

March 15, 2004

Mr. Robert Waldmire P.O. Box 751 Rochester, Illinois 62563

Dear Bob:

Michael Wallis told me that he met with you earlier this month and spoke to you about Pixar's upcoming animated film called CARS. The film is a wonderful adventure comedy that features a wide assortment of cars as characters who get their kicks on Route 66. As Michael mentioned to you, we've created a character inspired by the stories Michael told us about you when we did our road trip with him on Route 66. The character is a VW Bus named "Waldmire." We are delighted to learn from Michael that you were pleased that we've created the character for our film and that you are agreeable to our using the character named after you in our film and in our related promotion and merchandising programs.

We'd appreciate your signing the two enclosed copies of this letter to confirm your agreement that Pixar and our distributor Disney and our licensees can use the name "Waldmire" in the CARS film (dialog and visual elements), and in producing, exhibiting, exploiting, merchandising, advertising and promoting CARS. By signing below, you also agree that the name "Waldmire" can be used for the VW Bus character in other motion pictures based on CARS, and in other activities related to the CARS film and related motion pictures, including in publications and recordings, and in theme parks, resorts, attractions, entertainment centers, and cruise ships. Finally, your signature below also confirms your consent for the use by Pixar, Disney and any of their successors and assigns of the name "Waldmire" as described in this letter perpetually, throughout the universe, for all known and future media, in any language.

Even though the Waldmire name is used in a fictional way, we would love to include a credit at the end of the CARS film saying that the Waldmire character is inspired by you. If you prefer that we don't include that credit, please let us know.

Please let me know if you have any questions about this letter. Otherwise, please sign both copies of this letter, keep one for your files, and return the other signed copy to me in the enclosed prepaid envelope.

Thank you very much.

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Robert Wald	lmire	_						
Dated:			Danie A.					
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