



May 7, 2012

Christopher P. Rand  
TriStar Technology Fund, LLC  
3401 West End Ave., Suite 310  
Nashville, TN 37203

Dear Mr. Rand:

Pursuant to the Stock and Warrant Purchase Agreement entered into as of May 4, 2012, by and among Pathfinder Therapeutics, Inc., a Delaware corporation, and certain investors, TriStar Technology Fund, LLC has purchased shares in Pathfinder Therapeutics, Inc. for \$400,000.00.

Thank you,

A handwritten signature in black ink, appearing to read "Jim Stef".

Jim Stefansic  
COO