

Cyber Physical Systems, Inc.

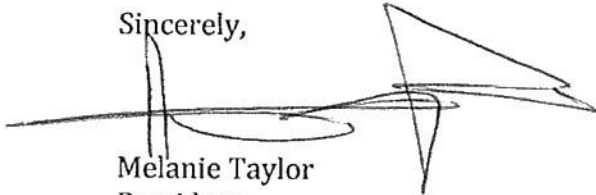
August 4, 2014

Eric Satz
Tennessee Community Ventures Fund, LLC
616 Enquirer Avenue
Nashville, TN 37205

Dear Mr. Satz:

Pursuant to the Stock Purchase Agreement entered into on August 4, 2014, by and among Cyber Physical Systems, Inc., a Tennessee corporation (the "Company"), certain investors, and Tennessee Community Ventures Fund, LLC ("TNCV"), TNCV has invested \$200,000 and purchased 15,488 Series A-2 Preferred shares in the Company.

Sincerely,

A handwritten signature in black ink, appearing to read 'Melanie Taylor', with a large, sweeping flourish extending to the right.

Melanie Taylor
President