

TANG AND ASSOCIATES

Chartered Cost and Management Accountant

Managing Director - *Edward Tang*

March 9, 1998

Infinite Networks Corporation.

Chairman

Mr. John W. Bush

401 Hariton Court

Norfolk, VA 23505

Dear Mr. Hoffman,

In pursuant to the request made by Mr. John Bush, CEO, of International Television Films Productions, Inc. to complete an appraisal of the current film library consisting of nine films.

The purpose of this appraisal is to estimate the current market value of the fee simple estate of the film library, assuming a "bulk sale" to one entity.

Film Library:

Unknown Powers

Aliens from Spaceship Earth

Underground Doctors

World of the Unknown

Age of the Psychics

The Unknown Force

The Miracle Healers

Man of Miracles

World Beyond Death

Based on our inspections of the provided documents, interviews, and market research on the industry, we have accomplished this valuation. The function of this appraisal is for financial analysis and proper booking of assets.

This letter is accompanied by a "Self Contained Appraisal Report" prepared under the Standard Rules of a complete appraisal performed under Standard 1 (USPAP) as promulgated by the Appraisal Standards Board (ASB) of the Appraisal Foundation. The Appraisal Foundation is authorized by the United State Congress as the source of appraisal standards an appraisers qualifications.

Appraisal Report - Tang & Associates
Written for: Transworld Holding, Inc.
Dated: 03/09/98
Page 2 of 6

The value conclusions and the certification within this report are made expressly to the assumptions and limiting conditions which are incorporated herein.

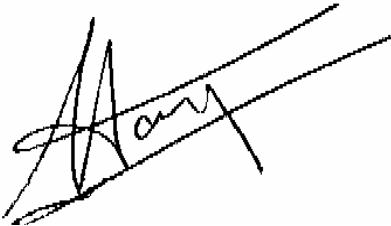
The valuation process or methodology in this case involved the application of the Sales Comparison Approach, Project Market Value and Cost Basis. We have gathered a significant amount of primary data, more than enough to estimate the market value of the subject film library.

Based upon this market data, information, consultation and analysis, it is our opinion that the subject film library "NON REVENUE PRODUCTION HISTORY" has a market value as of 9 March, 1998 of

NINETEEN MILLION SEVEN HUNDRED THOUSAND UNITED STATES
DOLLARS (\$19,700,000)

We certify that we have no interest, past or present, in the films, and that our conditions of value are based on internationally accepted techniques and methods. Moreover, our fee is not contingent upon the specific value conclusion. The value conclusions are subject to the Assumptions and Limiting conditions, presented herein.

Respectfully submitted,



Edward Tang *
Senior Partner
Chartered Cost and Management Accountant

* Member, Institute of Internal Auditors (USA); Institute of Accounting Technicians (UK). Worked for Ministry of Finance / Permanent Secretary Trinidad - Reporting Accountant. Mr. Tang is a registered Chartered Cost and Management Accountant

Appraisal Report - Tang & Associates

Written for: Transworld Holding, Inc.

Dated: 03/09/98

Page 3 of 6

CERTIFICATE OF VALUE

The Subject of this appraisal is the " Film Library", which are Produced and Directed by Don Como. The library consist of the following titles:

Unknown Powers
Aliens from Spaceship Earth
Underground Doctors
World of the Unknown
Age of the Psychics
The Unknown Force
The Miracle Healers
Man of Miracles
World Beyond Death

I certify that to the best of my knowledge and belief:

- The statements of fact in this Self Contained Report represents a true for view and are in fact conservative.
- The reported analyses, opinion, and conclusions are limited only by the assumptions and limiting conditions stated in this report, and are my personal, unbiased professional analyses, opinions and conclusion.
- I have no present or prospective interest in these films that are the subject of this report, and I have no personal interest or bias with respect to the parties involved.
- My compensation is not contingent upon the reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value estimate, the attainment of a stipulated results, or the occurrence of a subsequent event.
- My analyses, opinions, and conclusions were developed, and this report has been prepared in accordance with the Uniform Standards of Professional Appraisal Practice (USPAP) and with the requirements of the Code of Professional Ethics and the Standards of Professional Appraisal Practices of the American Society of Appraisers and the Appraisal Institute.

Appraisal Report - Tang & Associates
Written for: Transworld Holding, Inc.
Dated: 03/09/98
Page 4 of 6

- I have made a personal inspection of the films that are the subject of this appraisal report.

