March 15, 2002

Andrew L. Smith, MS State Director ExplorNet P.O. Box 23336 Jackson, Mississippi 39225-3336

Dear Mr. Smith:

We are pleased to advise you of the Mississippi Development Authority's (MDA) commitment to support a Computer Engineering Technology class "Computer Build-A-Thon" to be held in April, 2002 on March 28, 2002. The MDA will grant \$67,500 of the state's Workforce Investment Act Statewide Activities allocation to ExplorNet for this event whereby 100-50 students and 20 24 teachers selected throughout the State will be taught to build 100 computers, which in turn will be distributed to schools across Mississippi. The distribution of the computers will be coordinated by the State Department of Education's Office of Educational Technology and the Governor's Task Force on Computers in Classrooms. To ensure unparallel quality for the computers, a-computer industry certified specialists will inspect each unit. Local technical volunteers will be recruited to assist. MDA's grant will provide funding for the computer kits, which meet and/or exceed the Mississippi Department of Education requirements for computers in public schools. ExplorNet and other contributors will provide the curriculum, industry experts and experienced CPR teachers and students.

The grant will be payable on receipt of your acceptance of the terms of this agreement. Any changes to the authorized use of these funds must be approved by MDA prior to implementation. ExplorNet is to maintain accurate financial records on the receipt and use of these funds, and be prepared for an inspection by the Authority, the Office of State Auditor, or other authorized agency for a period of not less than three years. Documentation to be kept for the specified period of time includes invoices, receipts, canceled checks, ledgers, and other similar accounting records. Documentation should be maintained on receipt and acceptance of each computer by the school participating. Federal regulations require each subrecipient provide the attached assurances. We request that a report be provided to MDA no later than June 30, 2002. The report shall provide an accounting of the \$67,500 grant funds expended, the school location of each of the 100 computers and the measurable benefits to the State as a result of this initiative.

Any questions regarding this grant agreement may be directed to James Lott at 359-9265. Please indicate your acceptance of these terms and the attached assurances by returning this original letter, signed and dated below. Upon its receipt, we will request a state warrant payable to ExplorNet in the amount of \$67,500.

Sincerely,

Michael L. Larsen Chief Administrative Officer

Accepted this the _____ day of _____, 2002.

Andrew L. Smith David Boliek MS State Director Chief Executive Officer