

EXHIBIT A

1. AGENT'S FEE:

Phase I

Initial 253 homes

Off-site portfolio management

Total management fee shall be the greater of \$18.00 per closed home per month, or \$750.00 per month.

Phase II

At such time that the Club House facility is completed and in accordance with the number of units sold – Wentworth shall designate a full-time Manager and full-time Activities Director. In addition, at the discretion of the Association – a part-time administrative assistant shall also be assigned to on-site management office.

The Association in accordance with the management proposal and the approved budget shall pay all costs associated with the on-site management personnel.

Total management fee during Phase II shall be equal to \$2,500.00 per month, or \$8.50 per completed unit per month, whichever is greater.

2. REIMBURSABLE EXPENSES:

In addition to the management fee provided in Paragraph 6.01 of the Agreement, Association agrees to reimburse Agent for expenses incurred as follows:

Coupon books - Direct Expense - not less than \$2.50 per book

Computer labels - Direct Expense not less than \$15.00 per mailing

Bank charges including lockbox fee - Direct Expense

Copy charge - \$.25 per copy

Envelopes - Direct expense not less than \$.15 each

Postage - Direct expense

Fax - \$1.00 per page

Long Distance phone calls - cost + 25%

Processing Returned Checks - \$25 per check plus bank charges

Computer Checks - \$.25 per check

Payroll Processing Fee - Greater of 7% of gross payroll or \$10 per check

3. NEW CONSTRUCTION/NEW SETTLEMENT FEE: In addition to the compensation outlined above, the Managing Agent shall receive an initial processing fee of twenty-five (\$25.00) dollars for each new settlement in new construction communities.

5. ASSOCIATION SHALL PAY AGENT COMPENSATION AS FOLLOWS:

Principals - \$150 per hour, Regional Manager/Director - \$125 per hour, Property Management - \$75 per hour, and clerical personnel - \$35 per hour for services performed on behalf of the Association outside the normal course of operations or outside the parameters of this agreement. Agent will advise Association of any unusual event which may result in the above fees being charged to Association.

Acknowledgement of Exhibit A