



2/10/13

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 originally entered into as of 10/16/12, by and among THE APAX GROUP, INC. (d/b/a CORTAC), a Tennessee corporation and certain investors, NEST-TN, LLC has purchased a portion of a Convertible Promissory Note in the original principal amount of \$30,000 payable by THE APAX GROUP, INC.

Thank you,

Mike Letterman
CEO