

Dates and events regarding the Mitsubishi transaction

The following items are documented as to exact date of the event and backup documentation is in my files.

09/20/96	Letter from Mike to Harmon re closing and fees.
10/16/96	Letter from Mike to Harmon re delay due to typhoon in Japan which closed banks.
01/12/97	Fax from Mike to Harmon re approval by Minister of Finance of Japan.
01/16/97	Fax from Mike to Harmon confirming approval and backing of note by Japanese Minister of Finance.
01/22/97	Fax from Mike to Harmon re commissions amounts not being in writing.
01/23/97	Fax from Harmon to Wayne re fee protection and payment amount.
01/24/97	Disbursement agreement signed between Mike and Harmon.
02/05/97	Letter from Mike to Harmon re protocols of closing.
02/13/97	Fax from Mike to Harmon stating that the deal has progressed to transaction bank awaiting BIS code.
02/28/97	Fax from Mike to Harmon indicating approval by the US Federal Reserve and BIS rep. dispatched to London.
04/28/97	Irrevocable pay order issued by Bay State Trust to Arcore International Funding.
07/25/97	SEC claims Marilyn and Todt entered into agreement.
08/03/97	SEC claims Marilyn and Todt entered into second agreement.
08/10/97	SEC claims Marilyn and Todt entered into third agreement.
08/21/97	Fax from Mike to Don announcing that funds are frozen and Marilyn and Dr. Kopp are out of the loop.
09/04/97	Letter from Kodosi & Eisenstein, attorneys to Mike confirming entitlement to intermediary fees.
09/05/97	Fax from Harmon to Wayne & Marilyn regarding pay order commitments.
10/03/97	E-mail from Mike to Collin stating that Jorge is having trouble with the Guatemalans.
10/04/97	E-mail from Mike to Collin indicating disappointment with transaction and hope that Jorge gets things done.
12/22/97	SEC claims Todt presented note for collection at Mitsubishi Chicago branch.
01/28/98	E-mail from Mike to Collin advising that all paperwork was completed and waiting on attorney in Switzerland.
01/29/98	E-mail from Mike to PCF advising that Guatemalans want more which might lower commissions.
03/17/98	SEC claims Todt contacted the Bureau of Public Debt at U.S. Treasury to open account with note.
04/01/98	E-mail from Mike to PCF advising that meeting was held with Clinton staff previous day with another Friday.
04/07/98	E-mail from Mike to various advising that Clinton administration delaying announcing the deal.
04/21/98	E-mail from Mike to PCF and Collin re payout date being up to Guatemalan and US governments.
05/18/98	SEC claims Jorge traveled to Guatemala to push transaction forward.
05/29/98	E-mail from Mike to PCF re Harmon reestablishing contact with Wayne and Dr. Kopp still in control of payout.
06/10/98	E-mail from Mike to various advising that Sergio was picked up in London.
06/19/98	E-mail from Mike to Collin advising that Jorge will give deposition this day and Marilyn tomorrow to (SEC).
07/14/98	E-mail from Mike to PCF advising that he has interview with SEC representatives on 07/20/98.
07/26/98	E-mail from Mike to PCF stating that SEC thinks the note is a fraud but that they do not have it.
08/03/98	Fax from Harmon to PCF stating that meeting with SEC representatives was to be held on 08/06/98.

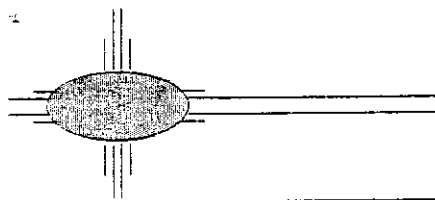
Note:

I have no information as to when the Mitsubishi transaction actually started although I know about when. Is there anything in writing about this? I looked through the files you suggested but found nothing. However, we did find a copy of the General Motors stock certificate in the Bay State Trust file and I have forwarded a copy to Mike by regular mail today.

I also found out today that Bill Aspinwall did not go to Toronto but rather is vacationing in the Colorado mountains and will be back next Monday, August 19, 1997. I do not know how I misunderstood him so totally. No wonder I could not reach him at his home. This does not give much time to get ready for my preliminary hearing on August 24.

I am very anxious to see the material sent to you by the SEC reps. Was one of them Rebecca Merryweather by any chance? She met with Mike.

Phil



PHOENIX705 LTD.

*23623 N. Scottsdale Rd.
Suite #D-3112
Scottsdale, AZ 85255
(602)569-7154*

August 22, 1997

Arcore International Funding, L.L.C.
31 N. Tejon St.
Suite 300
Colorado Springs, CO 80903

Dear Mr. Wilfred,

This letter is in response to our telephone conversation this morning regarding status of the Mitsubishi transaction. Bay State Trust (Marilyn Perry) has been effectively removed from final closing procedures on this transaction. The reason for the above development is that Ms. Perry has been operating under her own agenda. Her possibly perceived goal was to enter the funds, that were set aside for this transaction into a trade program for her own financial gain. It is still unclear logistically, how she meant to accomplish this goal. But as of yesterday Ms. Perry's authority and control of this transaction has been neutralized. It will take a few business days, to effectively clean up, and put back on track the final procedures for this transaction. But, we do fully expect to have this transaction completed with all intermediaries paid by late next week. The attorney's and all interested parties are working diligently to accomplish these goals. We have all waited much too long and have put in many hours to make this transaction come to fruition. Please remain patient and feel secure that this transaction will be completed. The money has been blocked and is ready for the final phase of the transaction nothing can stop this deal from closing. It was just unfortunate we had to experience yet another delay. I will keep you informed on progress on a daily basis.

Sincerely,

Michael Austin

PHOENIX705

FAX COVER PAGE

● Ltd.

To: Don Gillmore		From : Michael Austin
Fax Number : 1-519-746-2603		Company : Phoenix705 Ltd.
Date : 8/21/97	Time : 23:14:30	For Information Call: 602-569-7154
Subject : Big Hammer		Fax Number :

Harmon,

Marilyn is no longer in business. She couldn't put that money in a trade if her life depended on it. She has been blacklisted and word is out she is bad news. That is why that money never went into a trade program. Jorge confirmed it and so did Sergio. She will now realize it and do what she is told. The only deal that might go through is the currency transaction because she is an intermediary....and that's it. Not only is she out of business, but good old Dr. Kopp is handcuffed also. He is not allowed to conduct ANY business and has absolutely NO CONTROL over the funds. This deal will be closed sometime next week. Marilyn is going to shit her pants when she is notified in person tomorrow. The funds are frozen and she has no control over this deal anymore. This deal will close without her. The woman is finished. We even made contact in Luxemburg and she cannot do any business over there either. Now.....get your computer and let's get to work.

The only thing I wish I could see is her face tomorrow (the 22nd).

Call me when you want to start that deal. The resumes and other info on the trading group will arrive tomorrow.

Mike

PHOENIX705**Ltd.****FAX COVER PAGE**

To: Don Gillmore		From : Michael Austin
Fax Number : 1-519-746-2603		Company : Phoenix705 Ltd.
Date : 8/26/97	Time : 13:04:02	For Information Call: 602-569-7154
Subject : bios		Fax Number :

Harmon,

As you can see from the bios on the trading group, my contacts are solid. No more hiccups and seek with Sergio or Marilyn Perry. Let's get going.

Mike

PHOENIX705

FAX COVER PAGE

Ltd.

To: Don Gillmore		From : Michael Austin
Fax Number : 1-519-746-2603		Company : Phoenix705 Ltd.
Date : 8/19/97	Time : 14:55:06	For Information Call: 602-569-7154
Subject : info		Fax Number :

Harmon,

Marilyn's fax number is 561-447-7181

The attorney's name who did the contracts (in which we are named) is Neil Eisenstein.

Mike

PHOENIX705**● Ltd.****FAX COVER PAGE**

To: Don Gillmore		From : Michael Austin
Fax Number : 1-519-746-2603		Company : Phoenix705 Ltd.
Date : 9/3/97	Time : 22:37:42	For Information Call: 602-569-7154
Subject : info		Fax Number :

Harmon,

The attorney agreed to get a letter out but he left early Wednesday a.m. for meeting out of town. I just have to wait for his return to sign the letter. His office has already produced the letter. He just has to read it and sign. Jorge is still waiting for Guatemala to do what they are supposed to. I suggest you have that meeting with Sommerville's wife to get those doc's. And let's get moving on that Philipines deal. You need to get those items accomplished. Meanwhile, I'll work with Jorge on our end

Talk to you later,**Mike**

KODSI & EISENSTEIN, P.A.

