Technical, Office and Professional

Union - Local 2110 - UAW - AFL-CIO

113 University Place, 5th Floor, New York, NY 10003 - (212) 387-0220, Fax: (212) 228-0198

MEMORANDUM OF AGREEMENT

AGREEMENT made as of the (date), by and between AMES & ROLLINSON, INC., 20 West 22nd Street, NY, NY 10010 (herein after called the "Employer") and LOCAL 2110, UAW, 113 University Place, 10003 (hereinafter called the Union) for and on behalf of itself, its members now employed or herafter to be employed by the Employer and collectively designated as employees:

WITNESSETH;

All terms and provisions of the Agreement and the modifications thereto dated June 20, 1991 and June 14, 1994 now in effect between the parties and/or their predecessors are hereby renewed and extended, except as they may hereinafter be specifically modified and/or amended.

1. Wages:

Effective 5/1/97 all employees shall receive a 5% increase in salary as 50% reimbursement for the paycut imposed on the employees in 1996.

Effective 5/1/98 all employees shall receive a 5% increase in salary as the remaining 50% reimbursement for the payout imposed on the employees in 1996.

2. Flextime:

The Employer shall implement flextime upon request by an employee which may include changes in hours worked per day or days worked per week.

3. Pension:

The Employer agrees that it will provide a 401 (k) to the bargaining unit Employees on the same basis as it does for non bargaining unit Employees.

4. The Employer agrees to remedy the grievance the Union filed on behalf of Elizabeth White and make her whole.

30th mrs

5. Duration: This Agreement shall go into effect as of May 1, 1997 and shall continue in full force and effect until April 33, 1999, and shall automatically be renewed from year to year the thereafter, unless notification be given in writing by either party to the other by certified mail, we return receipt requested, at least sixty (60) days prior to the expiration of this Agreement.

LOCAL 2110, UAW

AMES AND ROLLINSON

Day

Mr. Bergania

Mm. McCanner