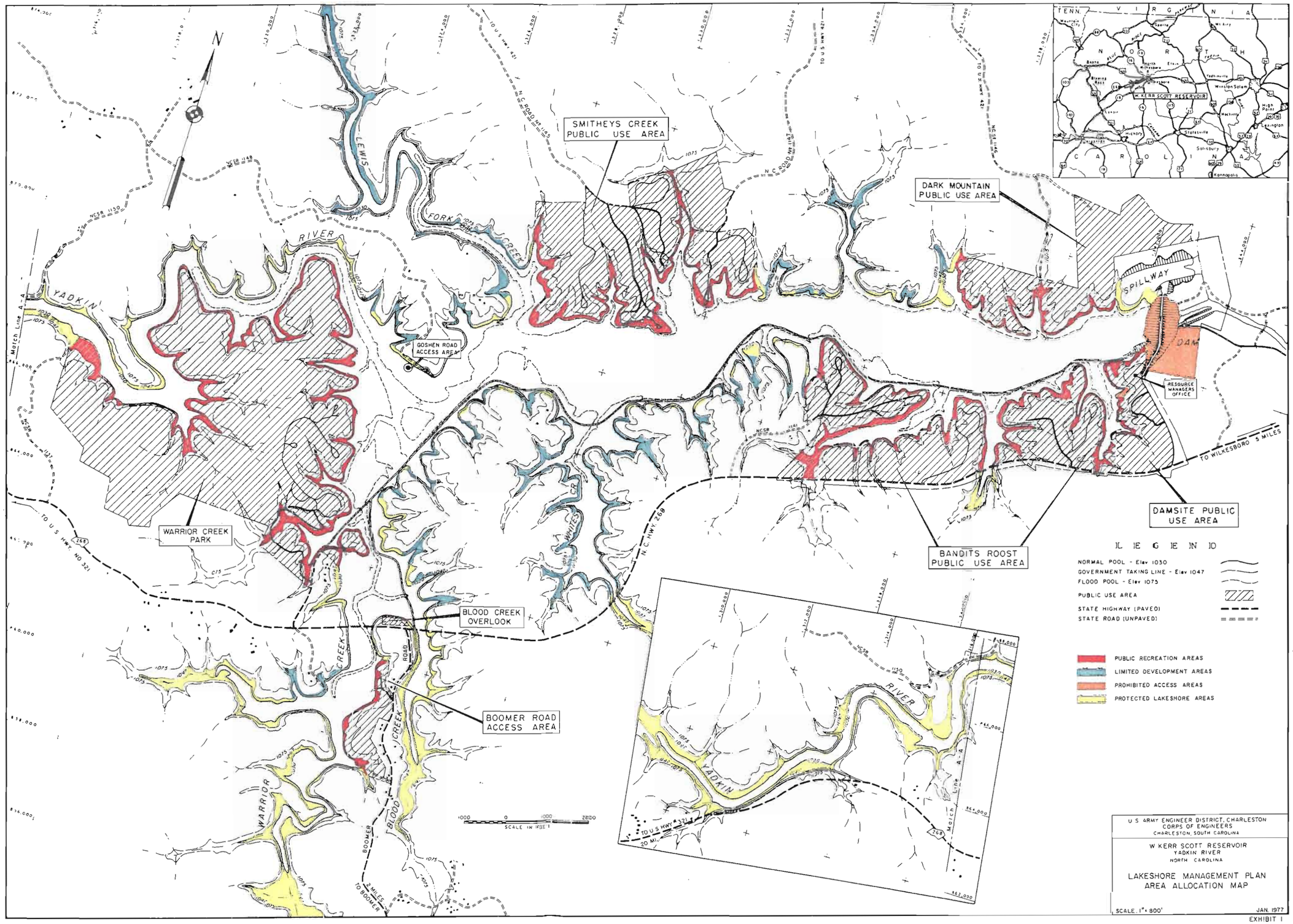

EXHIBIT I