Based upon this market data, information, consultation and analysis, it is our opinion that the subject film library “NON REVENUE PRODUCTION HISTORY” has a market value as of 9 March, 1998 of

NINETEEN MILLION SEVEN HUNDRED THOUSAND UNITED STATES
DOLLARS (\$19,700,000)

We certify that we have no interest, past or present, in the films, and that our conditions of value are based on internationally accepted techniques and methods. Moreover, our fee is not contingent upon the specific value conclusion. The value conclusions are subject to the Assumptions and Limiting conditions, presented herein.

Respectfully submitted,



Edward Tang *
Senior Partner
Chartered Cost and Management Accountant

* Member, Institute of Internal Auditors (USA); Institute of Accounting Technicians (UK). Worked for Ministry of Finance / Permanent Secretary Trinidad - Reporting Accountant. Mr. Tang is a registered Chartered Cost and Management Accountant

Appraisal Report - Tang & Associates
 Written for: Transworld Holding, Inc.
 Dated: 03/09/98
 Page 5 of 6

Executive Summary

Subject Films:

Unknown Powers
Aliens from Spaceship Earth
Underground Doctors
World of the Unknown
Age of the Psychics
The Unknown Force
The Miracle Healers
Man of Miracles
World Beyond Death

Owner of Record:

International Television Film Productions, Inc.

General Characteristics:

<i>Title</i>	<i>Length</i>	<i>Awards</i>
<i>Unknown Powers</i>	90 Minutes	AWARD OF EXCELLENCE from Film Advisory Board, Inc., CINE GOLDEN EAGLE, GOLD MEDAL-ETHICS AWARD from International Miami Film Festival
<i>Aliens from Spaceship Earth</i>	90 Minutes	
<i>Underground Doctors</i>	60 Minutes	
<i>World of the Unknown</i>	60 Minutes	
<i>Age of the Psychics</i>	60 Minutes	
<i>The Unknown Force</i>	60 Minutes	BLUE RIBBON from The Fifth Film Renaissance
<i>The Miracle Healers</i>	60 Minutes	GOLDEN VENUS AWARD from International Miami Film Festival
<i>Man of Miracles</i>	60 Minutes	CINE GOLDEN EAGLE ETHICS AWARD
<i>World Beyond Death</i>	60 Minutes	SILVER MEDALLION from Houston International Film Festival

Sales History:

N/A

Sales by Market Segmentation:

Figures based on industry averages for independently financed productions. Completed by independent study.

Foreign Markets	Revenues
Japan	\$850,000
United Kingdom	\$850,000
France	\$850,000
Germany	\$850,000

Appraisal Report - Tang & Associates

Written for: Transworld Holding, Inc.

Dated: 03/09/98

Page 6 of 6

Australia	\$350,000	
Scandinavia	\$350,000	
Italy	\$300,000	
Spain	\$300,000	
South Korea	\$200,000	
Asian Market	\$500,000	
Latin American	\$500,000	
Total Foreign Revenue		\$5,900,000

Domestic Market	Revenues	
Cable Television	\$200,000	
Home Video	\$4,500,000	
Pay per-view	\$450,000	
Broadcast Television	\$150,000	
Theatrical Release	\$6,450,000	
Total Domestic		\$11,750,000

Worldwide Gross Revenues Per Film**\$17,650,000****Cost Basis:**

*Provided by International Television Film Productions, Inc.
summary financial statements.*

<i>Unknown Powers</i>	\$1,977,376
<i>Aliens from Spaceship Earth</i>	\$1,970,661
<i>Underground Doctors</i>	\$2,093,224
<i>World of the Unknown</i>	\$1,332,078
<i>Age of the Psychics</i>	\$1,108,019
<i>The Unknown Force</i>	\$1,665,769
<i>The Miracle Healers</i>	\$1,285,160
<i>Man of Miracles</i>	\$1,483,970
<i>World Beyond Death</i>	\$1,073,000

Total Cost Basis \$13,989,257**Date of Report:** March 1, 1998**Effective Date of this Appraisal :** March 9, 1998**Interest Appraised:** Simple Fee Interest or Estate**Marketing Time:** One to Two Years

03-09-98 13:39

☎ 627 5041

NEW INVESTMENTS LTD.

Appraisal Report - Tang & Associates

Written for: Transworld Holding, Inc.

Dated: 03/09/98

Page 7 of 6

Special

Assumptions:

The valuation is predicated upon no revenue history of library, potential market, and current high cost of production, assuming a "Bulk Sale" into one entity.

Valuation Conclusion:

NINETEEN MILLION SEVEN HUNDRED
THOUSAND UNITED STATES DOLLARS
(\$19,700,000)
