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Appendix A

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The Company is subject to United States federal and state income taxes at an approximate rate of 35%. The reconciliation of the provision for income taxes at the United States federal statutory rate compared to the Company's income tax expense as reported is as follows:

	May 31, 2012	May 31, 2011
	\$	\$
Net loss before income taxes per financial statements	(1,819,877)	(2,561,307)
Income tax rate	35%	35%
Income tax recovery	(636,957)	(896,457)
Permanent differences	-	-
Temporary differences	-	638,750
Change in valuation allowance	636,957	(257,704)
Provision for income taxes		

The significant components of deferred income tax assets and liabilities at May 31, 2012 and 2011 are as follows:

	May 31, 2012	May 31, 2011
	\$	\$
Net operating loss carry-forward	3,438,831	2,815,642
Impairment loss	638,750	638,750
Valuation allowance	(4,077,581)	(3,454,392)
Net deferred income tax asset		

Note 13 Entry to Definitive Material Agreement

On March 9, 2012 the Company entered into an agreement with North Homestake Mining Company to exchange common stock to affect the acquisition of North Homestake's gold exploration properties located in South Dakota. The

closing of this agreement has not taken place and will be delayed until after certain filing requirements are met.

Conditions precedent to the closing of the transaction are: (i) The Registrant's affecting a ten for one reverse split of its common stock; (ii) Changing the name of the Registrant to Dakota Territory Resource Corp; and, (iii) Applying for and changing the ticker symbol of the Registrant consistent with the proposed name change. The transaction was agreed to close on March 31, 2012, or as soon as is legally practicable in anticipation of regulatory review by the Securities and Exchange Commission and the Financial Industry Regulatory Authority.

Note 14 Consulting Agreement

On February 9, 2012 the Company engaged a consultant to advise, consult and assist the Company in developing and implementing plans and strategies, and assist in public relations and communications for a one year period. The Company agreed to issue to the consultant a payment of restricted shares of the Company's stock in an amount equal to 4.999% of the Company's issued and outstanding stock (post reverse stock split) within ten business days of the completion of the Company's reverse stock split to occur during the first half of the year of 2012.

Appendix A

Note 15 Entry into Material Agreement

On March 8, 2012, a Special Shareholders Meeting was held in Reno, Nevada. Called and held in accordance with the Company's by-laws, 21,625,000 shares, or approximately 63% of the total common shares issued and eligible to cast votes, voted to approve and authorize the Board of Directors of the Company to: 1) Implement a 10:1 reverse split on all of the common shares of the Company; 2) Change the name of the Company to Dakota Territory Resource Corp, and apply for a new ticker symbol; and 3) Acquire all of the issued and outstanding common shares of North Homestake Mining Company (North Homestake), a Nevada Corporation.

Note 16 Subsequent Events

Subsequent to March 31, 2012, the Company is working on filing the 14C proxy statement regarding the agreement with North Homestake Mining Company.

Appendix A

**Appendix B**

**Report of Independent Registered Public Accounting Firm**

**To the Board of Directors and Stockholders**

**North Homestake Mining Company**

**(An Exploration Stage Company)**

**We have audited the accompanying balance sheet of North Homestake Mining Company (the Company ) as of March 31, 2012 and the related statements of operations, changes in shareholders equity and cash flows for the period from April 12, 2011 (inception) through March 31, 2012. These financial statements are the responsibility of the Company s management. Our responsibility is to express an opinion on these financial statements based on our audits.**

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of North Homestake Mining Company as of March 31, 2012, and the result of its operations and its cash flows for the period from April 12, 2011 (inception) through March 31, 2012 in conformity with U.S. generally accepted accounting principles.

The financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 2 to the financial statements, the Company's losses from operations raise substantial doubt about its ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/s/PLS CPA

**PLS CPA, A Professional Corp.**

June 27, 2012

San Diego, CA. 92111

**Registered with the Public Company Accounting Oversight Board**

Appendix B



NORTH HOMESTAKE MINING COMPANY  
 (An Exploration Stage Company)  
 BALANCE SHEET  
 March 31, 2012

ASSETS

TOTAL ASSETS	\$	-
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LIABILITIES & SHAREHOLDER'S EQUITY

Accounts payable	\$	333
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Capital stock authorized: 75,000 common shares with a par value of \$0.001

Issued and outstanding: 75,000 common shares

Capital stock	\$	75
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Additional paid-in capital		74,925
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Deficit accumulated during the exploration stage		(75,333)
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	\$	(333)
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TOTAL LIABILITIES & SHAREHOLDER'S EQUITY	\$	-
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Appendix B



NORTH HOMESTAKE MINING COMPANY  
(An Exploration Stage Company)  
INCOME STATEMENT  
FOR THE PERIOD FROM APRIL 12, 2011 (INCEPTION) THROUGH MARCH 31, 2012

REVENUES	\$	-
OPERATING EXPENSES		
Exploration costs	\$	74,644
General and administrative		689
TOTAL EXPENSES		75,333
NET LOSS FROM OPERATIONS	\$	(75,333)

Appendix B

NORTH HOMESTAKE MINING COMPANY  
 (An Exploration Stage Company)  
 STATEMENT OF CHANGES IN STOCKHOLDER'S EQUITY  
 FOR THE YEAR ENDED MARCH 31, 2012

	Common Stock		Additional	Accumulated	Total
	75,000 shares authorized	Par Value	Paid in	Deficit	Shareholder's
	Shares	\$ .001 per	Capital		Equity
	Issued	share			
Shares issued at \$1.00 per shares	75,000	\$ 75	\$ 74,925	\$ -	\$ 75,000
Net income	-	-	-	(75,333)	(75,333)
Balance, March 31, 2012	75,000	\$ 75	\$ 74,925	\$ (75,333)	\$ (333)

Appendix B

NORTH HOMESTAKE MINING COMPANY  
 (An Exploration Stage Company)  
 STATEMENT OF CASH FLOWS  
 FOR THE PERIOD FROM APRIL 12, 2011 (INCEPTION) THROUGH MARCH 31, 2012

Net income (loss)	\$	(75,333)
Adjustments to reconcile net income to net cash:		
Changes in current assets and liabilities:		
Accounts payable		333
Net cash used in operating activities	\$	(75,000)
 Cash Flows from Investing Activities		
Net Cash used in investing activities	\$	-
 Cash Flows from Financing Activities		
Proceeds from the issuance of common stock	\$	75,000
Net cash provided by financing activities	\$	75,000
Net cash flows from operations		-
Cash and cash equivalents, beginning of period	\$	-
Cash and cash equivalents, end of period	\$	-

Appendix B

**NORTH HOMESTAKE MINING COMPANY**

**(An Exploration Stage Company)**

**Notes to the Financial Statement**

**March 31, 2012**

Note 1

Nature and Continuance of Operations

North Homestake Mining Company was incorporated in the State of Nevada on April 12, 2011. The Company has been in the exploration stage since its formation and has not realized any revenues from its planned operations. The Company is primarily engaged in the acquisition, exploration and development of mineral properties.

The Company has chosen a March 31 fiscal year end.

Note 2

Basis of Presentation Going Concern Uncertainties

These financial statements have been prepared in conformity with generally accepted accounting principles in the United States, which contemplate continuation of the Company as a going concern. The Company is at its early stages of development and has limited operations, and has sustained operating losses resulting in a deficit.

The Company has accumulated a deficit of \$75,333 since inception, has yet to achieve profitable operations and further losses are anticipated in the development of its business. The Company's ability to continue as a going concern is in substantial doubt and is dependent upon obtaining financing and/or achieving a sustainable profitable level of operations. The financial statements do not include any adjustments that might result from the outcome of this uncertainty. The Company may seek additional equity as necessary and it expects to raise funds through private or public equity investment or loans from directors of the Company in order to support existing operations. There is no assurance that such additional funds will be available for the Company on acceptable terms, if at all.

