

PROFESSIONAL SERVICES AGREEMENT
APPENDIX A
SCOPE OF SERVICES

A) Purchaser's Obligations- Purchaser will forward to vendor all claims designated by Purchaser in its sole discretion for collection by Vendor. The payments on claims will have been reconciled by Purchaser before assignment to Vendor. If Vendor discovers the file has already been paid during the collection process, the applicable fee will apply.

B) Vendor's Obligations

1) Vendor shall provide Purchaser monthly reports summarizing names of debtor(s) referred to Vendor by Purchaser for collections, amount(s) referred for collection, balance collected to date, commissions withheld and accounts assigned to legal counsel.

2) Vendor shall promptly deposit all payments received in connection with claims referred to it for collection by Purchaser. Once a month, Vendor shall remit to Purchaser all sums collected less Vendors fee, as provided in Appendix B attached hereto and made a part hereof.

3) Vendor will obtain the written consent of the Purchaser before instituting litigation in the Purchaser's name. Such consent maybe withheld in the sole discrecretion of the Purchaser

4) Vendor shall notify Purchaser immediately in writing in the event of: (a) any suit or countersuit against Purchaser, it's affiliates or subsidiaries (b) any administrative or regulatory investigation or proceeding involving Puchaser, its affiliates or subsidiaries (c) any allegation of bad faith, misfeasance, error or omission.