ONE CYPRESS PLACE
701 WEST CYPRESS CREEK ROAD, SUITE 302
FORT LAUDERDALE, FLORIDA 33309

ISAAC KODSI, ESQUIRE
NEIL EISENSTEIN, ESQ.

TELEPHONE: (954) 771
FACSIMILE: (954) 771

September 4, 1997

Mr. Michael Austin

via Facsimile
(602) 569-7154

RE: Confirmation of Entitlement/A.B.E. Investment Group, Inc.

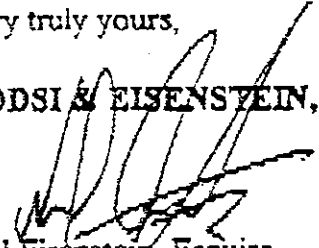
Dear Mr. Austin:

This letter shall serve to confirm that the undersigned firm represents the interests of the above-referenced entity. This shall further confirm that the undersigned is in possession of a certain Addendum to a Contract for Purchase and Sale, which Addendum and specifically paragraphs (1) (2) contain language, which entitles you to the amount of [REDACTED] Dollars, upon closing of the transaction and subject to all other terms and conditions enumerated in said Contract and Addendum.

If you require anything further, please feel free to contact the undersigned.

Very truly yours,

KODSI & EISENSTEIN, P.A.


Neil Eisenstein, Esquire

NE/dd
a:austin.1tr

PHOENIX705

● Ltd.

FAX COVER PAGE

To : Don Gillmore		From : Michael Austin
Fax Number : 1-519-746-2603		Company : Phoenix705 Ltd.
Date : 9/15/97	Time : 9:27:32	For Information Call: 602-569-7154
Subject : update.		Fax Number :

Harmon,

Jorge is presently in Guatemala. A certain government official in Guatemala added some negative verbage during a release transmittal on Friday. This transmittal was to release funds for closing. Jorge was very angry and has gone to Guatemala to deal with the situation. It all amounts to \$\$\$\$. This individual will have to be paid, in order to finish the deal. Jorge expects to be back by the end of business Tuesday.

As for the treasuries,....it took me exactly 2 hours to find out that the treasuries are for Credit Enhancement Only. They are not eligible to be put into a trade program(directly) I am however, still working on other ways to accomplish something with these treasuries.

Sincerely,**Mike**

* Document of Good, clean, and clear funds of Non-Criminal origin must accompany.

Wiring Instructions must include all of the following:

Toronto Dominion Bank
55 King Street W. & Bay Street
Toronto, Ontario M5k 1A2
Canada Telex No. : 0210654267
Swift Code : TDOMCATTOR
In the name of Antigua Overseas Bank Ltd.
Account#: 0360-01-2162737
for further credit to:
Phoenix705 Ltd. (NEW ACCOUNT # 11611245)

ADDRESS:

PHOENIX705 LTD.
c/o Belize Offshore Services Ltd.
(Registered Agent for PHOENIX705 LTD.)
P.O. Box 445
Belmopan, Belize

attn: David Jenkins

R

Re: checking in

mailbox:/C%7C/Program%20Files/Netscape/Nav...ubishi?id=385965741@pikespeak.com&num

Subject: Re: checking in

Date: Wed, 28 Jan 1998 05:35:41 GMT

From: BAHAMA1@AOL.COM (Bahama1@aol.com)

Organization: Pikes Peak Online

To: freemart@rmi.net

This message was originally addressed to COLLIN FINN and was forwarded to you by COLLIN FINN.

CC: bobatthefarm@juno.com

From: Bahama1 <Bahama1@aol.com>
Message-ID: <48d0d295.34cebaba@aol.com>
Date: Tue, 27 Jan 1998 23:57:28 EST
To: collin.finn@pikespeak.com
Subject: Re: checking in
Content-type: text/plain; charset=US-ASCII
Content-transfer-encoding: 7bit
Organization: AOL (<http://www.aol.com>)
X-Mailer: Inet_Mail_Out (IMOV11)

All paperwork is in and we are all waiting on an attorney in switzerland to get the ball rolling.
Let you know when I hear more.

Mike

Re: update

mailbox:/C%7C/Program%20Files/Netscape/Nav...bishi?id=42c89ec.34d01a8a@aol.com&num

Subject: Re: update

Date: Thu, 29 Jan 1998 00:58:32 EST

From: Bahama1 <Bahama1@aol.com>

Organization: AOL (<http://www.aol.com>)

To: freemart@rmi.net, collin.finn@pikespeak.com

Re Collins' ongoing?

Additional 10%.....I doubt if that will happen. We will both be lucky to get 5M each.

They are making sounds of additional monies going to grease people in Guatemala, thus lowering all of our commissions. Last word I received, which was today..... this deal will finally be done by second week of February.

Talk to you soon,
Mike

The latest

Phil

Re: Return

mailbox:/C%7C/Program%20Files/Netscape/Nav...nbox?id=96d36829.34f223be@aol.com&numb

Subject: Re: Return

Date: Mon, 23 Feb 1998 20:34:50 EST

From: Bahama1@aol.com

To: freemart@rmi.net

I feel bad for those kids. I think we should see the end of this in four weeks. I guess we have to wait for Clinton to clear his schedule so he can be the one to present the \$\$ to Guatemala. Pretty soon I may need a written statement from Harmon to Marilyn on where to wire the \$\$. Before he was talking into my account. But he will have to decide sometime soon.

Later,

Mike

Don:

I do not know how to interpret this message from Mike. You may want to discuss this with Harmon. I thought you had already instructed Marilyn.

Maybe a complete summary of all of the distributions on one document should be prepared. The assignments, etc. could be confusing, especially to a person who is not interested in trying to figure it out.

Phil

Info

mailto:./C%7C/Program%20Files/Netscape/Nav...ubishi?id=884911112@pikespeak.com&numb

Subject: Info

Date: Fri, 16 Jan 1998 00:38:32 GMT

From: collin.finn@pikespeak.com (Collin Finn)

Organization: Pikes Peak Online

To: freemart@rmi.net

This message was originally addressed to BAHAMA1@AOL.COM
and was forwarded to you by COLLIN FINN.

Hello Mike - I heard from Pastor Woods today. He said that someone from Wayne's church said that Wayne Legett is back in Arizona. I hope this is good news and that we are real close to an actual "pay check".

Take care - Collin

Re: Info

mailto:./C%7C/Program%20Files/Netscape/Nav...ubishi?id=884928387@pikespeak.com&numb

Subject: Re: Info

Date: Fri, 16 Jan 1998 05:26:27 GMT

From: BAHAMA1@AOL.COM (Bahama1@aol.com)

Organization: Pikes Peak Online

To: freemart@rmi.net

This message was originally addressed to COLLIN FINN
and was forwarded to you by COLLIN FINN.

From: Bahama1 <Bahama1@aol.com>
Message-ID: <ac8d22c6.34bee983@aol.com>
Date: Fri, 16 Jan 1998 00:00:49 EST
To: collin.finn@pikespeak.com
Subject: Re: Info
Content-type: text/plain; charset=US-ASCII
Content-transfer-encoding: 7bit
Organization: AOL (<http://www.aol.com>)
X-Mailer: Inet_Mail_Out (IMOV11)

Hopefully so. Or he has to make an appearance with his family. Word has it there are some minor problems with procedure but it is being worked out. They are shooting for the end of the month.

Later,
Mike

Re: I

mailto:./C%7C/Program%20Files/Netscape/Nav...tsubishi?id=34C01897.532D@rmi.net&numb

Subject: Re: Info

Date: Fri, 16 Jan 1998 19:36:09 -0700

From: "Philip C. Freytag" <freemart@rmi.net>

Vacation

mailto:/C%7C/Program%20Files/Netscape/Nav...tsubishi?id=350C2BD2.70D@rmi.net&number

Subject: Vacation**Date:** Sun, 15 Mar 1998 12:28:18 -0700**From:** "Philip C. Freytag" <freemart@rmi.net>**Organization:** All America Consulting**To:** collin.finn@pikespeak.com, bahama1@aol.com

Mike and Collin:

My wife has a two week vacation from WalMart beginning on March 19th. She wants to go to Wyoming to visit her mother whose birthday is on the 20th of March when she will be 91 years old, and still doing fine. Her mother lived to be 101. So we will be gone a few days. Then we will return to Cañon City before we go fishing for a few more days.

If there is anything that needs to be done before this excursion please let me know, Mike. If Mitsu funds, I will change any plans that I know of in advance to expedite distribution.

The weather here is just beautiful with temperatures the last few days getting above 70 F. We have missed both the storms to the north and also the present one to the south.

