

RACM/CAM-JWM, LLC (CHARTER WIRE)
TERM SHEET
FOR ACQUISITION OF LAND
IN MENOMONEE VALLEY INDUSTRIAL CENTER

Property: Approximately 7.8 acres located in the RACM Menomonee Valley Industrial Center identified as Parcel A on Exhibit A attached hereto. The exact acreage will be confirmed by survey.

Purchase Price: \$120,000/acre, payable in cash at closing. Total cost of 7.8 acres will be \$936,000.

Closing: Closing shall occur on or before August 1, 2008, as mutually agreed.

Property Condition: RACM shall have completed all filling, grading and environmental remediation at the site pursuant to the specifications attached hereto as Exhibit B. The costs for such site work shall be paid solely by RACM. RACM shall be responsible for obtaining case closure from the WDNR and shall indemnify Charter Wire from and against any claims relating to adverse environmental conditions existing on or prior to closing. Charter Wire shall provide RACM with reasonable access to the Property to accommodate case closure requirements (such as well monitoring). RACM shall allow Charter Wire to dispose of any fill within the Menomonee Valley Industrial Center at no cost to Charter Wire (i.e. tipping fee). RACM shall also make available to Charter Wire crushed stone (at the consistency requested by the developer at a cost of \$7.00 per ton or \$10.50 per cubic yard).

Further, as agreed to in previous correspondence between RACM and Charter Wire, RACM shall pay for the placement and removal of the surcharge on the footprint of the proposed building and Charter Wire shall pay for the placement and removal of the surcharge on the footprint of any future expansion of the original building. The surcharge cost is \$1.25/square foot with the City already placing a total of 47,000 cubic yards of material on the original 160,000 square foot building at a cost to the City of \$200,000. Charter Wire is currently finalizing surcharging needs for the site; RACM and Charter Wire will share responsibility for incremental costs to perform any additional surcharging that may be required before construction of the original building.

Development: Charter Wire shall construct and operate a new office and manufacturing facility on the site containing approximately 160,000 square feet (the "Project"). Charter Wire anticipates completion of construction of the Project sometime in the summer of 2009, subject to force majeure.

Design Guidelines: Charter Wire shall develop and operate the Project in compliance with the Design Guidelines attached hereto as Exhibit C. These guidelines have been incorporated into a Redevelopment Plan and approved by RACM and the City and encompass Parcel A and the other land owned and being developed by RACM in the Menomonee Valley Industrial Center within Tax Incremental District No. 53.

Human Resources Requirements: Charter Wire shall use its best efforts to utilize Emerging Business Enterprise for not less than 18% of the construction cost of the Project and shall enter into an Emerging Business Enterprise Agreement for that purpose. Charter Wire shall also use its best efforts to cause its contractors to pay workers on the Project based on the current prevailing wage scale.

Stormwater Maintenance: As part of the overall development of the Menomonee Valley Industrial Center, RACM has installed a master stormwater management system that will serve Parcel A and the other lands within the Center. The cost of installation of the system is included in the purchase price. Subsequent to closing, Charter Wire shall be obligated to pay to RACM or to a property owners association created by RACM, Charter Wire's pro rata share of the annual costs of operating and maintaining such stormwater management system.

Subsequent Documentation: Prior to closing, RACM and Charter Wire shall enter into an Agreement For Sale of Land containing RACM's customary provisions (consistent with the provisions of this Term Sheet) pertaining to the conveyance of RACM-owned property. Such provisions shall include the requirement that Parcel A shall be governed by a Redevelopment Plan containing use and design regulations and that title to properties within the Menomonee Valley Industrial Center shall be further subject to customary permitted encumbrances such as utility, access and other easements for common benefit.