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October 21, 1991

Travis Pike
Otherworld Entertainment Corporation
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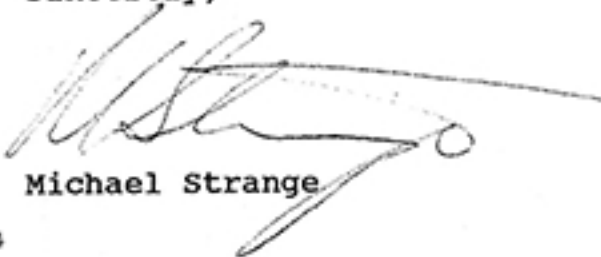
Dear Travis:

It was a pleasure to meet with you and Lisa last week. It was also an unexpected treat to receive a package that could not have been more complete. You deserve and Oscar for the planning alone.

I have enclosed a letter of intent for you in regards to "Morningstone". If you have any questions in regards to this letter, please give me a call.

Please remember that this quote is a preliminary one. I would imagine that given the experience of those that are involved in this film that we will be able to reduce the net premium once you go into production.

Sincerely,



Michael Strange