Note 3

## Summary of Principal Accounting Policies

### Basis of presentation

The accompanying financial statements are stated in US dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America.

### Cash and cash equivalents

The Company considers all short-term highly liquid investments that are readily convertible to known amounts of cash and have original maturities of three months or less to be cash equivalents.

### Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Management makes its best estimate of the ultimate outcome for these items based on historical trends and other information available when the financial statements are prepared. Changes in estimates are recognized in accordance with the accounting rules for the estimate, which is typically in the period when new information becomes available to management. Actual results could differ from those estimates.

### Income Taxes

The Company follows the guideline under Financial Accounting Standards Board's ( FASB ) Accounting Standards Codification ( ASC ) Topic 740 Income Taxes which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred income taxes are recognized for the tax consequences in future years of differences between the tax bases of assets and liabilities and their financial reporting amounts at each period end based on enacted tax laws and statutory tax rates, applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established, when necessary, to reduce deferred tax assets to the amount expected to be realized. Since the Company is in the developmental stage and has losses, no deferred tax asset or income taxes have been recorded in the financial statements.

Appendix B

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### Financial instruments

The Company's financial instruments consist of cash, accounts payable and accrued liabilities and their carrying values approximate fair value because of their short-term nature. Management is of the opinion that the Company is not exposed to significant interest or credit risks arising from these financial instruments.

### Exploration Stage Company

The Company is an exploration stage company, and follows the guideline of ASC Topic 915 Development Stage Entities . It is primarily engaged in the acquisition and exploration of mining properties. All losses accumulated since inception, have been considered as part of the Company's exploration stage activities.

### Mineral Property Costs

The Company has been in the exploration stage since its formation on April 12, 2011 and has not yet realized any revenues from its planned operations. All exploration expenditures are expensed as incurred. Costs of acquisition and option costs of mineral rights are capitalized upon acquisition. Mine development costs incurred to develop new ore deposits, to expand the capacity of mines, or to develop mine areas substantially in advance of current production are also capitalized once proven and probable reserves exist and the property is a commercially mineable property. Costs incurred to maintain current production or to maintain assets on a standby basis are charged to operations.

If the Company does not continue with exploration after the completion of the feasibility study, the mineral rights will be expensed at that time. Costs of abandoned projects are charged to mining costs including related property and equipment costs. To determine if these costs are in excess of their recoverable amount periodic evaluation of carrying value of capitalized costs and any related property and equipment costs are based upon expected future cash flows and/or estimated salvage value in accordance with ASC 360-10-35-15, Impairment or Disposal of Long-Lived Assets .

### Environmental Costs

Environmental expenditures that relate to current operations are expensed or capitalized as appropriate. Expenditures that relate to an existing condition caused by past operations, and which do not contribute to current or future revenue

generation, are expensed. Liabilities are recorded when environmental assessments and/or remedial efforts are probable, and the cost can be reasonably estimated. Generally, the timing of these accruals coincides with the earlier of completion of a feasibility study or the Company's commitments to plan of action based on the then known facts.

### Fair value measurements

The Company follows the guidelines in ASC Topic 820 Fair Value Measurements and Disclosures . Fair value is defined as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities, which are required to be recorded at fair value, the Company considers the principal or most advantageous market in which the Company would transact and the market-based risk measurements or assumptions that market participants would use in pricing the asset or liability, such as inherent risk, transfer restrictions and credit risk.

The Company applies the following fair value hierarchy, which prioritizes the inputs used to measure fair value into three levels and bases the categorization within the hierarchy upon the lowest level of input that is available and significant to the fair value measurement:

Level 1 Quoted prices in active markets for identical assets or liabilities.

