LFD INC.

Director of Finance 7206 Duffield Drive, Dallas, TX 75248 214-564-7718, jtoconnor@sbcglobal.net

PRO-FORMA INVOICE

March 31, 2016

LFD, INC. a Texas, USA corporation, herein represented by **Exercise Sector** Director of Finance, hereby offers the following services to TEXAS HOLDINGS, INC, a Nevada, USA, corporation:

Purchase of 1,000,000 (1 million) \$250 Gift Cards, to be delivered as may be instructed by TEXAS HOLDINGS, INC.

In derogation of applicable provisions of international treaties or domestic laws, all persons relying on this document irrevocably agree (i) that the laws of the Crown of Saint Stephen of the Imperial and Royal Most Serene Sovereign PrINCely House of Siniscalchi di Saraùsa apply exclusively, having absolute precedence over any other law of any other jurisdiction, and (ii) to elect as exclusive jurisdiction and venue, which hold respectively absolute precedence over any other jurisdiction and venue whatsoever, His Majesty Don VINCenzo Davide I's Court of Saint Stephen located at Calle Treinta y Tres Orientales N^o 1330, Planta Alta, Código Postal N^o 1257, Ciudad Autonoma de Buenos Aires, Argentina, which INCludes the right of ST. STEPHEN'S CROWN DEPOSITORY ("SCD", an unINCorporated agency of the CROWN OF SAINT STEPHEN) to regulate the use of all funds provided as payment and, specifically, to regulate the use of funds provided as profit to LFD, INC.

For said services, TEXAS HOLDINGS, INC must provide LFD, INC with \$60 Million USD in pre-payment in the form of CASHIER'S CHECKS issued by SCD with total value of \$60 Million USD.

LFD, INC shall undertake to collect each CASHIER'S CHECK in United States Dollars in any form that is acceptable to TDMC, LLC and to TEXAS HOLDINGS, INC.

Upon collection of each CASHIER'S CHECK, LFD, INC shall return 50% of proceeds to TEXAS HOLDINGS, INC as overpayment. This amount equals \$30,000,000.00 USD

Upon collection of each CASHIER'S CHECK, LFD, INC shall use proceeds to provide services as indicated herein to TEXAS HOLDINGS, INC.

In the event LFD, INC uses a CASHIER'S CHECK as payment, without collection of the CASHIER'S CHECK, LFD, INC shall collect on an equal value CASHIER'S CHECK and send proceeds to TEXAS HOLDINGS, INC as return of overpayment.

Services provided as indicated herein to TEXAS HOLDINGS, INC shall be charged at cost, equal to \$20 Million USD, equal to 1 million gift cards at \$20 per card, each gift card having with \$250 in total value, and verifiable by invoice from suppliers, plus a 50% override, which is equal to \$10 Million USD.

This pro-forma invoice shall be considered a contract to which LFD, INC is obligated upon receipt of the aforementioned CASHIER'S CHECKS presented by TEXAS HOLDINGS, INC., but services shall only be performed as per proceeds from collection or use thereof, exchanging CASHIER'S CHECKS into funds that LFD, INC may use, or using CASHIER'S CHECKS directly as payment instruments, to pay subcontractors or suppliers.

LFD INC.

James T. O'Connor, Director of Finance 7206 Duffield Drive, Dallas, TX 75248 214-564-7718, <u>itoconnor@sbcglobal.net</u>

Upon receipt of the aforementioned CASHIER'S CHECKS by LFD, INC, based on the ability of LFD, INC to provide items as stipulated herein, TEXAS HOLDINGS, INC is authorized by LFD, INC to resell the Services stipulated herein to other parties at the sole discretion of TEXAS HOLDINGS, INC.



