

**VENUTI ENTERPRISES INC**

**116 Burr Hill Road  
Killingworth, CT 06419  
(860)663-1476 office  
(860)663-1476 fax**

**FAKED**  
~~2/2/06~~

August 28, 2006

**SOUTHWINDS HOMEOWNERS ASSOC.  
34 BIRCH MILL TRAIL  
ESSEX, CT 06426  
ATTEN; ADRIENNE BROSHUE**

Dear members of the Association,

**This is a proposal between VENUTI ENTERPRISES INC (buyer) and Southwinds Assoc. (seller). VENUTI ENTERPRISES INC proposes to construct and remove materials from a 14-acre pond located on Birch Mill Traile according to plan to be drawn up by a licensed engineer, to be determined by VENUTI ENTERPRISES INC and paid for by VENUTI ENTERPRISES INC. Buyer will pay a sum to be determined per yard of material sold. VENUTI ENTERPRISES INC will pay by the 10<sup>th</sup> of each month for the previous month's sales. Sales will be totaled by the sales tickets and daily ledger. VENUTI ENTERPRISES INC will be putting up a bond for the completion of the project if necessary to the town of Essex and be returned when project is finished with principal and interest. VENUTI ENTERPRISES INC will deposit with the seller, Southwinds Assoc. a security deposit to be determined which will be held in escrow earning highest interest rate for duration of operation. When VENUTI ENTERPRISES INC has finished operation deposit and interest will promptly be returned to VENUTI ENTERPRISES INC. VENUTI ENTERPRISES INC will put up \$1,000,000.00 certificate of insurance and name Southwinds Assoc. as additional insured. VENUTI ENTERPRISES INC will have exclusive right and use of property on approved plan. The time frame of this project will take approximately two years from the final approval of all permits necessary. Access to the lake is yet to be determined and is necessary for this project to continue before any engineering can begin.**

Peter Venuti \_\_\_\_\_ DATE \_\_\_\_\_  
VENUTI ENTERPRISES INC (BUYER)