

**Traxess Bonus Distribution**  
8-26-2002

|   | Shares            | Price per Share | Cost per Share | Gain                   |
|---|-------------------|-----------------|----------------|------------------------|
| Traxess Preferred A shares sold to NAI  | 12,000,000        | \$ 0.52         | \$ 0.08        | \$ 5,233,290.70        |
| Traxess Preferred B shares sold to NAI  | 2,628,164         | \$ 0.94         | \$ 0.50        | \$ 1,146,162.13        |
| Traxess Dividend for Preferred A shares | 12,000,000        | \$ 0.06         | -              | \$ 576,669.34          |
| Traxess Dividend for Preferred B shares | 2,628,164         | \$ 0.06         | -              | \$ 126,298.54          |
| <b>Total Traxess shares sold</b>        | <b>14,628,164</b> |                 |                | <b>\$ 7,082,420.71</b> |

Canopy gain subject to bonus \$ 7,082,420.71

| Bonus pool | Percent |               |
|------------|---------|---------------|
|            | 10.0%   | \$ 708,242.07 |

| Distribution               | Minimum Percent | Discretionary Percent | Total Percent   | Gross Bonus          |
|----------------------------|-----------------|-----------------------|-----------------|----------------------|
| Ralph Yarro                | 40.000%         | 0.000%                | 40.000%         | \$ 283,296.83        |
| Barbara Jackson            | 0.100%          | 1.350%                | 1.450%          | \$ 10,269.51         |
| Joyce Wiley                | 1.200%          | 7.500%                | 8.700%          | \$ 61,617.06         |
| Rob Penrose                | 0.600%          | 1.000%                | 1.600%          | \$ 11,331.87         |
| Darcy Mott                 | 2.000%          | 12.150%               | 14.150%         | \$ 100,216.25        |
| Boyd Worthington           | 0.480%          | 1.000%                | 1.480%          | \$ 10,481.98         |
| Dan Baker                  | 0.440%          | 2.000%                | 2.440%          | \$ 17,281.11         |
| Frankie Gibson             | 0.140%          | 1.000%                | 1.140%          | \$ 8,073.96          |
| Gerald Garbe               | 0.208%          | 1.000%                | 1.208%          | \$ 8,555.56          |
| Brent Christensen          | 1.800%          | 12.350%               | 14.150%         | \$ 100,216.25        |
| Daria Newbold              | 0.180%          | 2.000%                | 2.180%          | \$ 15,439.68         |
| Allan Smart                | 0.360%          | 8.412%                | 8.772%          | \$ 62,130.13         |
| Mark Cusick                | 0.600%          | 1.000%                | 1.600%          | \$ 11,331.87         |
| Lisa Demmons (non payroll) | 0.000%          | 1.130%                | 1.130%          | \$ 8,000.00          |
| <b>Total</b>               | <b>48.108%</b>  | <b>51.892%</b>        | <b>100.000%</b> | <b>\$ 708,242.07</b> |

Discretionary percent target 51.892%

Approval:

  
Ralph Yarro

8-26-02  
Date