



July 1, 2011

Chase Perry
Tennessee Angel Fund
40 Burton Hills Blvd., Suite 250
Nashville, TN 37215

Dear Mr. Perry,

Pursuant to the Subscription Agreement entered into as of July 1, 2011 by and among Inova Payroll, Inc., a Tennessee corporation headquartered in Tennessee, and certain investors, Tennessee Angel Fund has purchased 750,000 Series A Preferred shares and 750,000 Common shares in Inova Payroll for \$750,000.

Thank you,

A handwritten signature in black ink, appearing to read "Farsheed Ferdowsi", written over a large, stylized, circular flourish.

Farsheed Ferdowsi
President & CEO