

LOCAL AGREEMENTS

Exhibit IX. B.4

Please see **Exhibit IX.B.1** for Cross Marketing Letters of Intent and **Exhibit IX.B.2.a** for Memorandum's of Understanding entered into by and between RW Orange County LLC and local vendors in the region.

Sterling Forest Resort will meet with the local businesses with the intention to develop a cross-marketing strategy for the mutual benefit of the parties prior to commencement of operations. Following commencement of operations, the parties will review the strategy in good faith on an annual basis.

To the extent Sterling Forest Resort offers any type of customer loyalty program, associated program "points" may be used at the local businesses and loyalty points redeemed at the local businesses shall be reimbursed to the local businesses by Sterling Forest Resort, terms of which will be negotiated between Sterling Forest Resort and the local businesses. Loyalty point redemption ratios will be at Sterling Forest Resort's sole discretion.

Sterling Forest Resort and the local businesses may collaborate on mutually agreed promotions, mutual member or patron discounts or other collaborative efforts to encourage visitation by local businesses customers to Sterling Forest Resort and visitation by Sterling Forest Resort customers to the local businesses.

Such other collaborative marketing and cross-promotional efforts as may be determined from time to time by and between Sterling Forest Resort and the local businesses.