

We would like to reward you as a valued member of Citadel by providing you with CURewards.* Through this exclusive program, using your Citadel Rewards or Debit MasterCard will unlock a door to exciting travel opportunities, premium merchandise and more. The possibilities are endless!

How Does CURewards Work?

For every dollar you spend using your Citadel Rewards Master Card or for every three dollars you spend on your Citadel Debit MasterCard, you earn a point. Your points are then redeemable for a valuable travel or merchandise award. The more points you save, the greater your reward.

Visit www.CURewards.com

To see a full selection of the merchandise and travel opportunities, visit www.CURewards.com today!

Claim Your Award

The CURewards program is easy!

- To redeem your points for merchandise, visit www.CURewards.com and order online or complete the attached redemption form.
- To claim a travel reward, visit www.CURewards.com and order online or call us toll-free at (800) 900-6160.



CURewards Program Rules

Every dollar in qualifying signature based Citadel Rewards MasterCard purchases and every three dollars in qualifying signature based Debit MasterCard purchases, net of returns. "Participant" charges to their credit account eligible in this Rewards Program ("Program") earns Participant one Point ("Point") as provided for in these Rules. No points are earned for finance charges, fees, cash advances, convenience checks, foreign transaction currency conversion charges, or insurance charges posted to their account. Charges or transactions may be added to, or removed from, the above lists of eligible charges and transactions from time to time at the sole discretion of the Program. Any questions as to what constitutes an eligible charge shall be resolved at the sole discretion of the Program, Points for this Program begin to accumulate with purchases Participant makes beginning on the first day of the statement cycle in which their Program begins and ending on the last day of the last statement cycle of the announced duration of their Program. Points earned from net signature purchases and point adjustments made between statement cycles will be deemed as earned after being posted to Participant's next monthly statement. Points can be used to order the awards described in the current brochure or the CURewards website. Point requirements assigned to any award are subject to change from time to time without notice, and awards may be discontinued or substituted at any time. Accounts must be open and in good standing (not canceled or terminated by either party, not delinguent, over limit, or otherwise not available to use for charges) at time of redemption. Awards are not available when a cardholder is in default under the card agreement. Citadel reserves the right to suspend the cardholder's participation in the Program until the account is in good standing. Merchandise will be shipped via a parcel delivery service or by the U.S. Postal Service and should arrive 4-6 weeks after the order is received; otherwise, the Participant will receive an acknowledgement stating the anticipated alternate delivery date, except as noted on items shipped directly from the manufacturer. There will be no charge for standard delivery. Additional shipping cost may apply to deliveries to Puerto Rico, Alaska and Hawaii, The Participant will be notified of the additional cost. Shipments cannot be made to a nost office how or outside the United States. For more details on merchandise shipment limitations, please refer to the merchandise section on the CURewards website. No international shipments are permitted. A street address and home phone number are required to accept an order. A product, which is received damaged or defective, may be returned to the shipper within 10 days of receipt for replacement. All parts, instructions, warranty cards and original packaging materials must be returned with the product. Be sure to note any exceptions, damages or shortages on the delivery receipt before signing to accept freight shipment delivery from the carrier.

The merchandise offered in this Program may be subject to standard manufacturers' warranties. Warranty claims must be directed to the manufacturer.

Points have no cash value. Points in this Program cannot be exchanged for cash, cannot be combined with cash to obtain awards, cannot be earned from or transferred to or combined with any other debit or credit card account unless specified by

Points will be deducted from the total points available for redemption for any returns or credits reflected on the account statement. The Participant's account may be charged for the actual cash difference between the cost of the aware redeemed and the net value of the actual points available for redemption in the event Participant redeems unearned points. Certain restrictions may apply to travel certificates, tickets and documents. Travel certificates, tickets and documents are not exchangeable, refundable, transferable or redeemable for cash. All travel certificates, tickets and documents will be

mailed first class U.S. Mail and will not be replaceable in the event of loss, destruction or theft. Participant may request travel certificates, tickets and documents to be delivered by overnight carrier and agrees to pay the associated additional delivery fees by credit card. Participant is responsible for any applicable fees and taxes associated with travel redemptions. The Participant's use of their Debit or Rewards MasterCard(s) following receipt of these Rules will indicate their agreement to comply with and abide by these Rules.

The Program reserves the right to terminate or modify the Program or portions thereof at any time without restriction or penalty. This means that regardless of a Participant's level of activity in the Program, the ability to accumulate points or claim awards can be terminated or modified with or without prior notice. The redemption value of Points already accumulated, may be changed at any time without notice and without restriction or penalty.

