

May 15, 2013

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

Re: Stock Purchase Agreement Confirmation / Graphenics, LLC

Dear Mrs. Marcum:

Pursuant to the Stock Purchase Agreement entered into as of **5/15/2013** by and among **Graphenics, LLC**, an Alabama LLC, and certain investors, **NEST-TN, LLC** has purchased 4% of the Common Stock in **Graphenics, LLC** for **\$20,000**.

Thank you,



Michael Weber, CEO