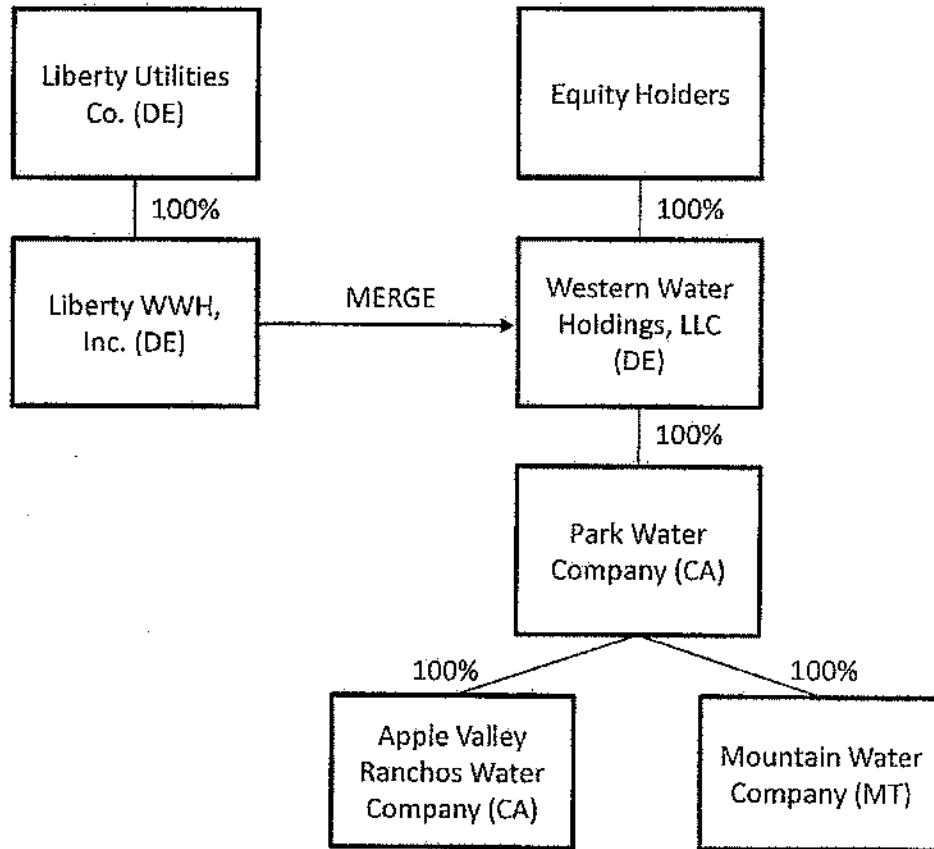


APPENDIX B

PROPOSED POST-TRANSACTION CORPORATE STRUCTURE



After Merger:

