

Cyber Physical Systems, Inc.

July 15, 2015

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

Dear Mr. Satz:

Pursuant to the Convertible Note Purchase Agreement entered into on July 15, 2015, by and among Cyber Physical Systems, Inc., a Tennessee corporation (the "Company"), certain investors, and Tennessee Community Ventures Fund, LLC ("TNCV"), TNCV has invested \$50,000 in the Company in the form of a convertible note.

Sincerely,



Joe Davis
Central Operations Manager