Level 2 Observable inputs other than quoted prices in active markets for identical assets and liabilities, quoted prices for identical or similar assets or liabilities in inactive markets, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 inputs are generally unobservable and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques, including option pricing models and discounted cash flow models.

### Appendix B



ASC Topic 820, in and of itself, does not require any fair value measurements. As at March 31, 2012, the Company did not have assets or liabilities subject to fair value measurement.

Recently issued accounting pronouncements

The Company adopts new pronouncements relating to generally accepted accounting principles applicable to the Company as they are issued, which may be in advance of their effective date. Management does not believe that any pronouncement not yet effective but recently issued by the FASB (including its Emerging Issues Task Force), the AICPA or the SEC would, if adopted, have a material effect on the accompanying financial statements.

Note 4

Common stock

On April 12, 2011 the company authorized issuance of 75,000 restricted common stock, at a unit price of \$1.00 per share, as part of a Section 4(2) subscription to the directors of the Company. Total proceeds were \$75,000.

Note 5

Mineral Properties

On December 28, 2011, North Homestake Mining Company became the legal and beneficial owner of all right, title and interest in the BG (Blind Gold) Unpatented Lode Mining Claims BG 1 - 79 and BG 81 - 85; located in Lawrence County, South Dakota and located within Township 5 North, Range 3 East, Sections 5, 6, 7, & 8 and in Township 5 North, Range 2 East, Sections 1 & 12, Black Hills Prime Meridian (BHPM); legally staked and acquired in accordance with 1872 Mining Law; and by acknowledgement and receipt of the first annual payment of \$15,876 due to the United States Department of the Interior, Bureau of Land Management.

Note 6

Related Party Transaction

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Effective June 10, 2011, the Company agreed to reimburse Minera Teles Pires Inc., a company controlled by the President and director of the Company, costs incurred by Minera Teles Pires Inc. on behalf of the Company for property research, data acquisition, property acquisition costs and any legitimate reimbursable expenses associated with such research and acquisition or the general operation of the Company. As at March 31, 2012, Minera Teles Pires Inc. submitted invoices in the amount of \$37,833, of which \$37,500 has been paid.

Effective June 10, 2011, the Company agreed to reimburse Jerikodie Inc., a company controlled by the Vice President and director of the Company, costs incurred by Jerikodie Inc. on behalf of the Company for property research, data acquisition, property acquisition costs and any legitimate reimbursable expenses associated with such research and acquisition or the general operation of the Company. As at March 31, 2012, Jerikodie Inc. submitted invoices in the amount of \$37,500, of which \$37,500 has been paid.

Effective October 11, 2011 the Company entered into a 5% NSR (Net Smelter Returns) Royalty Agreement with and Mr. Richard Bachman, who is President and a director of the Company and Mr. Gerald Aberle, who is Vice President and a director of the Company with respect to the Blind Gold Property located in the Black Hills of South Dakota.

On March 8, 2012 the Company entered into an agreement with Mustang Geothermal Corp. to exchange common stock to affect the acquisition of the Company and the Company's gold exploration properties located in South Dakota. The closing of this agreement has not taken place and will be delayed until after certain filing requirements of Mustang Geothermal Corp are met.

Conditions precedent to the closing of the transaction are: (i) Mustang Geothermal Corp affecting a ten for one reverse split of its common stock; (ii) Changing the name of the Mustang Geothermal Corp to Dakota Territory Resource Corp; and, (iii) Applying for and changing the ticker symbol of the Mustang Geothermal Corp consistent with the proposed name change. The transaction was agreed to close on March 31, 2012, or as soon as is legally practicable in anticipation of regulatory review by the Securities and Exchange Commission and the Financial Industry Regulatory Authority.

