

August 13, 2001

Mr. John Alvendia
Executive Vice President
JRL Enterprises, Inc.
3520 General DeGaulle Drive
Suite 1100
New Orleans, LA 70114

Re: I CAN Learn[®] Education Systems

Dear Mr. Alvendia:

Please accept this letter as a statement of Mississippi's intent to implement a statewide I CAN Learn[®] pilot project as agreed to during our July 19, 2001 meeting. It is our intent to install 25 I CAN Learn[®] Pre-Algebra and Algebra classes in school districts throughout the state of Mississippi for a three year pilot program that will begin in the 2001-02 school year.

The State of Mississippi intends to enter into a lease purchase contract to provide the \$7.5 million needed to install the classrooms. JRL Enterprises agrees to allocate the \$1.2 million of the Technology Innovation Challenge Grant (TICG) funds to assist with the lease purchase. It is our understanding that this letter will guarantee our participation in the TICG and secure the \$1.2 million in federal funds for the State of Mississippi.

The Office of the Governor looks forward to working closely with JRL Enterprises and the United States Department of Education to ensure a successful project.

Very truly yours,

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RM:klr