Phil

Re: Vacation

mailto:/C%7C/Program%20Files/Netscape/Nav...shi?id=daca9426.350dc3b4@aol.com&num

Subject: Re: Vacation**Date:** Mon, 16 Mar 1998 19:28:33 EST**From:** Bahama1 <Bahama1@aol.com>**To:** collin.finn@pikespeak.com, Kemmettl@crt.com, freemart@rmi.net, Gray222@aol.com

I don't foresee anything happening before the first week of April. There is a meeting taking place on March 30 which will decide the closing date. This is the latest on the Mitsubishi deal.

Later,
Mike

Don:
Just thought you would like to know.
Phil

Update

mailbox:/C%7C/Program%20Files/Netscape/Nav...box?id=80895f5e.352a3d4e@aol.com&numbe

Subject: Update**Date:** Tue, 7 Apr 1998 10:50:52 EDT**From:** Bahama1 <Bahama1@aol.com>**To:** collin.finn@pikespeak.com, Kemmettl@crt.com, freemart@rmi.net, Gray222@aol.com

Friday's meeting with the Clinton administration has told us that we better dig-in. They are not planning on anything this month and will let us know for next month. Ole Billy Boy will present the \$\$ to Guatemala when it is politically beneficial and not a moment sooner. And no, we cannot go ahead without him because there are some ties to this deal we are unaware of. The only good news is , it will happen.

We just have to wait.

Later,

Mike Austin

Memo April 15, 1998

To: Don Gillmore

From: Phil Freytag

RE: Harmon

In answer to your fax, I have already sent two emails to Mike this morning and talked to him for about one half hour this afternoon. He is completely aware of what is going on. He has not heard from DOJ. Not surprising, since it is a government agency.

He also has no updates on distribution but expects to have something this weekend which he said he will email to me.

It is understandable that Harmon wants quick action and feedback. But he put himself where he is. Let us not push Mike too far. It is bad enough the way it is. Mike is almost as much a prisoner as Harmon. The manager of the store where he works is out of town for an extended period and Mike is in charge working 65 hours a week. He is exhausted when he gets home. At least Harmon can rest whenever worry will let him. Which is worse, slavery or prison?

Mike did get some feedback that the former district attorney, John Suthers, is a contributor to Harmon's troubles as a result of the Pension Fund/Witty fiasco.

Regarding an update to the investors, I talked to Collin, and both of us are of the opinion that giving the investors information that does not contain substantial news is an exercise in futility and better left undone and would probably find its way into the hands of the police to be used against Harmon. So silence may be a virtue.

Mike thinks that even if Harmon defaults in the courts in Canada (due to lack of money) and extradition is begun, it will still take longer than the funding of Mitsu.

Be patient, we are doing what we can.

Phil



April 18, 1998

Memo to Don:

I received the following message from Mike this morning. As I analyze it, the more Harmon or you or anyone else says in court or to any investigator, the more they will look like they are dreaming, scamming or involved in fraudulent security transactions, since no one will officially back up the stories.

The investors, Collin, and I are all taking the position that we stand on our right to say nothing to any one about the transaction, or our involvement. Do not doubt that. The securities people can not act without someone to complain and be witnesses.

No matter what Harmon tells the court. It will not be verified by anyone except maybe someone in Canada. Any investigator in the US will be turned away based on rights under the 5th. Amendment to the Constitution. The more he says the more it will look like a securities fraud.

Phil

Re: Harmon's Bond Hearing

mailto:C%7CProgram%20Files\Netscape\Navi...inbox?id=b911016c.3538b29e@aol.com&nu

Subject: Re: Harmon's Bond Hearing

Date: Sat, 18 Apr 1998 10:03:08 EDT

From: Bahamai <Bahamai@aol.com>

To: freemart@rmi.net

Everyone involved will not admit to this deal even existing. Non-disclosure. They won't find out anything. The authorities will not get past first base. Everyone will have to wait. Harmon cannot assign anything to anyone, that is how he got into this mess to begin with. I'll get more info by Mon.

Mike

Re: summit

mailto:mailbox/C%7C/Program%20Files/Netscape/Nav...nbox?id=f2ff954e.353cb003@aol.com&numb

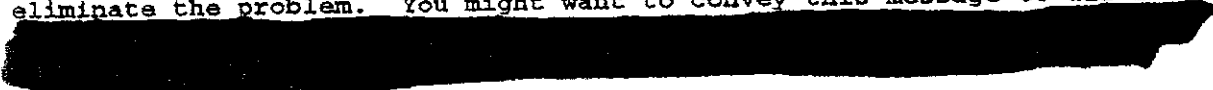
Subject: Re: summit

Date: Tue, 21 Apr 1998 10:41:06 EDT

From: Bahamal <Bahamal@aol.com>

To: collin.finn@pikespeak.com, freemart@rmi.net

Nobody is going to admit to this deal. Furthermore, if one is in jail, it is against the rules to pay out a commission to someone in jail on one of these deals. Besides the people that are involved won't let the deal be blown by someone screwing-up that is not directly involved. They will go as far as to eliminate the problem. You might want to convey this message to all involved.



Mike

Harmon

mailto:/C%7C/Program%20Files/Netscape/Nav...tsubishi?id=353D49BF.14A@rmi.net&num

Subject: Harmon**Date:** Tue, 21 Apr 1998 19:37:51 -0600**From:** "Philip C. Freytag" <freemart@rmi.net>**Organization:** All America Consulting**To:** bahamal@aol.com, collin.finn@pikespeak.com, Gray222@aol.com

Greetings:

Harmon is going to get out of jail, maybe, tomorrow. The main conditions are bail posted by Carl Dare and an assignment of Arcore's receipts from the pay order to the court. And Marilyn's acknowledgment. This is of course subject to the assignment to Mike and the distribution committee. We shall see. Copies of the papers will be forwarded to me for review. You will get everything I get.

Phil

Re: summit

mailto:/C%7C/Program%20Files/Netscape/Nav...shi?id=6414ac44.353df81d@aol.com&num

Subject: Re: summit**Date:** Wed, 22 Apr 1998 10:00:59 EDT**From:** Bahamal <Bahamal@aol.com>**To:** freemart@rmi.net

Personally, I don't expect Marilyn (Bay State Trust) to honor the pay order. She has lied before and I don't expect anything different this time.

Mike

Don
Today's messenger
Phil

[Fwd: Re: definition]

mailbox:/C%7C/Program%20Files/Netscape/Nav...subishi?kt=353E0271.5E80@rmi.net&numb

Subject: [Fwd: Re: definition]
Date: Wed, 22 Apr 1998 08:45:05 -0600
From: "Philip C. Freytag" <freemart@rmi.net>
Organization: All America Consulting
To: Gray222@aol.com

I meant to include Bob's address on this but forgot.

Subject: Re: definition
Date: Wed, 22 Apr 1998 08:41:55 -0600
From: "Philip C. Freytag" <freemart@rmi.net>
Organization: All America Consulting
To: collin.finn@pikespeak.com

Collin Finn wrote:

>
> Phil,
> The irrevocable pay order from BST clearly states "This pay order can
> not be discounted nor hypothecated".
>
> What, in your opinion, is the distinction between "to assign" and "to
> hypothecate" ?

As I understand it, "hypothecation" means to borrow using the pay order as collateral. "Assignment" means to convey title to a portion. The difference is slight and is subject to interpretation by the issuer of the pay order, and as Mike says, it is only as good as the issuer. See attachment below which is a reply from Mike to the same message I sent you.

>
> After months of silence, why would anyone expect that Marilyn would
> acknowledge anything ?

I don't expect anything. Mike has expressed the opinion, and I agree with him, that it will take legal action to collect on the pay order. I cannot imagine the Canadian court taking such action, especially in view of both Mike and the distribution committee having prior assignments. For Arcore to assign the pay order to the court without full disclosure of the prior assignments would constitute fraud, much more serious than what Harmon is now accused of. I have requested that Don forward to us copies of whatever paperwork the attorneys up in Canada generate.

>
> I think that it is in the best interest of all involved in this
> transaction that Harmon should be released from jail. I also believe
> this from a personal point of view. Harmon certainly made his own bed
> but enough is enough. I also think that all of the members of the
> distribution committee should be in agreement as to the details for his
> release as it would effect our fiduciary responsibilities toward the
> other participants.
>
> Collin
>
> CC: gray222@aol.com

CONFIDENTIAL FAX TRANSMISSION

Date: May 7, 1998
To: **James Marentette**
Tel: (519) 743-7530
Fax: (519) 571-1805
From: **Harmon Wilfred**
Regarding: **Marilyn Perry**
Number of Pages (Including Cover Page) 1

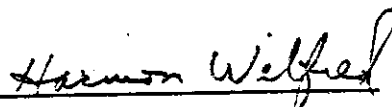
Comments: Dear James:

A conference call was made at my request to Marilyn Perry's assistant, Wayne Leggett, on May 4th at approximately 6:00 p.m. EST. The purpose of this call was to inquire into the return of your courier package by Marilyn Perry of Bay State Trust. The attendants on that call were Carolyn Dare, Don Gillmore, Wayne Leggett, and myself.

