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STATE OF MISSISSIPPI
SECRETARY OF STATE
DELBERT HOSEMANN

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August 11, 2008

LETTER OF CAUTION

Mr. Martin L. McCarthy
Copilevitz & Canter, LLC
310 W. 20th Street, Suite 300
Kansas City, Missouri 64108

RE: Shiloh International Ministries

Dear Martin:

The Business Regulation and Enforcement Division of the Office of the Secretary of State of the State of Mississippi (hereinafter "Division"), on behalf of the Secretary of State, having the power to administer and to enforce the provisions of the Mississippi Charitable Solicitations Act, Miss. Code Ann. Section 79-11-501 *et seq.*, hereby issues this Letter of Caution to Shiloh International Ministries (hereinafter "Shiloh").

Parties

1. C. Delbert Hosemann, Jr., is the duly elected Secretary of State for the State of Mississippi.
2. Shiloh International Ministries, d/b/a Handicapped Children Services of America ("Shiloh"), is a registered "charitable organization" as defined in Miss. Code Ann. Section 79-11-501(a).

Jurisdiction

1. The parties herein acknowledge and confess to the jurisdiction of the Secretary of State as to the parties and the subject matter of this Letter of Caution.

Facts

1. Shiloh acknowledges that it employed a professional fund-raiser, PC's Unlimited, Inc., to solicit and collect charitable contributions in Mississippi;
2. Shiloh understands that PC's Unlimited, Inc., while working as a professional fund-raiser for Shiloh, used an unauthorized improper and untrue marketing statement that all donations would be utilized in-State. Miss. Code Ann. § 79-11-519(3)(a), (h), (j-l), (n), (o);
3. Shiloh acknowledges that Shiloh and PC's Unlimited, Inc., individually and/or collectively, personally interacted with at least one Mississippi citizen in an effort to raise awareness to Shiloh's charitable programs and solicit donations therefor;
4. Shiloh acknowledges it has a duty to take reasonable steps to ensure that solicitations on its behalf are truthful and accurate. With respect to the PC's Unlimited, Inc. matter made the basis of this Letter of Caution, Shiloh has responded by taking steps to ensure the accuracy of the presentations made to citizens in the State of Mississippi.

On the basis of the above, the Division hereby issues this **LETTER OF CAUTION** to Shiloh and cautions that such actions as described in the Facts above may be considered to be violations of Shiloh's duty to properly supervise the actions of its professional fund-raiser, PC's Unlimited, Inc.

Requirements & Agreements

Without a finding or admission of wrongdoing, the Division and Shiloh hereby agree to the following:

1. Shiloh will comply with the Mississippi Charitable Solicitations Act and Rules promulgated thereunder.
2. Shiloh agrees to pay to the "Mississippi Secretary of State" Five Hundred Dollars (\$500.00) upon acknowledgement of this Letter of Caution.
3. Shiloh agrees to furnish the Division with copies of all scripts used by its professional fund-raisers, upon acknowledgement of this Letter of Caution.

The parties herein acknowledge that they have read the terms of this Letter of Caution, which is complete, and they agree to comply with all the terms herein. The parties further agree that any change, modification, or alteration of this document may only be done in writing agreed to by all parties.

C. DELBERT HOSEMANN, JR.
Secretary of State

BY: MK Thomas
MELANIE K. THOMAS
Senior Attorney
Business Regulation and Enforcement

SHILOH INTERNATIONAL MINISTRIES

BY: Nathaniel E. Christensen

TITLE: C, E, O.

DATE: Aug 19, 2008

MARTIN MCCARTHY, COUNSEL
SHILOH INTERNATIONAL MINISTRIES