



MERCHANTS BANK
OF CALIFORNIA N.A.

January 27, 2015

Re: Termination of Bank Account Relationship

Dear Client:

As a bank, Merchants Bank of California, N.A. is required by federal law to exercise due diligence in monitoring and understanding the financial transactions of its customers. As you may know, the bank has entered into a cease and desist order (the "Consent Order") with the Office of the Comptroller of the Currency ("OCC") mandating, among other things, that the bank enhance its systems, policies, and procedures to detect potential violations of law. We cannot in good faith meet the obligations of the Consent Order given the complexity of your business. Thus, I regret to inform you that Merchants Bank of California, N.A. has decided, effective February 6, 2015, to discontinue its relationship with your company. We regret having to take this action.

If you have any questions or concerns, please feel free to contact me at (310) 847-2962 or via email at aandrade@merchantsbankca.com.

Sincerely,

Arturo Andrade
VP Cash Management