

1 **LETTER OF UNDERSTANDING NO. 32**

2 **SUBJECT: IAM SHARES PAYROLL DEDUCTION**

3 ~~The Company agrees to provide a payroll deduction service to IAM-~~
4 ~~represented employees who choose to invest in the IAM Shares Mutual Fund~~
5 ~~managed by CitiStreet. This service will begin as soon as practicable. The~~
6 ~~Company will play no role in promoting or otherwise communicating the~~
7 ~~availability of this service, other than to ensure there is a clear distinction~~
8 ~~between the service and the Company's Voluntary Investment Plan.~~

9 ~~Dated: November 2, 2008~~