1. **OVERVIEW**

Maximum Annual Fee is based on the quantities provided in Exhibit 16.1-1. Contract Year 1 includes the Transition Costs in addition to twelve months of operations.

Contract Year	Maximum Annual Fee
1	\$57,377,735.09
2	\$172,000,000.00
3	\$191,000,000.00
4	\$207,845,282.00
5	\$207,547,801.00
6	\$205,822,123.00
7	\$219,955,694.00

END OF EXHIBIT