



12/23/11

Fran Marcum
NEST-TN, LLC
414 Wilson Avenue, Suite 102
P.O. Box 578
Tullahoma, TN 37388

Dear Mrs. Marcum:

Pursuant to the Convertible Promissory Note entered into as of 12/19/11, by and among THE APAX GROUP, INC. DBA CORTAC, a Tennessee Corporation, and certain investors, NEST-TN, LLC has purchased a Convertible Promissory Note in the original principal amount of \$50,000 payable by THE APAX GROUP, INC. DBA CORTAC.

Thank you,

A handwritten signature in blue ink that reads 'Mike Letterman'.

Mike Letterman
CEO