

MERCY FLIGHT, INCORPORATED

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LETTER OF AGREEMENT

BY AND AMONG MERCY FLIGHT INCORPORATED (Mercy Flight), THE U.S. DEPARTMENT OF ENERGY, WEST VALLEY DEMONSTRATION PROJECT (DOE-WV), THE NEW YORK STATE ENERGY RESEARCH AND DEVELOPMENT AUTHORITY (NYSERDA), and WEST VALLEY NUCLEAR SERVICES COMPANY, INC. (WVNS) AS DOE'S MANAGEMENT AND OPERATING CONTRACTOR.

Mercy Flight agrees to supply the West Valley Demonstration Project (WVDP) facilities, including the State Licensed Disposal Area (SDA), with air ambulance services when requested. Air ambulance services will be provided whether patients are injured or ill, and/or contaminated (by radioactive and/or hazardous substances), as a result of work at the WVDP facilities or the SDA.

Efforts will be made by DOE-WV (or NYSERDA, for responses at the SDA) to reduce contamination, if present, to a level which is as low as practicable. If Mercy Flight personnel or equipment becomes contaminated with radioactive or hazardous materials as a direct result of assistance rendered, DOE-WV (or NYSERDA, for response to the SDA) will provide for the decontamination of the equipment or personnel. The DOE-WV or NYSERDA liability hereunder is limited to the value of the facilities to be restored, assuming appropriations are available at the time such contingency arises. Nothing herein shall be construed to imply that Congress or the State Legislature will, at a later date, appropriate funds sufficient to meet deficiencies.

The DOE-WV and NYSERDA, agree to familiarize Mercy Flight personnel with the properties of radioactive and other hazardous substances present at the WVDP and the SDA, and the types of injuries and illnesses which could result from emergencies, at these facilities. The DOE-WV further agrees to familiarize Mercy Flight with procedures used at WVDP for emergency response, health physics, and personnel decontamination. The DOE-WV and NYSERDA will provide an opportunity each year for a site review, tour and drill (practice) with Mercy Flight.

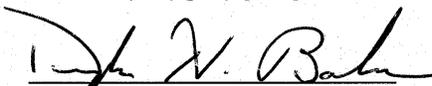
The DOE-WV and NYSERDA agree to reimburse Mercy Flight for operational expenses involving response trips to WVDP or the SDA which do not result in patient transportation.

The DOE -WV and NYSERDA agree to reimburse Mercy Flight for operational expenses involving response trips to WVDP or the SDA which include transportation of patient(s) having inadequate insurance coverage.

Mercy Flight agrees to assist in identifying and designating appropriate landing zone(s) on or in the vicinity of the site. In addition, Mercy Flight agrees to familiarize WVDP emergency responders with the safety aspects and potential hazards of working around helicopters.

WVNS, as the Management and Operating Contractor, agrees to assist DOE-WV in carrying out the terms of this agreement to the extent permitted by WVNS's contract with DOE-WV.

This agreement shall be effective on the last date signed below and remain in effect until canceled. This Agreement shall be canceled by any party giving each of the other parties at least 60 days written notice of their intent to cancel this Agreement.



D. Baker, President of Board of Directors
Mercy Flight Incorporated
Dated: 10-1-97



T. J. Rowland, DOE Project Director
U.S. Department of Energy
West Valley Demonstration Project
Dated: 10/1/97



P. L. Piciulo, Program Director
New York State Energy Research and Development
Authority
Dated: 10/1/97



R. R. Campbell, President
West Valley Nuclear Services Company, Inc.
Dated: 10/1/97