July 6, 1990

Rick:

Since you do not want to be in business with me and I do not want to be in business with you, and since I am convinced that the building project is a legitimate part of Training & Publications, Inc. and you refuse to be involved if it is, I propose to buy you out of T&P for terms similar to the best offer you made to me. Specifically, I propose the following:

1. I will buy you out of T&P for $60,000.00, payable quarterly in even installments over a five year period, with no interest on the unpaid balance.

2. You will resign from all T&P, SPVB, Great Lakes Power League and Great Lakes Region USVBA directorships and offices immediately.

3. You will complete all the advertised camps you are presently scheduled to do.

4. You will agree to a three year non-compete agreement encompassing Wisconsin, Illinois, Indiana, Iowa, Michigan and Kentucky.

5. I will agree to a personal guarentee.

6. From today on, neither party will discuss the terms and conditions of this agreement with anyone outside the agreement, including, but not limited to present and former players of SPVB, families and friends of present or former players of SPVB, present and former coaches of SPVB, members of the volleyball community or the community at large, present and former clients of T&P, present and former employees of T&P, or present and former independent contractors with T&P except to the extent necessary for adequate legal counsel or as required for financial backing or unless he/she receives express, written consent from the other party.

7. From today on, you, as the seller, will not say or do anything intended or calculated to harm the present or future prospects of SPVB or T&P.

8. All stock will be transfered with full rights and privileges at the time of signing.

9. You will do everything necessary to provide for the orderly transfer of operations of T&P and SPVB, including relinguishing all records, financial projections, pending contracts and plans for future operations of T&P and SPVB.