

February 5, 2004

RE: Letter of Endorsement

To Whom It May Concern:

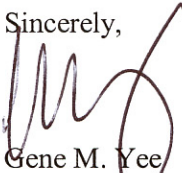
In May 2003, we successfully completed an innovative tax-exempt financing with Jeff Baize of Brookhurst Development Company for the Natomas Unified School District (the "District") in Sacramento County, California. With the assistance of Mr. Baize, the financing team was able to structure a financing solution for the construction of its second high school that provided the option of a short-term bridge loan and a long-term financing.

The solution developed was structured as a lease-leaseback financing pursuant to Article 17406 of the California Education Code. Two important features were built into this financing. First, the District was not obligated to make lease payments until the project was substantially completed. The development team provided a guaranteed maximum price and completion date for the delivery of the high school. In the event the development team failed to deliver the project on time, the team was responsible for interest payments on the financing. Second, the financing permitted the District to prepay the financing upon completion of the project with developer fees and state funds. The financing was structured with a 25-year term; however, the initial construction period was structured with short-term interest rates and no early prepayment penalty.

Jeff Baize led the project for the development team. Mr. Baize was instrumental in identifying and developing the project delivery structure and assembling the development team. Mr. Baize's understanding of the construction process and the lease-leaseback provisions of the California Education Code enabled him to efficiently manage the transaction from inception to closing and to respond quickly to any issues that arose.

Few tax-exempt deals of this type and complexity have been completed in California. Jeff Baize played a key role in ensuring that the transaction met the needs of the District and was completed on schedule.

Sincerely,



Gene M. Yee
Managing Director