

Sideletter No. 1

Mr. J. Nicholas Counter III
Alliance of Motion Picture & Television Producers, Inc.
14144 Ventura Boulevard, Third Floor
Sherman Oaks, California 91423

Dear Mr. Counter:

With reference to the term "included days" in Article 6 of this Agreement, the Guild recognizes that practice in the industry cannot always treat included days in a consecutive manner. For example, on certain program series (both for the convenience of the Director and for the production) weekend days which are not worked are excluded from the number of included days.

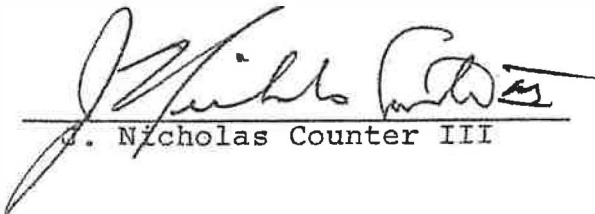
As a result of discussions in our negotiations, it is our understanding that the Guild will not seek to disrupt existing practices on program series where no problems exist between the Director and the program producer as to the manner in which included days are treated. It is also our understanding that the Guild will not unreasonably withhold waivers in new situations where the requirements of the program production would make it difficult for the included days to be treated in a consecutive fashion.

Sincerely,



Glenn J. Gumpel
National Executive Director

Agreed:


J. Nicholas Counter III