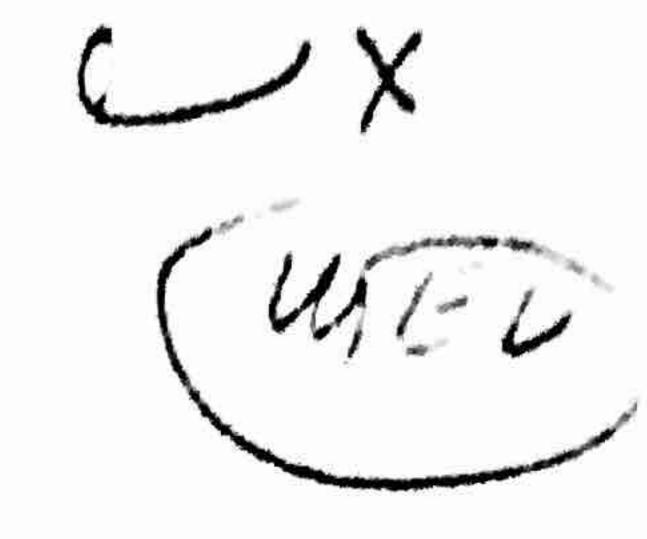
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July 19, 1963

Mr. Ralph G. Newman 18 Chestnut Street Chicago, Illinois

Dear Mr. Newman:

During the past several days we have thoroughly examined our costs of producing and installing the Lincoln Show in the State of Illinois Exhibit, as related to that which we understand to be your budget for the New York Could's Fair. We believe that we have arrived at some conclusions that could be acceptable to you and the Commission.

Our price for producing and installing the Lincoln Show and supervising its operation for the two-year period of the New York World's Fair is \$600,000. You shall provide proper theatre facilities for presenting the Show, and drawings and specifications for such theatre facilities shall be subject to our approval.

We suggest that payment of the \$600,000 fee be distributed over the twoyear period of the Fair, so that \$400,000 will have been paid prior to the opening in April 1964, and the remaining \$200,000 will be paid between October, 1964, and April, 1965. Either of the two amounts can be paid progressively or on a lump sum basis, as developed by negotiations between us.

As you are aware, the Lincoln figure, the Show itself, and all pertinent equipment would be leased to the State of Illinois Exhibit for the two-year period and be returnable to WED Enterprises, Inc., immediately upon conclusion of its use as a show for your Exhibit at the Fair. Demolition of the Show portion only and shipment away from the New York World's Fair in 1965 would be the obligation of WED.

Ownership of all merchandising, music, or any other rights growing out of the Lincoln Show shall remain with WED, but separate arrangements can be made with the State of Illinois Exhibit Commission for the use of these rights during the period of the New York Fair. Walt Disney's name may be

Mr. Ralph G. Newman Page 2.

used by the State of Illinois Exhibit Commission in a limited manner for publicizing its Exhibit and in its billboard for such Exhibit. However, publicizing and use would be subject to the prior approval of WED Enter-

As you can appreciate, the time before the opening of the Fair is rapidly diminishing, and we, therefore, must, in order to make our plans, have a decision on this matter by August 1, 1963. very truly yours,

Frederic V. Schumacher

Projects Manager

Air Mail - Special Delivery

cc: Walt Disney Bill Cottrell Mickey Clark Dick Irvine Jack Sayers

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