When questioned, Wayne stated that Marilyn's decision to return the courier package unopened was based upon the following:

1. Marilyn was fully informed by fax from Don Gillmore, at my request, as to its content and purpose prior to the package's arrival in order to assure that she would be there to receive it;
2. Marilyn consulted with her attorney on the matter and was advised not to get involved for the following reasons:
 - a) The Mitsubishi Note transaction has already been forwarded to the U.S. Federal Reserve for final approval and funding;
 - b) Private entity funding on this magnitude will not be permitted by the U.S. Federal Government. Accordingly, the U.S. Government has decided to assume control of the Mitsubishi Note transaction to provide the funding on a government-to-government basis.
 - c) By advice of her attorney, Marilyn is unwilling to involve herself in my personal problems.
 - d) Arcore banking co-ordinates to Surety Bank & Trust as forwarded to Bay State Trust through Michael Austin on Oct. 14, 1997 cannot be changed.
3. Marilyn Perry has expressed her regrets in this matter but her decision not to get involved is final because of the restrictions placed on her at this time.

When I am asked by the Judge in court tomorrow morning, the above is the explanation I will be providing relative to Marilyn Perry's refusal to accept your Purolator package. I will be calling you later today in preparation for tomorrow's hearing.


Harmon Wilfred


Carolyn Dare


Don Gillmore

June 7, 1997

To: Governmental Authorities of
the Republic of Guatemala

Let it be known that Elizabeth Galvez and Mr. Leonel Brolo are the legal representatives of Bay State Trust in the Republic of Guatemala. This legal representation is specifically for the purpose of obtaining the necessary endorsements related to the Mitsubishi Bank International Deposit of Commercial Obligation, Certificate No. 47029, and to the humanitarian donation to the People of the Republic of Guatemala.

The execution of any and all documents will be done by I.M. Perry, Trustee of Bay State Trust.

Sincerely yours,

I.M. Perry, Trustee
Bay State Trust

**AFFIDAVIT
OF
STATEMENT OF PURPOSE**

TO

HIS EXCELLENCY THE PRESIDENT
OF THE REPUBLIC OF GUATEMALA
MR. ALVARO ARZU
PALACIO NACIONAL
GUATEMALA, GUATEMALA

THIS AFFIDAVIT OF STATEMENT OF PURPOSE FOR THE USE OF FUNDS, PERTAINING TO THE
HEREIN DESCRIBED CERTIFICATE, IS HEREBY ISSUED BY BAY STATE TRUST FOR THE
HUMANITARIAN NEED TO BENEFIT THE PEOPLE OF THE REPUBLIC OF GUATEMALA.

THE CERTIFICATE HEREIN IS DESCRIBED AS FOLLOWS:

MITSUBISHI BANK INTERNATIONAL DEPOSIT OF COMMERCIAL OBLIGATION, CERTIFICATE.
NO. 47029

- A) IT IS WITH GREAT HONOR THAT WE REQUEST YOUR PARTICIPATION IN THE
DISBURSEMENT OF THE CAPITAL RESOURCES MADE AVAILABLE THROUGH BAY STATE
TRUST FOR THE BENEFIT OF THE PEOPLE OF THE REPUBLIC OF GUATEMALA. THESE
CAPITAL RESOURCES WILL FORM A HUMANITARIAN FOUNDATION FOR THE PEOPLE OF
THE REPUBLIC OF GUATEMALA IN WHICH YOU ARE INVITED TO HOLD THE VICE
CHAIRMANSHIP.
- B) THE FUNDS GENERATED FROM THE ABOVE DESCRIBED CERTIFICATE ARE PLEDGED
FOR HUMANITARIAN PROJECTS FOR THE PEOPLE OF THE REPUBLIC OF GUATEMALA.
THESE PROJECTS WILL START WITH THE INFRASTRUCTURE, i.e. POWER PLANTS, POWER
LINES, HIGHWAYS, WATER AND GAS SYSTEMS, IMPROVEMENTS TO THE IRRIGATION AND
TRANSPORTATION SYSTEMS, SCHOOL PROJECTS FOR EDUCATION AND PROJECTS OF
HOSPITALS, MEDICAL AND DENTAL CLINICS. THE ABOVE MENTIONED IMPROVEMENTS IN
TURN LEAD TO A HEALTHIER, BETTER FED, BETTER EDUCATED AND TRAINED WORK
FORCE THAT IS ABLE TO SUSTAIN THEMSELVES AND ENABLE THE COUNTRY TO DEVELOP
FROM WITHIN.
- C) NO FUNDS CAN BE USED OR CONSIDERED FOR ANY TYPE OF MANUFACTURING,
DEVELOPMENT AND/OR PRODUCTION OF ANY PRODUCTS OR SUBSTANCE THAT COULD BE
IN ANY WAY CONSIDERED USED FOR WAR EFFORTS, i.e. POWDER, MUNITIONS,
ARMAMENTS, etc.

D) THE PEOPLE OF THE REPUBLIC OF GUATEMALA WILL RECEIVE OVER A FIVE YEAR PERIOD FIVE BILLION UNITED STATES DOLLARS THROUGH THE ENDOWMENT FUND. THESE ARE GOOD AND CLEAN FUNDS AND FREE OF ANY CRIMINAL ORIGIN. THESE FUNDS ARE A GIFT TO THE PEOPLE OF THE REPUBLIC OF GUATEMALA AND ARE NOT A LOAN TO BE REPAYED AND CAN ONLY BE USED FOR HUMANITARIAN PURPOSES.

E) A FOUNDATION FOR THE PEOPLE OF THE REPUBLIC OF GUATEMALA WILL BE ESTABLISHED IN SWITZERLAND WITHIN SIX WEEKS FROM THE TIME BAY STATE TRUST RECEIVES THE ORIGINAL REQUESTED DOCUMENTS FROM THE REPUBLIC OF GUATEMALA AND THE FUNDS ARE READY TO BE RELEASED TO THE FOUNDATION. THE PROPOSED NAME OF THE FOUNDATION IS "FUNDACION HUMANITARIA PARA EL PUEBLO DE LA REPUBLICA GUATEMALA". THERE WILL BE A PANEL CONSISTING OF INTERNATIONAL EXPERTS WITH PROVEN BACKGROUNDS TO OVERSEE AND APPROVE THE USE OF THESE FUNDS TO BENEFIT THE HUMANITARIAN NEED FOR THE PEOPLE OF THE REPUBLIC OF GUATEMALA.

F) THE ENTITIES BEHIND THE ISSUING BANK ARE AND WILL BE A VITAL PART OF THE DISTRIBUTION AND OPERATION OF THE FOUNDATION AND THE ENDOWMENT OF FUNDS. THE FUNDS WILL BE PLACED INTO THE FOUNDATION BY A PRIVATE CLIENT OF BAY STATE TRUST AS AN ENDOWMENT FOR THE SOLE BENEFIT OF HUMANITARIAN NEEDS OF THE PEOPLE OF THE REPUBLIC OF GUATEMALA.

G) THE MONTHLY DISBURSEMENTS OF ONE HUNDRED MILLION UNITED STATES DOLLARS, WITH A TOTAL OF NO MORE THAN ONE BILLION UNITED STATES DOLLARS PER ANNUM, FOR APPROVED PROJECTS WILL BE SENT FROM A PRIME SWISS BANK TO A DESIGNATED FOUNDATION ACCOUNT IN YOUR CENTRAL BANK.