Mr. Richard Bachman, who is the Company's President, a director and owner of 50% of the issued and outstanding stock of the Company is also a director, President, Chief Executive Officer, Chief Financial Officer and Principal Accounting Officer of Mustang Geothermal Corp. Mr. Gerald Aberle, the Company's Vice President, a director and owner of 50% of the issued and outstanding stock of the Company is also the Vice President, Chief Operating Officer and director Of Mustang Geothermal Corp. Upon closing the Common Share Stock Exchange Agreement, Mr. Bachman and Mr. Aberle will constitute a majority of Mustang Geothermal Corp's board of directors and will control approximately 89.08% of the total number of issued and outstanding shares of common stock.

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Note 7

Royalty Agreement

On October 11, 2011 the Company executed a 5% NSR (Net Smelter Returns) Royalty Agreement with and Mr. Richard Bachman and Mr. Gerald Aberle with respect to the Blind Gold Property. Through the efforts of Mr. Bachman and Mr. Aberle, the Blind Gold (BG) Unpatented Lode Mining Claims BG 1 - 79 and BG 81 - 85, located in Lawrence County, South Dakota and located within Township 5 North, Range 3 East, Sections 5, 6, 7, & 8 and in Township 5 North, Range 2 East, Sections 1 & 12, Black Hills Prime Meridian (BHPM) were recorded at the Lawrence County Court House between the dates October 3 and October 11, 2011.

The Royalty Agreement is consistent with industry practice and standards, which are intended to recognize the essential contribution of the experience, knowledge and the wherewithal necessary to acquire highly prospective and attractive exploration targets. Upon execution of the Royalty Agreement, Mr. Bachman and Mr. Aberle became the legal owners of the Royalty, each of whom hold a 50% beneficial and undivided interest in the Royalty. On December 28, 2011, North Homestake Mining Company became the legal and beneficial owner of all right, title and interest in the Blind Gold Property upon acknowledgement and receipt of the first annual payment of \$15,876 due to the United States Department of the Interior, Bureau of Land Management.

Note 8

Income Tax

As of March 31, 2012, the Company has estimated tax loss carry forwards for tax purpose of approximately \$75,333, which expire by 2031. These amounts may be applied against future taxable income. Future tax benefits which may arise as a result of these losses have not been recognized in these financial statements, as their realization has not been determined to be more likely than not to occur.

The actual income tax provisions differ from the expected amounts calculated by applying the statutory income tax rate to the Company's loss before income taxes. The components of these differences are as follows:

	March 31,
	2012
Loss before income tax	\$ 75,333
Statutory tax rate	35%
Expected recovery of income taxes at standard rates	26,367
Change in valuation allowance	(26,367)

Income tax provision	\$	-
Components of deferred tax asset:		
Non-capital tax loss carry forwards	\$	26,367
Less: valuation allowance		(26,367)
Net deferred tax asset	\$	-

## Note 9

Entry to Definitive Material Agreement

On March 8, 2012 the Company entered into an agreement with Mustang Geothermal Corp. to exchange common stock to affect the acquisition of the Company and the Company's gold exploration properties located in South Dakota. The closing of this agreement has not taken place and will be delayed until after certain filing requirements are met.

Conditions precedent to the closing of the transaction are: (i) Mustang Geothermal Corp. affecting a ten for one reverse split of its common stock; (ii) Changing the name of the Mustang Geothermal Corp to Dakota Territory Resource Corp; and, (iii) Applying for and changing the ticker symbol of the Mustang Geothermal Corp consistent with the proposed name change. The transaction was agreed to close on March 31, 2012, or as soon as is legally practicable in anticipation of regulatory review by the Securities and Exchange Commission and the Financial Industry Regulatory Authority.

## Note 10

Subsequent Events

The Company has evaluated subsequent events from the balance sheet date through June 27, 2012, the date the financial statements were available to be issued, and has determined that there are no other events to disclose other than the following:

On June 25, 2012 the Company agreed to Amend the Common Stock Share Exchange Agreement with Mustang Geothermal Corp to extend the latest closing date of the of the Transaction from June 30, 2012 to September 1, 2012.



