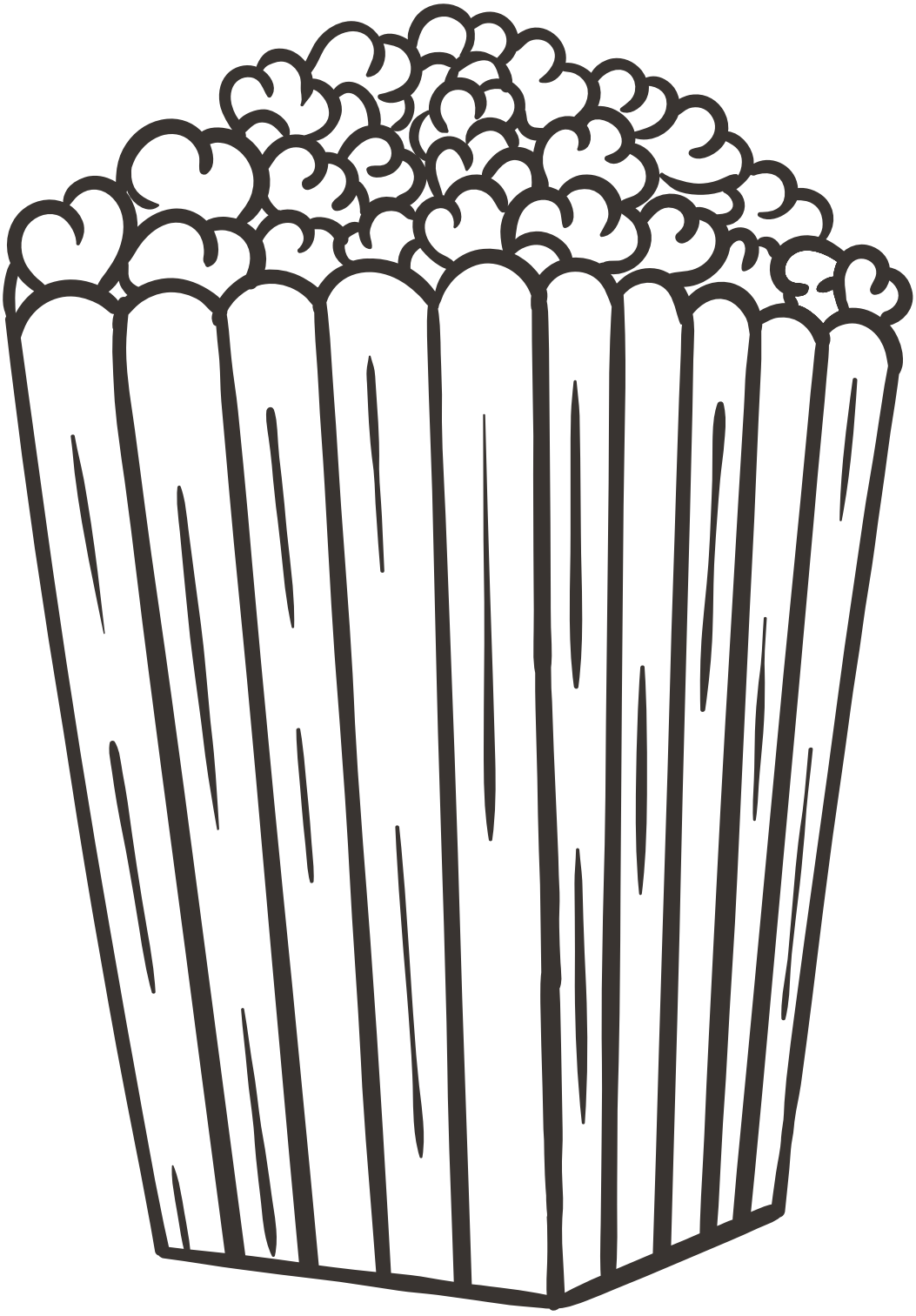POPCORN