SINCERELY YOURS,

I. M. PERRY, TRUSTEE
BAY STATE TRUST

June 11, 1998

From: Jorge Bryson and
A.B.E. Investments Group, Inc.
1015 Dolores Road, N.E.
Palm Bay, FL 32907

To: Rebecca C. Meriwether, Esquire
U.S. Securities and Exchange Commission
450 5th Street, N.W., Stop 8-8
Washington, D. C. 20549
(202) 942-4743

Reference: Additional Statement in reply to complaint dated June 5, 1998, # 98CIV. 3980

Dear Ms. Meriwether:

I, Jorge Bryson, personally and on behalf of A.B.E. Investments Group, Inc., hereby swear, under penalty of perjury, that the following additional statement, in answer to the above referenced complaint, is true and accurate to the best of my knowledge:

In April, 1997, we were introduced, over the telephone, to a Mrs. Bolanos, a Guatemalan living in exile in the U.S. She was said to be very well connected to government officials, and her son was reported to be a colonel in the Guatemalan army. Shortly after our conversation over the telephone, Mr. Bolanos arranged for a Mr. Harbruger to come to Miami for a meeting at her house. Mrs. Perry came to the meeting, and gave to Mr. Harbruger a copy of the Mitsubishi certificate, as well as a document that she needed signed by the Guatemalan government. Mr. Harbruger stated that he would return to Miami within 48 hours with the document signed. Mrs. Perry requested that two government officials sign the document, and that the two government officials should also provide copies of their passports.

Mr. Harbruger was the one that approached Mr. Munoz, the Secretary of the Presidency in Guatemala, and Mr. Munoz eventually turned down the offer. Mr. Harbruger, his cousin being the President of Finance for the Guatemalan Congress, insisted in trying to achieve the signing of the document but was unsuccessful. Shortly thereafter, Mrs. Perry informed me that she was giving a Cease and Desist notice to Mr. Harbruger, and that she had given instructions to Mr. Harbruger to turn over all documents to Mr. Jose Mejia.

I will be glad to answer any other questions that you may have, and to provide all the information that I have at my disposal.

Personally and on behalf of A.B.E. Investments Group, Inc.:



Jorge Bryson
President & CEO

Re: More and more

Subject: Re: More and more
Date: Wed, 15 Jul 1998 18:37:23 -0600
From: "Philip C. Freytag" <freemart@rmi.net>
Organization: All America Consulting
To: Bahama1@aol.com

Mike:

I received two calls from Harmon this evening. He is also going to be interviewed by the SEC. Arrangements are being made through his attorney who wants to be present at the meeting. Harmon would also like to coordinate all of this with you. He asked me if you would be willing to talk to him on the phone. I said that I thought it would be o.k., but he still wanted to have me confirm it with you.

He also faxed me a copy of the complaint filed by the SEC. Do you have this? If not he will fax you a copy. The one I have has been through so many fax machines that it is not easy to read. I am afraid it would be just plain garbage if I sent it one more time. If everything else fails I can take it to a copy shop, get it photocopied and mail it.

Comments on various items in your message are embedded below.

Bahama1@aol.com wrote:

- >
- > The info on the Witty case would be helpful. I could use it as leverage in
- > getting things dropped against Harmon and yourself. The year I handled things
- > I didn't have a shread of evidence.

I will send the package in the mail tomorrow. There are about 100 pages.

- > If you are not successful in obtaining
- > the boxes from the individual please convey to him that he will be withholding
- > evidence and the SEC will slap his hands in a legal sort of way. We can also
- > talk to the IRS about his rental income. Let me know if you can obtain the
- > docs on the GM stock deal, or ask Harmon if he has info on the Italian Lire
- > transaction.

I am going to send a copy of this communication to Harmon and expect that he will respond regarding the GM stock and Italian Lire.

We got the boxes from Fant. On first glance Collin did not find anything about GM stock or Italian Lire but we will look further tomorrow when he will bring them to Cañon City.

- >
- > Thanks,
- >
- > Mike
- >

> PS. -- This deal may not be dead yet.

Harmon said that his lawyer told him that the SEC may have second thoughts on the validity of the Mitsu documents.

Phil

Re: Address

mailbox:C:\Program\Files\Netscape\Navi...Inbox?id=1b75ee8c.35bb6365@aol.com&num

Subject: Re: Address

Date: Sun, 26 Jul 1998 13:12:04 EDT

From: Bahama1@aol.com

To: freemart@rmi.net

New address is:

4757 E. Greenway Rd.
#103105
Phoenix, AZ 85032

The SEC is convinced the note is a fraud. The good thing is they don't have it. No one seems to have it. Thanks to Marilyn is was supposedly stolen. Doesn't look good to pay out. Recieved 13 pages of fax from Gilmore and he has been trying to get hold of me to fax more, but we have been missing each other. Frankly, I don't care anymore. This deal has been an abortion from day one.

Mike

Re: Address

mailbox:C:\Program\Files\Netscape\Navi...Inbox?id=7c05460f.35bb63a2@aol.com&num

Subject: Re: Address

Date: Sun, 26 Jul 1998 13:13:05 EDT

From: Bahama1@aol.com

To: freemart@rmi.net

By the way Harmon has not had the balls to call me personally. I will return the same effort and favor.

Mike



DIVISION OF
ENFORCEMENT

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

August 7, 1998
Via Federal Express

Alan Gold, Esq.
20 Adelaide St. East
Suite 210
Toronto M5C2T6
Canada

RE: SEC v. Todt et al.

Dear Mr. Gold,

Further to our discussion of yesterday, we understand that your client Harmon Wilfred wishes to cooperate with the SEC by meeting with Ms. Meriwether and me informally. We explained, and you agreed, that any information that we obtain during any such meeting may be used by the SEC in any way consistent with any of the Commission's routine uses as described in the enclosed document (Form 1662). We also explained that it is the SEC's policy to cooperate with other law enforcement groups, and that any information obtained from your client could be disclosed to such other agencies.

You indicated that because your client might obtain some benefit from meeting with us--to wit, having an opportunity to disclose information which may lead the SEC staff not to recommend that the Commission name Mr. Wilfred as a defendant in the referenced matter--a Canadian Rule of Evidence that exists only in the criminal context would classify your client's statements to us as "involuntary," such that in the event of a criminal proceeding against your client, he could object to, and try to prevent, SEC personnel from testifying as to the subject of our conversations.

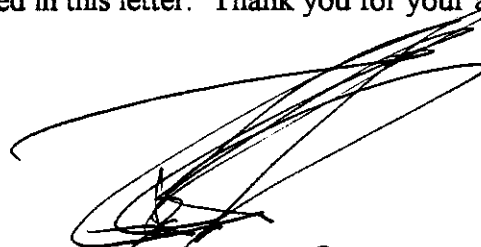
We advised you that SEC policy precluded our going forward with the meeting with your client given any such restriction. We discussed the fact that if Mr. Wilfred chose to execute a binding undertaking not to argue or attempt to prevent any use or

Alan Gold
August 7, 1998
Page 2

disclosure by us of information we obtain from discussions with him, we can go forward with the meeting.

We also promised to provide you with certain documents we may want to discuss with your client. Documents are accordingly enclosed, but you should be aware that these may not be the only ones we ultimately may ask him about.

We would like to reschedule our meeting with Mr. Wilfred in Toronto as soon as possible. Please advise me or Rebecca Meriwether as to whether your client is willing to proceed under the conditions outlined in this letter. Thank you for your assistance in this matter.



John L. Hunter
Assistant Chief Trial Counsel
(202) 942-4825 [Hunter]
(202) 942-4743 [Meriwether]

Enc.: SEC Form 1662
Documents (Various)

F A X C O V E R S H E E T

DATE: August 12, 1998

To: Alan Gold Phone: (416) 368-1726
Gold & Fuerst FAX: (416) 368-6811

From: Don Gillmore Phone: (519) 275-2747
 FAX: (519) 275-2749

RE: Meeting with SEC – August 6th, 1998

Number of pages including cover sheet: 2

Message

Further to your request, here are my notes taken in your office in the meeting between you, Harmon Wilfred, Rebecca Merriweather, and John Hunter. I hope that this will be of some assistance.

9:20 Meeting commenced.

Alan Introduced parameters for this meeting including an absolute requirement that nothing said by Harmon today ever be used against him. John and Rebecca expressed their uneasiness about having another lawyer and Don Gillmore present and taking notes but agreed to their remaining in the meeting.

John & Rebecca We have documents with Harmon's name on them that may place Harmon as another defendant in our case although that decision has not yet been made, and we may want to use these documents against him.

John We are concerned about you (Alan) requiring that we not divulge information given here by Harmon if other agencies ask us any questions and want to use this information against Harmon.

Alan There is no legal protection against civil proceedings so that is not an issue. It is applicable only in criminal cases. If U.S. criminal authority goes to the SEC later (involuntary rule), there is no problem in talking with these agencies but there is an argument in law against using this information in a court of law. We are here today to avoid having Harmon being added to your civil suit. This falls under a rule of evidence, not a rule of privilege (involuntary rule). If someone subsequently charged Harmon criminally, you (John and Rebecca) could not be asked to testify against Harmon using the information given here today by Harmon.

10:10 John and Rebecca left the meeting to make telephone calls to their cohorts in Washington, D.C.

