

Cindy Carroccio
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Dear ASUS/ WAO Board Members,

It is without a doubt in my mind that I say that the Board of Directors and Executive Staff of ASUS/WAO are engaged on a suicidal course in the face of accusations from the AG's office. I had hopes that the Board and Executive Staff would awaken to how much real change you need to make in the way ASUS is managed. In the face of the AG's accusation that ASUS was being operated by Carol without sufficient oversight, I observed a Board meeting that Carol insisted on dominating, making most of the motions herself. I am shocked that the Board saw fit to double the salaries of not only Carol, but Ron as well to \$100,000 each. Under the circumstances, such action lacks logic and reason. If the organization can't meet current financial obligations and is carrying past-due bills, then it is not very responsible for the board to approve this expenditure no matter how deserving the board may think Carol and Ron are of the increase in salaries. This doesn't even count the other compensation they are given - vehicles, housing (to family members), phones, etc. This action came on the heels of the Board rubber-stamping Ron's purchase of new vehicles, and applying for and getting approval from the bank of a loan, without mentioning a word of it during the recent Board meeting. It is ironic that the Board meeting was supposed to be a new beginning of improved Board oversight. Instead, once again Carol and Ron did whatever they wanted, waited to tell the Board until the purchase was already made, and the Board rubber-stamped their actions. As a board member, I expect an Executive to be more accountable to the Board.

This is bad business and I cannot be involved. I am sorry, but I must resign. I request that this letter be placed in the corporate records.

Respectfully submitted,



Cindy Carroccio

PS. Please remove my name and/or Austin Zoo from any printed materials and the website.
Thank you.

Cc: Riggs and Aleshire

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April 15, 2007

Dear Board of Directors of ASUS/WAO

This is a personal response to the resignation of Board member - Cindy Carraccio on March 5 2007- The opinion of her view of the Board of Directors and ASUS/WAO Are that the organization is - " Engaged on a suicidal course "and the " Rubber stamping of the Board " Is very offensive and untrue . It is very hard for me to understand her view on all of the issues due to her sitting on the board for less then 7 months. Her not being available and missing major board meetings makes it hard for me to understand her harsh view of the Board of Directors and ASUS/WAO. I feel that Cindy Carroccio contributed nothing as a board member. Her not being available at a time when all the board needed to be together as a whole to address major issues that were being brought to the Board of directors shows no interest and no respect for her position. Her resignation seams to take a personal stab at Ron and Carol and the disclosure of Board matters in her resignation was very unprofessional. After witnessing her negative attitude at the February 25 2007 meeting it was hard for me to understand this when she has not been involved or available to the Board of directors. I was going to bring a motion to the Board of Directors of ASUS/WAO to review her part on the Board at the next meeting. Any Board of directors needs a full comitment of their members and I felt that we did not have this with Miss Carrorcio. Her resignation did not surprise me after witnessing her unapproachable an unavailable attitude. I Am writing this letter on my own in response to her resignation this is my own opinion and I feel that this letter should be attached to the resignation of Cindy Carroccio. Sincerely - Michelle Anthony Cryer