

### PROMISSORY NOTE

\$30,000.00

August 4, 2004

For value received, WhiteLight Motion Pictures, Inc., promises to pay to Merrill Osmond, or order, the sum of THIRTY THOUSAND DOLLARS (\$30,000.00), and interest accrued thereon from the date hereof, August 4, 2004, until paid, at the rate of nine percent (9%) per annum, in lawful money of the United States of America, at Ephraim, Utah, payable in installments of \$1,524.43 on the first day of each month, beginning February 4, 2005.

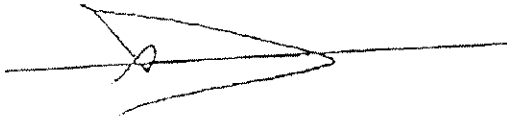
Should default be made in the payment of any installment when due, then the whole sum of principal and interest shall become immediately due and payable, at the option of the holder of this Promissory Note.

Should suit be commenced to collect this Promissory Note or any portion thereof, such sum as the Court shall deem reasonable shall be added hereto as attorney's fees.

There shall be no prepayment penalty for installments or payments made on or before the due date of installments. All payments shall be first applied to interest and the balance to principal.

Dated: August 4, 2004

WHITELIGHT MOTION PICTURES, INC.



### PROMISSORY NOTE

April 28, 2004

\$30,000.00

For value received, WhiteLight Motion Pictures, Inc., promises to pay to Merrill Osmond, or order, the sum of THIRTY THOUSAND DOLLARS (\$30,000.00), and interest accrued thereon from the date hereof, April 28, 2004, until paid, at the rate of nine percent (9%) per annum, in lawful money of the United States of America, at Ephraim, Utah, payable in installments of \$1,009.00 on the first day of each month, beginning June 7, 2004.

Should default be made in the payment of any installment when due, then the whole sum of principal and interest shall become immediately due and payable, at the option of the holder of this Promissory Note.

Should suit be commenced to collect this Promissory Note or any portion thereof, such sum as the Court shall deem reasonable shall be added hereto as attorney's fees.

There shall be no prepayment penalty for installments or payments made on or before the due date of installments. All payments shall be first applied to interest and the balance to principal.

Dated: April 28, 2004

WHITELIGHT MOTION PICTURES, INC.

