



charlescato1@msn.com

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From : Carol Brown <carol@brownlacounte.com>
Sent : Tuesday, May 16, 2006 11:25 AM
To : "Hausner, Sanford" <hausnersg@bipc.com>, "RICK FLUGAUR" <RAF@andlaw.com>, <baybab@firstweber.com>
CC : <charlescato1@msn.com>, <jmayer@doughertymarkets.com>, "Noack, David (Public Finance - Wisc)" <dnoack@stifel.com>
Subject : RE: Emerald Star-Natchez Operating Agreement

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Thank you Sandy. I will review this document, consult with my client and advise.

Carol

From: Hausner, Sanford [mailto:hausnersg@bipc.com]
Sent: Tuesday, May 16, 2006 10:01 AM
To: RICK FLUGAUR; baybab@firstweber.com; Carol Brown
Cc: charlescato1@msn.com; jmayer@doughertymarkets.com; Noack, David (Public Finance - Wisc)
Subject: Emerald Star-Natchez Operating Agreement

Attached is a revised draft of the operating based upon discussions and comments from Rick Flugar, Carol Brown as well as Charles Cato, marked to show the changes from the last draft that Carol provided. To the extent that we were able to accomodate your requests the changes were made. However, in some instances the changes were not made.

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From : Carol Brown <carol@brownlacounte.com>

Sent : Wednesday, May 31, 2006 1:03 PM

To : "Hart, Jacquelyn" <hartja@bipc.com>, <charlescato1@msn.com>, <RAF@andlaw.com>, <baybab@firstweber.com>

CC : "Hausner, Sanford" <hausnersg@bipc.com>

Subject : RE: Operating agreement and \$750K Note

Inbox

This agreement is acceptable.

Carol

Carol J. Brown

Brown & LaCounte, LLP
3001 W. Beltline Hwy., Suite 304
Madison, WI 53711
(608) 227-3100
(608) 227-3115 (facsimile)

-----Original Message-----

From: Hart, Jacquelyn [mailto:hartja@bipc.com]

Sent: Friday, May 26, 2006 4:03 PM

To: charlescato1@msn.com; RAF@andlaw.com; baybab@firstweber.com; Carol Brown

Cc: Hausner, Sanford

Subject: Operating agreement and \$750K Note

<<Emerald Star-Natchez Operating Agreement.DOC>> At <<Redline.rtf>> tached are clean and marked copies of the final Operating Agreement, reflecting the revised concept of Majority of Members Sandy and I discussed with Rick this morning. Also attached is a clean copy of the new \$750,000 convertible note to be executed Emerald Star in favor of Big River. At this time we believe that we are ready to proceed with the signing of the Operating Agreement and the initial advance contemplated by the new note. Please confirm.

Regards,

Jacquelyn A. Hart, Esq.
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