



PHILIP MORRIS

U. S. A.

120 PARK AVENUE, NEW YORK, N.Y. 10017-5592 TELEPHONE (212) 880-5000

March 8, 1993

Mr. Dereck Duin
Auburn Astros
Falcon Park Stadium
P.O. Box 651
Auburn, NY 13021

Dear Mr. Duin:

This letter sets out the terms and conditions of an agreement between the Auburn Astros/Club (the "Club") and Philip Morris Incorporated ("Philip Morris") for the installation and maintenance of a sign at Falcon Park Stadium (the "Stadium").

1. Representations and Warranties

(a) Club represents and warrants that the Auburn Astros will play all of their regular season home games in the Stadium each contract year throughout the term of the Agreement.

(b) Club represents that it has full and exclusive right and authority to enter into the Agreement and grant Philip Morris the rights set forth herein, and further warrants that Club will obtain any permits, variances or other approvals as may be required prior to installation of the Panel.

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