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Phase-in Plan for retirement

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D. PERESALL - 1993 AGENDA
(PHASE-IN PLAN FOR RETIREMENT)

I. OFFICIAL RETIREMENT 10/31/93

II. CURRENT RESPONSIBILITIES & DISPOSITION:

A) ATHENS - TURN OVER TO JOE SOLEM
(NEXT BD MTG. FEB. 4 - 2PM - OCEANSIDE)

B) BOLDER BATTERY - (AS BACKUP TO CARL) - CONTINUE
(CENTENNIAL IS ALWAYS REPRESENTED BY DON P. & DON D.)

C) COLOR INCUBATOR FUND - (MEETS QTRLY) - CONTINUE

D) PARTNERS MEETINGS / DILIGENCE REPORTS
   1) DENVER MEETINGS - CONTINUE
   2) PHX OR HOUSTON MTGS - USE SPEAKER PHONE
      WHEN PRACTICAL - 1-HOUR SUMMARY OR LESS.
      (NOTE THAT I DON'T MIND THE TRAVEL BUT
       QUESTION VALUE OF EXPENSES)
   3) RETREAT MTGS - CONTINUE TO ATTEND.

E) KEEP UP ON ALL DILIGENCE.

F) COMMUNICATIONS WITH INVESTORS (GIMU, JAPANESE,
   WHATEVER REQUIRED)

G) P.R. PRESENCE IN BOLDER AS POSSIBLE.

H) P.R. SPEECHES AS NECESSARY (APPROX. 12 IN 1992)

III. TRY TO CONFINE OFFICE TIME TO 20 HRS/WEEK

IV. COMPENSATION

   FOR THE ABOVE, PLUS FACTORS SUCH AS C.P.
   RESPONSIBILITY AND LIABILITY I WOULD SUGGEST
   $75,000 - AS SALARY THROUGH 12/31/93
   WITH A TOTAL EXPENSE BUDGET OF $5,000.

   IF IT IS NECESSARY TO USE ME AFTER 1993 - TO MEET
   INVESTOR OR C.P. AGREEMENT CONDITIONS - WE CAN
   CROSS THAT BRIDGE LATER. AT THIS POINT I WORRY
   ABOUT BUYING GREEN BANSANAS!