



4/18/06

April 18, 2006

APR 21 2006

Mr. Allen J. Chocorlan
Manager Materials & Procurement
Toronto Transit Commission
1138 Bathurst Street
Toronto, Ontario M5R 3H2

Dear Al,

Re: OneStop Network In Subway Car Pilot Project

This letter will serve to confirm that Christine Park and I have met with Mike Girgis and the folks at OneStop Network to finalize details relating to OneStop's proposed pilot project for the installation of in subway car LCD monitors.

For the purpose of the pilot project, it has been agreed that a total of 8 LCD monitors are going to be installed in one subway car train, four per car. Each LCD screen used for this pilot project will measure 15" W X 11" H.

OneStop will require the use of one Standard Subway Interior advertising face from Viacom Outdoor for each LCD monitor installed for this pilot project. Since each diffuser unit within the subway cars takes up two Standard Interior advertising faces, OneStop will need to modify each diffuser location to accommodate the LCD monitor installation. Once the pilot project installation of the LCD units is completed, each diffuser modified by OneStop for this pilot project will contain one OneStop LCD monitor measuring approximately 15" W X 11" H, one OneStop static advertising face measuring approximately 20" W X 11" H and one Viacom Outdoor Standard Interior static advertising face measuring 35" W X 11" H.

I have attached an interior layout of a TTC subway car that identifies the agreed upon LCD monitor locations between OneStop and Viacom Outdoor. The TTC has Viacom Outdoor's assurance that the agreed to LCD monitor positions selected for the in subway car LCD pilot project will also be the positions available to OneStop for the rollout. This of course is subject to the outcome of the pilot project and any changes that the TTC may or may not require as a result of the pilot project.

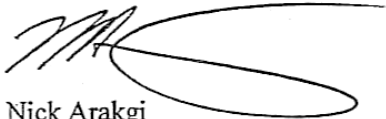
All costs associated with the modifications of the diffuser units will be the sole responsibility of the OneStop Network. All work relating to the OneStop pilot project will be coordinated between OneStop and TTC staff. In the unlikely event of the TTC not electing to approve and move forward with a rollout of the LCD monitor network, OneStop agrees to remove the 8 LCD pilot units from the subway cars and return the diffusers to their original condition prior to the pilot. Should this be necessary all costs associated with this work will be the sole responsibility of the Onestop Network.

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Subject to the successful approval and execution of the in subway LCD pilot project and the TTC providing it's approval for a rollout of the in subway LCD network, Viacom Outdoor and OneStop Network will work together in good faith to reach an assignment agreement that will provide the TTC with the necessary releases that allow the TTC the ability to negotiate an agreement for the rollout of the LCD monitor network directly with the OneStop Network.

Al, Viacom Outdoor is extremely pleased that the OneStop pilot project is going to be reintroduced to the TTC Commission for approval. Viacom Outdoor is in complete support of this initiative and sincerely hopes that the TTC sees fit to approve this pilot project and hopefully upon successful completion of this pilot will grant approval for a rollout of the in subway car LCD monitor network.

Best regards,



Nick Arakgi
VP General Manager
Viacom Outdoor Canada

cc: Mike Girgis, President, Fouth Wall Media

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