

**Amendment  
Memorandum of Understanding**

**Wildflower Resort Company (“Wildflower”) and  
Neimann International Trading Corporation (“NTIC”)**

The Agreement dated June 17, 2004, as amended this 16th day of February, 2005, sets forth the basic terms and conditions of a project funding program for **Wildflower Resorts Company (“Wildflower”)** between **Neimann Trading International Corporation (“NTIC”)** and **Wildflower** as facilitated by Paradigm Global Capital Ltd (“Paradigm”), hereinafter referred to as the “Memorandum of Understanding.” All dollar amounts are in US currency.

Whereas the Memorandum of Understanding provides for the funding of Phase One of the development of the Wildflower Resort, in the Dallas-Fort Worth Metroplex, in the amount of \$220 Million, to be funded with an initial tranche of \$90 Million now scheduled to be closed on or before March 1st, 2005.

Whereas, it is understood that Wildflower has borrowed funds from Wildflower Development Company, an investment entity organized by Joe Lavin and Global Asset Partners and Global Currency Trading Group, LLC, to fund Wildflower’s predevelopment operating capital requirements pending the closing of the NTIC funding (“Short Term Borrowing”).

Therefore, we agree that NTIC has accepted a direction from Wildflower to repay the Short Term Borrowing, and will disburse funds from escrow, on Closing, as follows:

**Disbursement of Funds on Closing:**

An initial disbursement to be paid not later than March 1, 2005  
Five Hundred Sixty Thousand Dollars (\$500,000.00)

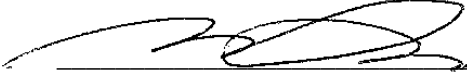
The balance of the Short Term Borrowings to be paid not later than March 10, 2005  
Three million Dollars (\$3,000,000.00), plus accrued interest

**Payable to:**

Name of Account: Global Currency Trading Group, LLC  
Account Number: 153591338931  
FBO: Wildflower Development Company  
Bank Routing Number: 125000105  
Name of Bank: US Bank  
Bank Address: 530 Dexter Avenue North  
Bank City: Seattle  
Bank State: WA  
Bank Zip: 98109  
Bank Phone: 206-344-2388

This amending agreement dated this 16<sup>th</sup> day of February, 2005.

**Neimann Trading International Corporation**



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For David Neimann, its President & Chief Executive Officer

**Wildflower Resort Company**



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By: Raymond J. Goad, its President & Chief Executive Officer