

Exhibit "F"
To
Restructuring, Conversion and Disaffiliation Agreement
Sponsorship Agreement

NF Holdings proposes to enter into a corporate sponsorship arrangement with Daughters of Charity Foundation ("DCF") on the Closing Date whereby NF Holdings will make annual payments over a period of 10 years to DCF of \$45,000,000 in the aggregate in return for certain specified return benefits. Such return benefits would include, for example, public acknowledgement and thanks to NF Holdings (and/or its affiliates) for its support of DCF's charitable mission, acknowledgement of NF Holdings' contributions to DCF on agreed upon DCF correspondence, periodic agreed upon press releases where NF Holdings is acknowledged as a sponsor of DCF, and the like. The corporate sponsorship agreement is intended to be a qualified sponsorship to comply, from DCF's perspective, with the corporate sponsorship rules under IRC Section 513(i) and related regulations. Under current law, qualified sponsorship income can be treated as tax-exempt contribution income to a 501(c)(3) organization.