

## Exhibit A

### User Day Transfer Letter of Intent

Mr. Noah Rucker-Triplett  
El Dorado County Parks and Recreation  
3000 Fairlane Court, Suite 2  
Placerville, CA 95667

Dear Noah:

Rock – N - Water is intending to purchase a portion of the business from Adventure Connection, Inc. (AC), RUP #50 that represents 13 weekend user days.


The contract of this sale specifically assigns no value to the River Use Permit involved.

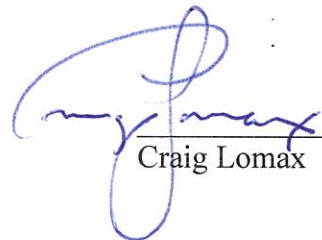
The contract includes the sale of relevant river rafting equipment.

The undersigned certify that there are no outstanding RUP violations and that all El Dorado County Possessory Interest taxes, Business licenses and Health Department Certifications are paid and in good standing. Please let us know what more will be required to get this transfer finalized. We would like to finalize this transfer as soon as possible.

Seller: Adventure Connection Inc.

Buyer: Rock-n-water

 Date: 11/13/09  
Nathan Rangel, President

 Date: 11/13/09  
Craig Lomax