## Appendix C

**Dakota Territory Resource Corp/North Homestake Mining Company**  
**(Formerly Mustang Geothermal Corp)**  
**(An exploration stage company)**  
**Proforma Consolidated Balance Sheets**  
**March 31, 2012**

	North Homestake Mining Company		Dakota Territory Resource Corp		Pro Forma Adjustments		Pro Forma
					DR	CR	
<b>ASSETS</b>							
Cash	\$	-	\$	1,275			\$ 1,275
Prepays		-		-			-
Receivables		-		1,752			1,752
Total current assets				3,027			3,027
Geothermal leases, net Investments		-		1,767,500	30,000	(1)	1,767,500
						30,000 (2)	-
<b>TOTAL ASSETS</b>	<b>\$</b>	<b>-</b>	<b>\$</b>	<b>1,770,527</b>			<b>\$ 1,770,527</b>
<b>LIABILITIES &amp; SHAREHOLDER'S EQUITY</b>							
Accounts payable and accrued liabilities	\$	333	\$	839,877			\$ 840,210
Due to related party		-		22,500			22,500
Line of credit		-		31,977			31,977
Notes payable to related party		-		520,550			520,550
Convertible notes payable		-		100,000			100,000
Total current liabilities		333		1,514,904			1,515,237
Capital stock authorized: 300,000,000 common shares with a par value of \$0.001							
Issued and outstanding: 33,449,206 common shares							
Capital stock	\$	75	\$	3,449	75	(2)	\$ 33,449

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				30,000	(1)	
Additional paid-in capital	74,925	13,849,051	74,925	(2)		13,849,051
Deficit accumulated during the exploration stage	(75,333)	(13,596,302)	45,000	(2)		(13,626,635)
Total comprehensive income	-	(575)				(575)
Total stockholder's equity	\$ (333)	\$ 255,623				\$ 255,290
<b>TOTAL LIABILITIES &amp; SHAREHOLDER'S EQUITY</b>	<b>\$ -</b>	<b>\$ 1,770,527</b>				<b>\$ 1,770,527</b>

**NOTES:**

Proforma Adjustments

1  
to record the issuance of 30,000,000 shares to North Homestake Mining Company

2  
to record the share exchange transaction

Assumptions

The company changed its name from Mustang Geothermal Corp to Dakota Territory Resources

The reverse stock split 10 to 1 was applied to Dakota Territory Resources



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The unaudited pro-forma consolidated balance sheets and consolidated statements of operations have been prepared based on historical financial information using US generally accepted accounting principles of Dakota Territory Resources and North Homestake Mining for the year ended March 31, 2012

Appendix C

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**Dakota Territory Resource Corp/North Homestake Mining Company**  
**(Formerly Mustang Geothermal Corp)**  
**(An exploration stage company)**  
**Proforma Consolidated Statements of Operations**  
**For the year ended March 31, 2012**

	North Homestake Mining Company	Dakota Territory Resource Corp	Proforma Adjustments DR    CR	Proforma
Operating expenses				
Depreciation - geothermal leases	\$	\$ 251,667		\$ 251,667
Management fees		152,482		152,482
Professional fees		112,681		112,681
Consulting fees		97,817		97,817
Exploration costs	74,644	1,126,263		1,200,907
Interest on loans		39,350		39,350
Travel		1,321		1,321
General and administrative	689	38,296		38,985
Total expenses	\$ 75,333	\$ 1,819,877		\$ 1,895,210
Net (loss) income	\$ (75,333)	\$ (1,819,877)		\$ (1,895,210)
Basic (loss) earnings per share				\$ (0.06)
Weighted average number of common shares outstanding				33,449,206

Appendix C

**Appendix D**



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**Appendix E**



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**Appendix F**



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**Appendix H**



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**Appendix I**



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