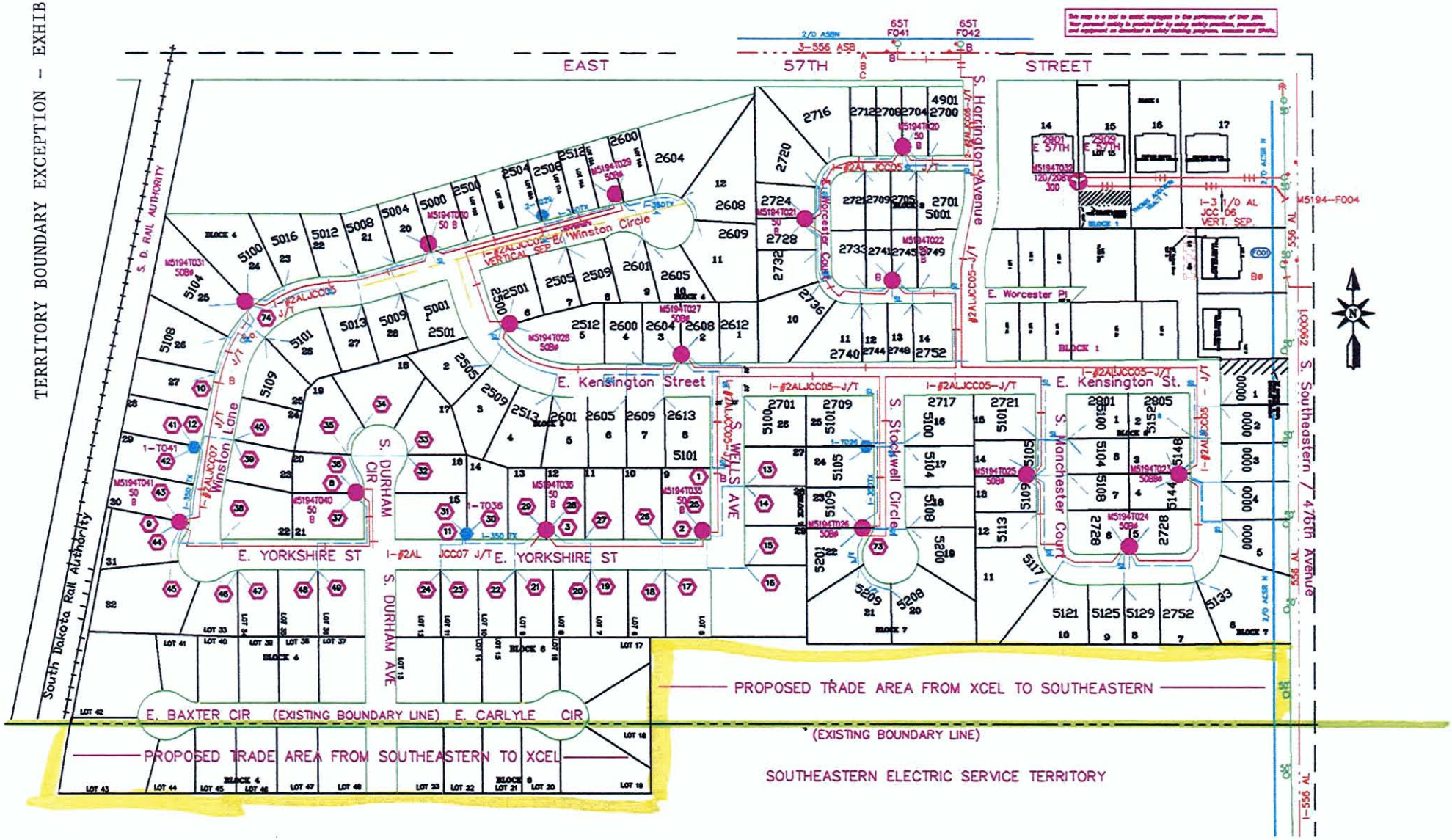TERRITORY BOUNDARY EXCEPTION - EXHIBIT "A"