All travel awards are non-refundable and subject to specific terms and conditions. Unless otherwise noted, airline reservations must originate from the contiguous 48 United States, must be made 21 days in advance of travel, require a Saturday night stay and may have restrictions, blackout dates and exclusions. The Program reserves the right to book all airline tickets on the carrier with the lowest available fare for the round trip between the cities requested. Certificates have no value except when used under the terms and conditions accompanying them. Certificates and tickets issued for airline travel must be issued in the name of the redeeming credit card account holder or a member of their immediate family.

The Program is not responsible for the performance of the airlines of the ticketed transportation. All reservations are made subject to the conditions of carriage, supply or business of the party providing the service, which include exclusions and limitations of liability.

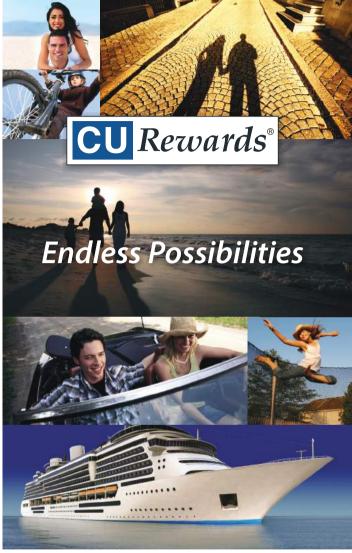
Airline tickets are not refundable nor may they be returned to the Program for a credit of points to the original account. They are non-changeable unless permitted by the airline issuing the ticket. Fees that apply due to permitted changes by the airline are the responsibility of the traveler. En-route stopovers are not permitted unless they are to make direct connections within the carrier's rules. Air travel must be all on the same airline. Minimum or maximum stays required by the carrier may apply.

Issuance of some travel certificates does not constitute a reservation. In such cases the certificate holder is responsible for making all reservations with the company that issues

Every effort has been made to ensure that the information in the Program communications is accurate. The Program is not responsible for errors or omissions and reserves the right to correct such errors at any time, even if it affects a pending award redemption order

Citadel local rules include: points will expire five years form the end of the calendar year in which there are earned, and will expiring on the first-in, first- out basis annually. (E.g. points earned in calendar year one will expire on the last business day of calendar year five)

To see additional rules regarding certificate redemptions for airline tickets, cruises, car and hotel awards, please see the travel section of the CURewards website. These terms and conditions combined with the General Program Rules and Conditions (available at the CURewards website), and any local rules published by Citadel, constitute the full set of Program





Reward Yourself. You've Farned It

Endless Possibilities The World is at Your Fingertips. Feel the Adventure!



Visit www.CURewards.com for your complete catalog of travel awards. So what are you waiting for? Reward yourself. You've earned it!



Airline Tickets

Arranging your next flight couldn't be easier. Just point, click and fly.

Flight Destination	Points
US 48	30,000
Canada	35,000
Hawaii (From CA/NV)	49,000
Bahamas	60,000
Caribbean	60,000
Mexico	60,000
Bermuda	62,500
Central America	69,000
Alaska	70,000
Hawaii (All other states)	71,000
Europe	95,000
Middle East	110,000
South America	113,000
Asia	115,500
Australia / New Zealand	150,000

Airline reservations must be made 21 days in advance of travel, require a Saturday night stay, and are subject to availability, blackout dates and certain airline-imposed restrictions.

Can't purchase in advance? Can't stay a Saturday night? No problem!

Our Travel Program can meet your needs. Starting with the same point value as a US 48 award, you will earn up to a \$325, \$525 or \$750 credit at the time of purchase of an airline ticket from the contracted CURewards Travel Agency to any destination, on any airline, at any time with no restrictions!



Cruises & Vacations

Didn't find what you were looking for within the catalog? No problem! Our Dollars-Off program allows you to apply your points toward the cruise or vacation of your choice.



NEW-Real-Time Car Redemptions

In addition to our Free-day Car Rental Certificates, you can now make real-time, prepaid car rental bookings. That's right, you reserve the car of your choice, pay with points and you're all set. It's that easy!



NEW-Goodwill Travel

This is a unique adventure you don't want to miss! Combine your vacation with an opportunity to volunteer and make a real difference.

Visit www.CURewards.com to learn how.



Double Points

Earn twice your points every time you travel!

Take advantage of thousands of offers to choose from, at the lowest prices.

Use your CU*Rewards* card to earn double points on all your travel needs so you can get the rewards you want even faster.

To redeem your travel award and make reservations

Call (800) 900-6160

or redeem online at www.CURewards.com

Monday-Friday, 9:00 a.m. to 9:30 p.m. Eastern Saturday, 12:00 p.m. to 6:00 p.m. Eastern