



September 29, 2011

Ken Woody
Partner, Innova Fund II
20 South Dudley Street, Suite 620
Memphis, TN 38103

Dear Mr. Woody:

Pursuant to the Convertible Note entered into as of September 1, 2011, by and among S2 Interactive, Inc., a Delaware Corporation, and certain investors, Innova Fund II, LP has invested \$200,000.00 in S2 Interactive, Inc.

Thank you,

A handwritten signature in black ink, appearing to read 'Larry Foster'.

Larry Foster

President & CEO

S2 Interactive, Inc.™

9033 Garden Arbor Drive, Suite 203

Germantown, TN 38138