

**Cutting Edge Wheels
3926 Logan's Landing Circle
Louisville, TN 37777**

10/17/12

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 10/16/12, by and among Cutting Edge Wheels, Inc., a Delaware corporation and certain investors, NEST-TN, LLC has purchased a Convertible Promissory Note in the original principal amount of \$30,000 payable by Cutting Edge Wheels, Inc.

Thank you,

A handwritten signature in cursive script, appearing to read "Joe Fields".

Joe Fields
CEO