

Exhibit A

Middle America Government Consulting, Inc. ("MAGC"), an Illinois Corporation, having its principal offices at 418 Bunning Drive, Downers Grove, Illinois 60516

1. Statement of Work. MAGC is to preform support services to VOP's financial operations and audit preparation (collectively, the "Services").

In performing the Services, MAGC represents and warrants that it shall comply with all applicable laws and regulations of the United States, State of Illinois and relevant local governments and shall render the Services in a workman-like manner with the customary standard of care.

2. Payment. During the Term, VOP shall pay MAGC \$104 per hour, for weekly hours under 40. In the event of work in excess of 40 hours in a week, the overtime rate will be \$156 per hour. Total amount of hours billed not to exceed \$108,160.00. Hours are anticipated to be between 10-40 hours per week. These rates shall be considered as full payment for MAGC's performance of the Services pursuant to this Agreement. VOP shall reimburse MAGC for any VOP authorized expenses, thus invoiced and adhering to VOP's expense reimbursement policy. Any reimbursable and authorized travel expenses must be incurred in a manner that is consistent with VOP's Travel Policy. MAGC shall invoice VOP bi-weekly in arrears, with invoices to be sent to 14700 S. Ravinia Ave., Orland Park, Illinois 60462. Invoices shall document with reasonable sufficiency the Services rendered by MAGC for the invoiced period and include supporting documentation for any eligible reimbursement. VOP agrees to pay MAGC within sixty (60) days of receipt thereof per the IL Local Government Prompt Pay Act.