10:30 John and Rebecca returned to the meeting having spoken with three different lawyers at their headquarters.

Rebecca Our lawyers in Washington are not familiar with this evidentiary rule but the SEC cannot engage in any discussions with preconditions. So, as a matter of institutional policy, we cannot talk with Harmon if there are any restrictions on use of the information, criminally or civilly.

John We will not agree to any limitations. We will leave now and may come back later through an international treaty approach. We will talk with Harmon only on a voluntary basis with no restrictions. We have a direct line to the District Attorney in Colorado and will have to discuss this situation there first.

Harmon I feel that I should use a U.S. attorney but I do want to talk to the SEC and help settle all this. Let's leave this matter open for now. I could prepare a response in writing.

Rebecca You must understand that any information from Harmon can be used in any way we desire.

John We just received these new documents from Colorado two days ago and read them for the first time last night.

Alan I am concerned that Harmon's signature on those documents may not be his real signature.

Rebecca We are not asking Harmon to verify his signature because not all these documents were signed by Harmon but may have been addressed to Harmon and/or his company and they appear to refer to or involve him. Will Harmon speak to a U.S. attorney and wave his rights?

Harmon Let me ask you, if you were in my position, would you wave your rights?

Alan Can you (John and Rebecca) send something on paper regarding the approach you want to take in interviewing Harmon so that I can explain it to the U.S. attorney?

Rebecca We want full and frank discussions.

John We agree to send you these documents. Our one requirement is that Harmon's U.S. attorney cannot be Toke & Associates.

10:50 Meeting concluded

Harmon L. Wilfred

Suite 344 • 356 Ontario Street • Stratford • ON • Canada ON • N5A 7X6
TEL (519) 275-2928 • FAX (519) 275-2749

August 25, 1998

Mr. Alan Gold
20 Adelaide Street East
Suite 210
Toronto M5C2T6

**Transmitted by Facsimile
to: (416) 368-6811**

Re: Securities and Exchange Commission letter of August 7, 1998

Dear Alan:

I received a call today from Karen Unger relaying to me the telephone message received yesterday from Rebecca Meriwether regarding the SEC letter and package of documents addressed to you on my behalf dated August 7, 1998 (see attached). Apparently, Ms. Meriwether is enquiring as to whether or not I have received legal council from an American attorney regarding their pursuit of another meeting with me to answer questions about the above mentioned documents regarding the Mitsubishi transaction. Karen mentioned that your recommendation was to refer this matter to Kenneth Gray, my American attorney recently assigned to defend me on the criminal case in Colorado. Would officially involving an American attorney for this matter at this time in any way lessen my protection as a result of being in Canada, or at least make it more convenient for the SEC to play legal games? With their admitted direct connection to the Colorado DA, I feel certain that the Colorado DA would press the SEC to take advantage of any and all such legal opportunities that could potentially make me more vulnerable. In any case, as Mr. Gray is currently preoccupied with getting up to speed on the Colorado case, I would prefer not to distract him with the SEC matter. On the other hand, I would like to accommodate Ms. Meriwether within the boundaries set out by you on our first attempt at a meeting. However, the SEC letter suggests that we continue on their terms and conditions already declined by us in the first meeting. May I suggest that in order to overcome this impasse, we approach Ms. Meriwether with a request to prepare all of her questions about the documents in writing and forward them to your office for my prompt and detailed written reply (interrogatories of a sort?). Certainly, I would ask for your council on my completed reply to their questions before returning same to the SEC. Then, she may utilise the information in my reply without restriction, as she has requested. Please advise at your earliest convenience.

Regards,



Harmon L Wilfred

Tallingford International Inc.

From: Philip C. Freytag <freemart@rmi.net>
To: harmony@execulink.com; tlngford@execulink.com
Subject: Congratulation on getting connected
Date: August 14, 1998 1:17 PM

It is good to see that you got going. Sometimes it is not easy.

This is information I sent to Mike, Bob and Collin just before I received your message.

The following is a little information I have gathered in regard to the SEC lawsuit:

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C.

LITIGATION RELEASE NO. 15775 / June 5, 1998

SECURITIES AND EXCHANGE COMMISSION v. DANIEL T. TODT, et. al., 98
Civ. 3980
(JGK) (SDNY) (June 5, 1998)

The Commission today filed a complaint and obtained emergency injunctive relief in an action involving the offer and attempt to sell forged and fictitious securities. Judge Koeltl of the U.S. District Court for the Southern District of New York issued a temporary restraining order and other relief against Daniel T. Todt (Todt), Rebecca L. Todt (Rebecca Todt), Bay State Trust, Inge Marilyn Perry (Perry), Shmmuel Emmanuel Abijah Quijano (a/k/a HRH Shmmuel Abijah, a/k/a Sergio Arcineagas) (Abijah), Neal Harris (Harris), ABE Investments Group, Inc. (ABE) and Jorge Bryson (Bryson). H. Wayne Leggett (Leggett) is also named as a defendant in the action for an injunction, but was not included in the Commission s motion for a temporary restraining order. The Commission alleged in its complaint that since at least March 1997, the defendants have been engaging in a scheme to obtain money through the offer of fraudulent securities in violation of the antifraud provisions of the federal securities laws.

The Commission alleged in its complaint that the defendants have been engaged in continuing offers and attempts to sell at least one fraudulent bank certificate being represented as issued by the Bank of Tokyo-Mitsubishi, Ltd. (Mitsubishi Certificate). In fact, the complaint alleges that the Mitsubishi Certificate is a sham document. Defendants Todt, Rebecca Todt, Bay State Trust, Perry, Leggett, Abijah, Harris, ABE

and Bryson are all alleged to be part of a fraudulent scheme to use the Mitsubishi Certificate to obtain millions of dollars in payments for themselves, while invoking both humanitarian goals and the names of official entities, ranging from the Federal Reserve Bank to the United Nations Security Council, in an effort to make their scheme appear legitimate. The purported issuing bank for the Mitsubishi Certificate, as well as the FBI and the Federal Reserve, among others, have confirmed that the certificate is a worthless, sham document. The defendants, nonetheless, are persisting in their efforts to negotiate the Mitsubishi Certificate. Further, the Commission alleged that some of the defendants possess at least one additional bogus bank certificate which they intend to sell.

To prevent the defendants from continuing to offer these and other securities and potentially selling them to investors, the Commission requested the relief granted by the District Court, including a temporary restraining order against Todt, Rebecca Todt, Bay State Trust, Perry, Abijah, Harris, ABE and Bryson and an order that the defendants tender the original fraudulent securities to the Registry of the Court. In addition to the emergency relief granted today, the Commission seeks civil injunctions and monetary penalties against the defendants for violations of Section 17(a) of the Securities Act of 1933 and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder.

I have looked up Daniel T. Todt in the 1998 edition of Martindale-Hubbel and find that he is listed as an active member of the bar in Ohio. He graduated in 1955 with a BA degree and obtained a JD in 1986.

He and his wife practice law in Cleveland under the following firm name.

Daniel T. Todt & Associates
20th Floor - The Standard Building
1370 Ontario Street
Cleveland, OH 44113-1701

I did not find a phone number.

They live at: 15728 Balmoral Ct.
Strongsville, OH 44136-2594

and their home phone is: 216-572-4064

Harmon is going to Toronto today to pickup the package that was mailed to his attorneys by the SEC attorneys. It is supposed to be about 1/2 inch thick.

The attorneys who attempted to interview Harmon were John L. Hunter and
Page 2

Rebecca Meriwether, the later apparently being the lead attorney on for SEC. The outcome of this attempt was that Harmon will respond to questions in writing which will be reviewed by his attorney before being sent to SEC.

It is likely that very little information will be derived from any of the people involved in the lawsuit and I will be surprised if any of the discovery is being sent to Harmon. Maybe the 1/2 inch of paper is all questions. All of the parties will probably be advised by their attorneys not to talk about anything that has to do with the case.

The only way to get information, judging from my past experience, is to be a party to the action. Then you are entitled to all of the discovery and all of the motions, etc., and the attorneys can talk to each other. The addresses of all of the parties can be obtained from court records, since a copy of the service must be filed to bring the parties into the suit. This should have been accomplished by now.

Dates and events regarding the Mitsubishi transaction

The following items are documented as to date of the event and backup documentation is in my files.

06/--/96 Harmon's trip to Florida and Europe with Marilyn. During this trip Mike faxes Harmon a copy of the Mitsubishi note.

07/--/96 Beginning of Mitsubishi project. Parties introduced to each other.

09/14/96 Bryson/SEC - Joint venture agreement between ABE and BST re disbursements.

