



Client Name: _____

Client Address: _____

NOTICE OF ASSIGNMENT AND DIRECTION OF PAYMENT

BACK OFFICE STAFFING SOLUTIONS LLC

Dear Client (Attention: Accounts Payable Manager/ Supervisor):

We are pleased to inform you that we, Back Office Staffing Solutions, LLC (the “Vendor”) have assigned our Accounts Receivable to REV Capital (California) Inc. in accordance with Article 9 of the Uniform Commercial Code. This will enable us to accelerate the growth and development of our business, while maintaining a higher standard of customer service. Effective immediately all payments due to Vendor are to be made payable to Back Office Staffing Solutions, LLC and remitted directly to:

ELECTRONIC PAYMENTS

Bank of America, N.A.
100 W. 33rd Street
4th Floor
New York, NY 10001

ABA/Routing for **ACH:** 111000012
ABA/Routing for **WIRES:** 026009593
SWIFT: BOFAUS3N
Account No.: 4451664606

PAYMENTS VIA MAIL

REV Capital (California) Inc.
P.O. Box 741791, Los Angeles, CA 90074-1791
Phone: 559-400-8001 Fax: 559-400-8002

Please record the receipt of this Notice of Assignment and Direction of Payment in your Accounts Payable office. The undersigned hereby irrevocably directs and authorizes you to make all payments on Accounts Receivable owed to Vendor payable to REV Capital or to whomever REV Capital may so direct. By acknowledging receipt of this Notice of Assignment and Direction of Payment, and as reaffirmed by your approval or verification of each invoice submitted to you by REV Capital, you irrevocably agree to waive all defenses, claims, rights of set-off or retainage, and remedies of any kind and for any reason whatsoever against REV Capital and that any and all past,



present, and future debts owing by Vendor to Client shall be the sole liability and responsibility of Vendor and not of REV Capital.

This Notice of Assignment and Direction of Payment will continue in force unless and until you are otherwise notified by REV Capital. Payment to anyone other than REV Capital or its designee will not constitute payment of Accounts Receivable owed to Vendor. REV Capital is relying and will continue to rely on the validity of Accounts submitted to it in determining what advances, if any, to make to Vendor. Therefore, if there are presently any adjustments, holdbacks, set-offs, reductions or qualifications of any kind applicable to Vendor's existing Accounts, or if any should arise in the future, please immediately notify REV Capital of their existence and specific nature.

Please acknowledge the receipt of this Notification by completing the assignment and returning a copy by fax or mail to the attention of REV Capital, copied herein.

Yours truly,

BACK OFFICE STAFFING SOLUTIONS LLC

Acknowledged and Agreed by Client:

Signature _____

Signature: _____

Neil Stuart Lebovits

Print Name _____

Chief Executive Officer

Client Name: _____

