EXHIBIT JJ-1

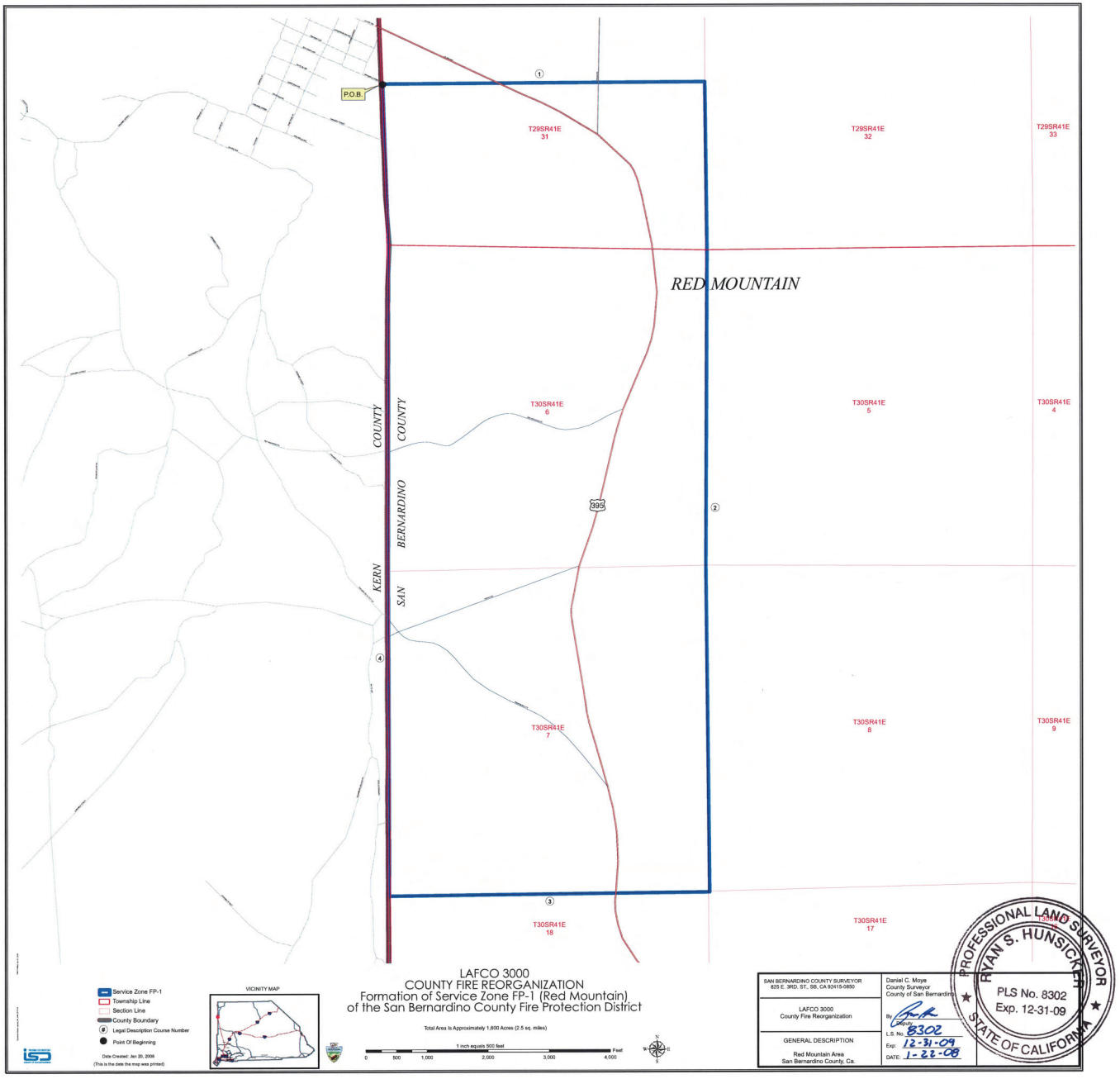

EXHIBIT JJ-1