

SCHEDULE A

Company will pay to ISO the residual split listed below of all processing discount and fee revenue collected by Company in connection with Merchants in accordance with Merchant Processing Agreements, less: (i) special fees, pass-through costs and interchange fees; (ii) all fees and other amounts due to third party processors under or in connection with this Agreement or any Merchant Agreement; (iii) the value of any and all Merchant chargebacks, Merchant or cardholder fraud, and any and all other Merchant losses; and (iv) all processing rates and fees as set forth in the Fee Schedule below, which may be amended from time to time in Company's sole discretion. The processing network may assess fees for six (6) months to Company after an account has been closed which will be passed through to ISO accordingly. In Company's sole discretion, ISO may be responsible for the entire negative residual amount. Company in its sole discretion decides whether merchants are considered High-Risk. All payments hereunder are conditioned upon the performance standards required herein and ISO's compliance with the terms of this Agreement. In the event that ISO elects to proceed with a Program Transfer, ISO shall be required to pay Conversion Fees at the then current rates set by the Company and its processing vendors.

Fee Schedule:

RESIDUAL SPLIT	Low-Risk	High-Risk
Revenue Share	60%	50%
PORTFOLIO FEES		
Visa/MC/Disc/Amex - BIN Sponsor	0.03%	0.30%
Interchange & Association Fees	Pass-Through	Pass-Through
TRANSACTION FEES		
Visa/MC/Disc/Amex - Transaction	\$0.03	\$0.15
Pin Debit/EBT - Transaction	\$0.03	\$0.15
Batch	\$0.03	\$0.15
AVS (Voice)	\$3.50	\$3.50
AVS (Electronic)	\$0.05	\$0.15
Wireless Transaction (Vendor Specific)	\$0.05	\$0.15
Other Transaction	\$0.00	\$0.00
Chargeback	\$15.00	\$15.00
Retrieval (12B Letters)	\$7.00	\$10.00
MONTHLY & ANNUAL - PER OCCURRENCE FEES		
Account on File	\$10.00	\$20.00
Debit Access	\$0.00	\$0.00
Risk Monitoring	\$0.00	0.15%
IRS Regulatory	\$2.00	\$5.00
Wireless Terminal Monthly (Vendor Specific)	\$20.00	\$20.00
Gateway Monitoring	\$10.00	\$25.00
Merchant Online Access	\$10.00	\$20.00
Monthly Minimum	\$10.00	\$50.00
Annual PCI / Annual PCI with Breach Insurance	\$50.00 / \$99.00	\$75.00 / \$125.00
Annual Fee	\$25.00	\$100.00

OPTIONAL SERVICES	
Merchant Advantage Program	\$299.00 ¹
Gateway Setup	\$01.00
Gateway Monthly	\$20.00 Per Service ²
Gateway Transaction	\$0.15
Advanced Research	Pass-Through
Advanced Reporting	Pass-Through
Program Transfer	10.00% ³

Notes:

- High Risk Minimum Pricing: Chargeback \$50.00 / Retrievals \$25.00
- Merchant Excessive VAMP: exceed 1.50% on ratio for Visa or MasterCard forfeits merchant monthly residual until reduced under threshold
- Portfolio Excessive Chargebacks: exceed 1.00% on ratio for Visa or MasterCard forfeits portfolio monthly residual until reduced under threshold

1. Merchant Advantage Program (Opt-In) Billed Annually: Unlimited Monthly Paper and Supplies
2. NMI: iSpy, Customer Vault, Swipe Simple
3. Program Transfer assessed from monthly revenue (*subject to market increase*)
4. 10 deals approved in first 90 days
5. Billed after first 120 days with five percent (5.0%) increase annually on Effective Date (*subject to market increase*)