Assignment of Proceeds Agreement

The undersigned Reseller ("Reseller") has made a contract with _____("Client") for (*Insert Items Here*) by Reseller from (*Insert Company Here*) as represented by the Client's Purchase Order Number _____dated _____in the amount of _____(hereinafter referred to as the "Sales Contract"); and pursuant to the terms of the Sales Contract, as the Reseller performs the same or upon the performance of the same by the Reseller or because the Reseller has performed the Sales Contract in whole or in part, monies are due or will become due from the Client;

NOW, THEREFORE, the Reseller agrees as follows:

1. For value received and for the purpose of financing or partially financing it in the performance of the Sales Contract, Reseller hereby sells, assigns, transfers, and sets over to (*Insert Company Here*) all of the Resellers's right, title and interest in and to the Sales Contract and in and to all monies which are due or will be hereafter become due to the Reseller under the Sales Contract from the Client.

2. Reseller does hereby authorize (*Insert Company Here*) to collect and receipt for either in the name of the Reseller or in the name of (*Insert Company Here*) and all monies which are due or may become due under the Sales Contract and does further authorize (*Insert Company Here*) either in the name of the Reseller or in the name of (*Insert Company Here*) to prosecute any proceedings at law or elsewhere for any monies which are now due or may become due under the Sales Contract and does also authorize (*Insert Company Here*) to execute either in the name of (*Insert Company Here*) or the undersigned herein any agreements, release or other instruments, which (*Insert Company Here*) may from time to time hereafter deem necessary or convenient in its sole discretion in furtherance of or to effectuate the collection of said monies or any part of parts thereof.

3. Reseller promises to execute from time to time hereafter all instruments that (*Insert Company Here*) may request which in the judgment of (*Insert Company Here*) may be necessary or convenient to better evidence or effectuate the assignment herein made or the collection of monies due or to become due under the Sales Contract.

4. Reseller represents and warrantees to (*Insert Company Here*) that the facts recited in this instrument are true; that the Sales Contract is genuine and in all things that it purports to be; that the Sales Contract does not by its terms forbid the assignment herein made; that the Sales Contract never has been heretofore assigned by the Reseller; and that the Reseller will fully and faithfully perform the same according to its terms.

5. The reseller will be paid the difference between the clients PO amount and the reseller product cost purchased from (*Insert Company Here*) Data within 10 days of receipt of payment from Client.

Client PO Number Client PO Amount

Reseller product Cost Amount due to reseller

(*Insert Company Product Here*) when paid

IN WITNESS WHEREOF, the Reseller has caused this instrument to be executed for it by its duly authorized representative on this _____ day of _____2008.

_____"Reseller"

Signature

By: _____

Its: _____

Reseller address:

ON RESELLER LETTERHEAD

June 11, 2008

<End User Name>
<End User Address>

Dear <Name>,

<Reseller> is requesting the following information be placed in record.
1) Purchase order _____has been issued to the following:
<Reseller Name>

<Reseller Address>
2) All checks related to that PO shall be remitted to the following address:
<Reseller>
c/o (*Insert Company Here*)
(*Insert Company Address Here*)
(*Insert Company City, State & Zip Here*)
3) Checks should be made payable to (*Insert Company Here*) Data
4) Payment terms are Net 30 Days.
The proceeding is intended solely to facilitate payment obligations and does not in any way amend any other terms

and conditions relative to purchases from <Reseller>.

Please indicate your acceptance of the above described payment information by signing and returning this fax to (*Insert Company Here*) Data at (*Insert Company Phone Number Here*) attn: Financial Services.
Sincerely,

<Name>
<Title>

Client - Print Name and Title