09/20/96 Letter from Mike to Harmon re closing and fees.

10/16/96 Letter from Mike to Harmon re delay due to typhoon in Japan which closed banks.

12/--/96 SEC claims Bank of Tokyo informed Todt that note was fraudulent.

01/06/97 Bryson/SEC - Modification to JV agreement between ABE and BST lowering sale price.

01/12/97 Fax from Mike to Harmon re approval by Minister of Finance of Japan.

01/16/97 Fax from Mike to Harmon confirming approval and backing of note by Japanese Minister of Finance.

01/22/97 Fax from Mike to Harmon re commissions amounts not being in writing.

01/23/97 Fax from Harmon to Wayne re fee protection and payment amount.

01/24/97 Disbursement agreement signed between Mike and Harmon.

02/05/97 Letter from Mike to Harmon re protocols of closing.

02/13/97 Fax from Mike to Harmon stating that the deal has progressed to transaction bank awaiting BIS code.

02/28/97 Fax from Mike to Harmon indicating approval by the US Federal Reserve and BIS rep. dispatched to London.

03/11/97 Bryson/SEC - Modification of JV agreement between ABE and BST again lowering sale price.

03/--/97 Bryson/SEC - ABE hires attorneys in Switzerland.

03/--/97 SEC claims that Marilyn, Todt and Sergio agreed to a sale of note to Todt for \$7B.

03/--/97 SEC claims Harris delivered note to Marilyn.

04/28/97 Irrevocable pay order issued by Bay State Trust to Arcore International Funding.

06/04/97 Harmon executes power of attorney to PCF.

06/06/97 Harmon goes to Florida and meets with Marilyn.

06/17/97 Harmon goes to Canada expecting to continue on to Zurich. Marilyn said to "continue to stand by and collect more information on projects and continue to wait. It's possible that you won't be going to Zurich but

rather New York because the closing will take place in New York."

07/25/97 SEC claims Marilyn and Todt entered into agreement.

08/03/97 SEC claims Marilyn and Todt entered into second agreement

08/10/97 SEC claims Marilyn and Todt entered into third agreement.

08/21/97 Fax from Mike to Don announcing that funds are frozen and Marilyn and Dr. Kopp are out of the loop.

09/-/97 SEC claims representatives of Federal Reserve in New York and FBI advised Todt that note was fraudulent.

09/04/97 Letter from Kodsi & Eisenstein, attorneys to Mike confirming entitlement to intermediary fees.

09/05/97 Fax from Harmon to Wayne & Marilyn regarding pay order commitments.

10/-/97 SEC claims Federal Reserve in New York informed Central Bank of Nicaragua the note was fraudulent.

10/01/97 Bryson/SEC - Fax from Marilyn to Jorge re meeting at Nicaraguan Consulate w Marilyn, Jorge, Sullivan a U.S. State Department contact, two advisors to Nicaraguan president, Nicagaguan Council Vanini & Bertoglio of Crown Holdings. Confirms that State Department was aware of the transaction.

10/03/97 E-mail from Mike to Collin stating that Jorge is having trouble with the Guatemalans.

10/04/97 E-mail from Mike to Collin indicating disappointment with transaction and hope that Jorge gets things done.

12/22/97 SEC claims Todt presented note for collection at Mitsubishi Chicago branch.

01/28/98 E-mail from Mike to Collin advising that all paperwork was completed and waiting on attorney in Switzerland.

01/29/98 E-mail from Mike to PCF advising that Guatemalans want more which might lower commissions.

03/17/98 SEC claims Todt contacted the Bureau of Public Debt at U.S. Treasury to open account with note.

04/01/98 E-mail from Mike to PCF advising that meeting was held with Clinton staff previous day with another Friday.

04/07/98 E-mail from Mike to various advising that Clinton administration delaying announcing the deal.

04/21/98 E-mail from Mike to PCF and Collin re payout date being up to Guatemalan and US governments.

04/-/98 Bryson/SEC - Marilyn advises Jorge that she was going to see the SEC.

05/16/98 SEC claims Jorge arranged meetings with residents of Guatemala, Nicaragua and El Salvador re distribution.

05/18/98 SEC claims Jorge traveled to Guatemala to push transaction forward.

05/27/98 Bryson/SEC - Meeting in Florida with Brolo, Galvez, Jorge, Marilyn present. Marilyn shows Jorge a receipt for

\$15B USD in U.S. Treasury Bills she stated were from the buyer of the note to back transaction.

05/29/98 E-mail from Mike to PCF re Harmon reestablishing contact with Wayne and Dr. Kopp still in control of payout.

06/05/98 SEC files lawsuit 98 Civ. 3980

06/10/98 E-mail from Mike to various advising that Sergio was picked up in London.

06/19/98 E-mail from Mike to Collin advising that Jorge will give deposition this day and Marilyn tomorrow to (SEC).

07/14/98 E-mail from Mike to PCF advising that he has interview with SEC representatives on 07/20/98.

07/26/98 E-mail from Mike to PCF stating that SEC thinks the note is a fraud but that they do not have it.

08/03/98 Fax from Harmon to PCF stating that meeting with SEC representatives was to be held on 08/06/98.

Note to Harmon on Aug. 12, 1998:

I have no information as to when the Mitsubishi transaction actually started although I know about when. Is there anything in writing about this? I looked through the files you suggested but found nothing. However, we did find a copy of the General Motors stock certificate in the Bay State Trust file and I have forwarded a copy to Mike by regular mail today.

I also found out today that Bill Aspinwall did not go to Toronto but rather is vacationing in the Colorado mountains and will be back next Monday, August 19, 1997. I do not know how I misunderstood him so totally. No wonder I could not reach him at his home. This does not give much time to get ready for my preliminary hearing on August 24.

I am very anxious to see the material sent to you by the SEC reps. Was one of them Rebecca Merryweather by any chance? She met with Mike.

Note to Harmon on Aug 16, 1998:

As you can see this file chronology is growing and becoming more meaningful. Please note the inconsistencies. We need to try to resolve them to find who the bad guys are. The more I see, it looks like Marilyn and her crew, although it is too early to tell for sure.

Phil

-----43557F8D5EFF-----

Received: from mg1.rockymtn.net (mailserv.rockymtn.net [166.93.205.11])
by snel.execulink.com (8.8.7/8.8.7) with ESMTP id RAA12198
for <tingford@execulink.com>; Sun, 16 Aug 1998 17:04:56 -0400 (EDT)
Received: from rainbow.rmi.net (rainbow [166.93.8.14])
by mg1.rockymtn.net (8.8.7/8.8.7) with ESMTP id PAA07636
for <tingford@execulink.com>; Sun, 16 Aug 1998 15:04:54 -0600 (MDT)
Received: from RMI (166-93-39-108.rmi.net [166.93.39.108])
by rainbow.rmi.net (8.8.7/8.8.5) with SMTP id PAA12423
for <tingford@execulink.com>; Sun, 16 Aug 1998 15:03:21 -0600 (MDT)

Message-ID: <35D74870.64D2@rmi.net>

Date: Sun, 16 Aug 1998 15:00:32 -0600

From: "Philip C. Freytag" <freemart@rmi.net>

Reply-To: freemart@rmi.net

Organization: All America Consulting

X-Mailer: Mozilla 3.04Gold (Win95; I)

MIME-Version: 1.0

To: tingford@execulink.com

Subject: Events

Content-Type: multipart/mixed; boundary="-----43557F8D5EFF"

X-UIDL: 7c13cdaf3b1092d5acf2df50ce882f51

This is a multi-part message in MIME format.

-----43557F8D5EFF

Content-Type: text/plain; charset=us-ascii

Content-Transfer-Encoding: 7bit

Harmon:

Attached is a copy of the latest events list. I am sending it in .txt
format since I am using Word 97. If you are using
Word 7 you would not be able to read it. I hope it comes through O.K.

Phil

-----43557F8D5EFF

Content-Type: text/plain; charset=us-ascii; name="events.txt"

Content-Transfer-Encoding: 7bit

Content-Disposition: inline; filename="events.txt"

Tallingford International Inc.

