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We have scheduled a meeting to further discuss legal action against Smith at 7:00 p.m. on June 15, 1989. The meeting will be held at the offices of Jones, Waldo, Holbrook & McDonough located at 170 South Main Street, Salt Lake City, Utah.

Enclosed are two proposed agreements between our firm and all participating former shareholders, which will be discussed at the meeting. As noted in the second agreement, an Oversight Committee will be created, which will manage the affairs of this litigation. It is proposed that this committee be comprised of 3 or 4 persons with Duane Horton as chairman. The actual composition of this committee, as well their scope of authority will be discussed and determined at the meeting.

We hope that you will take the occasion to attend this meeting. In the event that you are unable to attend this meeting, but wish to become involved in this matter, please call either myself or Jeffrey N. Walker, an associate with our firm for further information.

We look forward to hearing and meeting with you again.

Very truly yours,


William B. Bohling

jnw 7/sa