

Exhibit A - Not Applicable

Exhibit B – Fees Payable To Trifox

1. Software License

For each sublicense of the products listed in Exhibit D, Distributor shall pay Trifox 60% of the applicable list price shown in Exhibit G.

II. Maintenance Fees

Distributor shall pay Trifox maintenance fees in the amount of 7.5% of the applicable list price shown in Exhibit G for every sublicensed copy of the products shown in Exhibit D, provided that the Sublicensee has elected to pay for maintenance. This fee is due 90 days after initial installation and each year thereafter on that date.

Exhibit C – Territory

Exhibit D – Software

The Products which will be distributed by Distributor are listed below. In addition the Operating Systems for these Products are also listed below.

Exhibit E – Trifox, Inc. Personnel Services Pricing Schedule

Trifox's labor rate is \$1200 per day. Any travel and associated expenses will be paid by Distributor.

Exhibit F – End User Software License Agreement

Attached.

Exhibit G – List prices