From: Bahama1@aol.com
To: harmony@execulink.com; tlngford@execulink.com
Subject: 6 months
Date: September 27, 1998 11:22 AM

Harmon,
For the last 6 months I have done alot of research and digging on the Mitsu deal.
Findings: The note is a open ended note. Which means it can never really be cashed. But, all along we have heard the money was in a bank. Somewhat true.....the note was put up to a major source (with \$\$) and turned into T-Bills approx. 15B worth. The next step was to turn the T-Bills into cash or put them into a program. Which brings us to now..Mr. Daniel Todt we think has done just that. The ex-pres of Guatemala has spent quite a bit of time recently with Mr. Todt along with Ms. Perry. Their group attitude is that they don't plan on paying anyone. But..... check again. We do not intend on letting them get away with such. Your mission is to make Mr. Todt aware that you know of the T-Bills and that you would like your commission as stated on the pay order from Bay State. Do not let on that you know as much as I've disclosed. All you can say is that "you know of the T-Bills and are interested in getting paid". Period. Then let him talk. He will probably let something slip, so listen carefully. By the way the note is real and the SEC doesn't know what they are talking about.
Daniel Todt- 216-363-6043

M

SUITE 344
358 ONTARIO STREET
STRATFORD, ONT. N5A 7X6

SUITE 344
358 ONTARIO STREET
STRATFORD, ONT. N5A 7X6

SUITE 344
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STRATFORD, ONT. N5A 7X6

From: Bahama1@aol.com <Bahama1@aol.com>
To: harmony@execulink.com <harmony@execulink.com>; tlngford@execulink.com <tlngford@execulink.com>
Date: September 27, 1998 11:23 AM
Subject: 6 months

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Findings: The note is a open ended note. Which means it can never really be cashed. But, all along we have heard the money was in a bank. Somewhat true.....the note was put up to a major source (with \$\$) and turned into T-Bills approx. 15B worth. The next step was to turn the T-Bills into cash or put them into a program. Which brings us to now..Mr. Daniel Todt we think has done just that. The ex-pres of Guatemala has spent quite a bit of time recently with Mr. Todt along with Ms. Perry. Their group attitude is that they don't plan on paying anyone. But..... check again. We do not intend on letting them get away with such. Your mission is to make Mr. Todt aware that you know of the T-Bills and that you would like your commission as stated on the pay order from Bay State. Do not let on that you know as much as I've disclosed. All you can say is that "you know of the T-Bills and are interested in getting paid". Period. Then let him talk. He will probably let something slip, so listen carefully. By the way the note is real and the SEC doesn't know what they are talking about.
Daniel Todt- 216-363-6043

M

19/04/99

From: Bahama1@aol.com <Bahama1@aol.com>
To: freemart@rmi.net <freemart@rmi.net>; Gray222@aol.com <Gray222@aol.com>;
harmony@execulink.com <harmony@execulink.com>; tlngford@execulink.com
<tlngford@execulink.com>; collin.finn@pikespeak.com
<collin.finn@pikespeak.com>; bobatthefarm@juno.com
<bobatthefarm@juno.com>
Date: November 10, 1998 10:25 PM
Subject: Re: More on SEC

Sure the bank and everyone else is going to say it is not real. Other wise the japs would have to pay. And our Mother Theresa (Ms. Perry) is hiding out in Leichtenstein. There are people waiting for her to return. They want to have some words with her.

From: Philip C. Freytag <freemart@rmi.net>
To: harmony@execulink.com <harmony@execulink.com>
Date: November 12, 1998 12:17 PM
Subject: Telephone numbers

Harmon:

Here are some telephone numbers and info on Sergio that came from your old office records just in case you do not have the records in Canada.

David Hage 719-540-8875 office
719-576-6364 home

Ken Dobnak 719-533-1159 office
719-637-3838 home

Sergio 719-597-0310 home
719-450-0697 pager
719-339-6821 mobile

other info Sergio DOB 5/12/62 Colo Drivers License 94-335-2098

Tell me a little about where Sergio and his mother lived, what kind of car he drove, or anything else you can think of. I will go by the next time I am in Colorado Springs and see if I can observe anything. Do you think Kevin Tebedo might know where he is?

It seems odd to me that the only person that the SEC has gotten judgment on is Sergio, unless of course, no information has been released about the rest of the accused.

It is also interesting to note in Mike's message, which you should have gotten a copy of, that Marilyn is in Leichtenstein. What do you suppose happened to the close observation of her movements by the company? Or do you think Mike was and/or is feeding us a line?

The reason that I was looking up another SEC case is that I was listed as a victim and the US attorney sent me a letter. I called him and found out that they are required by law to notify all victims and to keep them informed about what is going on in a case. They also have the right to attend all hearings in a case and even to make comment or enter pleadings. Do you think we or you should consider the possibility of somehow becoming a victim in the Mitsubishi case? Somebody must be a victim or they would have no reason to have entered the case. If the investors were to enter the case it might reflect adversely on you and Collin in which you would be accused of improperly dealing in a security. I doubt that they could make much of a case because I think they have already tried that.

In the other case there is \$2,000,000 that the SEC seized and which is being held to be refunded to the victims, so they say. But at least we may have a chance to recover something.

19/04/99

Arcore International Funding, L.L.C.

Investment Services
Suite 344 • 356 Ontario Street • Stratford • ON • Canada • N5A 7X6
TEL (519) 275-2728 • FAX (519) 275-2943

CONFIDENTIAL FAX TRANSMISSION

Date: July 21, 1999
To: **Dale Parrish**
Company: Edward Dale Parrish, P.C.
Tel: (303) 820-3440
Fax: (303) 820-3449
From: **Harmon L. Wilfred**
Regarding: **AIF Distribution Committee / Mitsubishi Transaction**
Number of Pages (Including Cover Page) **17**

Dear Dale,

As per your request, attached are copies of the Agreement to form the Arcore Distribution Committee related to the Mitsubishi Note transaction accompanied by documents detailing distribution information. The Distribution Committee was formed by the Colorado investors to provide for more direct control in the distribution of funds and to provide for more efficient communication to be directed from Arcore to the Committee for distribution to the Colorado Investor / Lenders. The last significant communication from me took place in October, 1998 when I copied the Distribution Committee on documents and information received from the SEC indicating that the Mitsubishi Note was determined to be fraudulent. This included a copy of the law suit filed by the SEC against all of the principals in the transaction as well as written chronological accounts of the transaction obtained in the SEC investigation. Arcore, as an intermediary in the transaction, was not named in the suit. Since the receipt and conveyance of this information, Don Gillmore and I have continued to receive e-mail and telephone communication from Arcore's contacts in the transaction that the SEC is wrong and that the Note is in fact real, and in one instance, directing me to contact certain individuals in the transaction to pursue payment. Copies of those e-mail communications are in the package of information I gave you during your last visit to Stratford. Until such time as the charges against me in my personal matter are dealt with, I have made it clear to those in the transaction and to the Distribution Committee members, that I will not violate the SEC's direction in pursuing the transaction except to insist that further official investigation is needed in the matter.

I have since received a call from Mr. Wayne Leggett, assistant to the primary Trustee in the transaction, on April 22 and 23, 1999. He informed me that the Note is not and never was fraudulent, that the US government has possession of it and has proceeded to convert the Note to US Treasury Bills, and that it intends to utilize the proceeds of the investment / sale of these T-Bills for Guatemalan Relief Funding. Mr. Leggett also stated that the principals sued by the SEC who actually had possession of the Note were dismissed in return for turning the Note over to the US government and for their

silence in the matter. He also shared other information regarding high level government officials involved. I have notes in my diary on the conversations. Mr. Leggett also informed me that, due to the sensitive nature of the Note transaction and its history with the US CIA, I would be well advised to walk away and leave it alone.

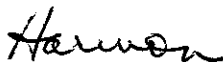
It is Mr. Gillmore's and my position on behalf of Arcore that the Mitsubishi Note transaction should be investigated further at the federal and international levels for the protection of all concerned. As you know, I have made considerable efforts toward this end in my communications to certain Federal agencies prior to your taking my personal case. Mr. Gillmore and I will co-operate fully in any such investigation at any level in order to protect the interests of our Investor / Lenders.

As you are also aware, a full package of evidence regarding the Mitsubishi transaction was requested in April of this year by a Canadian official to be held by the Canadian Government through the Canadian Security Intelligence Service (the Canadian equivalent of the US CIA). This evidence is now in the possession of CSIS for safety and possible investigation by the Canadian authorities. As of this date, I have not received any further communication and, as promised, I have ceased any further such efforts since the signing of our contract for legal services, subject to your legal direction.

It should also be noted that payment on the Arcore Investor / Lender contracts were not exclusive to fee income received on the Mitsubishi Note transaction, but also included payment from other opportunities being pursued by Arcore including the funding of several power plants in China. This transaction was put on hold subject to the charges against me and will re-commence upon my release. Arcore's primary Chinese contact for this transaction is also an Investor / Lender in the Mitsubishi Note transaction.

Mr. Gillmore and I are ready to co-operate in any further questions or information you or the authorities may require in this matter.

Sincerely,



Harmon L. Wilfred
Manager / CEO