

MEMORANDUM OF AGREEMENT

BETWEEN

SEARCH & RESCUE TRAINING ASSOCIATES, INC.

AND

APPALACHIAN SEARCH & RESCUE CONFERENCE, INC.

The purpose of this Memorandum of Agreement between Search & Rescue Training Associates, Inc. (SARTA) and the Appalachian Search & Rescue Conference, Inc. (ASRC) is to document a relationship between SARTA and the ASRC for provision of copyrighted training materials by SARTA to the ASRC, and the use by the ASRC of SARTA training materials.

1. SARTA agrees to provide, at no cost, to each ASRC member Group one (1) initial set of Student Manuals and Student Guides, including Instructors Manuals and written tests, with teaching slides provided in Powerpoint run time software, for its Field Team Member and Field Team Leader Training Program.
2. SARTA will sell to the ASRC and its member Groups Student Guides and Student Manuals in quantities of ten (10) each at discounted prices of \$ 10.00 each, plus shipping and handling charges. Additional copies of Instructors Manuals, written tests and teaching slides in run-time software will be sold to the ASRC and its member groups at a discount of 10% plus shipping and handling charges.
3. The ASRC and its member Groups agree to use SARTA Field Team Member and Field Team Leader training texts and materials as their core training material and base line reference.
4. The ASRC agrees to allow SARTA to identify the ASRC as its provider of core training texts and reference materials in SARTA promotions and related endeavors.
5. The ASRC and its member Groups agree to not photo-reproduce or duplicate, in any manner, any copyrighted SARTA materials.

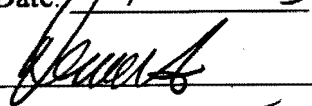
This Memorandum of Agreement shall remain in effect for a period of ten (10) years from date of signature by the ASRC, with the understanding that either party can cancel subject Agreement for any reason with written notice of sixty (60) days.

Appalachian Search & Rescue Conference, Inc.


G.A. McCoy

Date: 12-16-95

Search and Rescue Training Associates, Inc.



Date: 12-16-95