



February 15, 2005

Andrew Chou  
Chief Technology Officer  
TPI Software  
17720 Northeast 56<sup>th</sup> Street  
Suite 202  
Redmond, WA 98052

Re: Acceptance of Visa U.S.A. Cardholder Information Security Program (CISP) Payment Application Validation for TPI Software

Dear Mr. Chou:

Visa U.S.A. is pleased to accept TPI Software's CISP Payment Application Validation for TPI SmartPayments Server 2.0 (TPS) and SmartPayments 2.7.50 Client (SPC) applications, based on the assessment and opinion of Ambiron LLC.

Thank you for your participation in the CISP Payment Application Best Practices, and for your diligence in applying the best practices to your product and processes. Secure payment applications when implemented in a CISP-compliant environment will minimize the potential for security breaches leading to compromises of full magnetic stripe data or CVV2, and the potential for damaging fraud resulting from these breaches.

This letter and your company's inclusion on Visa's List of Validated Payment Applications confirms Visa's acceptance of the TPI Software Validation Report. The List of Validated Payment Applications, located at ([www.visa.com/cisp](http://www.visa.com/cisp)), acknowledges those software vendors that have shown their commitment to security by meeting the CISP Payment Application Best Practices.

Please note that payment applications require annual revalidation for those where major upgrade or product version changes are made. If Visa has not received TPI Software's Validation Report by your revalidation due date of February 15, 2006, Visa will remove your company from the List of Validated Payment Application Vendors.

If there are no changes to your product, Visa will require a letter signed by an Officer of TPI Software prior to the expiration date indicating no changes to the payment application. Additionally, if there are any changes to your product at any time whether major or minor, you must inform Visa of the changes. Visa will work with you to determine whether or not a revalidation is required. In addition, if you become aware of any security breach or security vulnerabilities of your application, you agree to notify Visa immediately so that we can work with you to resolve any issues.

Visa U.S.A. Inc.  
Post Office Box 8999  
San Francisco, CA 94128-8999  
U.S. A

Phone 650-432-3200



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If TPI Software would like to communicate its Visa CISP Payment Application Validation, Visa encourages you to use direct customer marketing/communications channels to market the ability of your products to operate in a CISP-compliant manner to your customers. Channels specifically targeting your customers, such as your company website, sales presentations, brochures, and customer newsletters, seem to be more effective than other, broader-based messages. Additionally, Visa will issue quarterly CISP press releases to announce newly validated payment application vendors that consent to such publication. Attached is our CISP Marketing Guidelines document, which contains our recommendations and guidance if you wish to market your compliant status to your customers and partners.

Visa may revoke this Acceptance and remove TPI Software from the List of Validated Payment Application Vendors at any time in Visa's sole discretion. Examples of reasons for removal include, but are not limited to, not adhering to Visa CISP Payment Application Best Practices, if TPI Software's Validation Report was inaccurate, or failure to comply with the terms set forth in this letter. Immediately upon notice of such revocation, your company will cease all communication of CISP validation, whether or not previously approved by Visa.

Your signature below represents TPI Software's agreement to Visa's requirements as set forth herein. In addition, your signature represents your permission to Visa to place TPI Software's name and/or logo on the Visa website or in any other publication by Visa of validated vendor applications, including the periodic press release described above. You further agree to indemnify, defend and hold Visa harmless from any liability arising out of such use of TPI Software's name and/or logo. Please send a signed copy of this letter to Ingrid Beierly at Visa at the address below within five business days upon receipt of this letter.

P.O. Box 194607, San Francisco, CA 94119-4607

Visa reserves the right to terminate the Payment Application Best Practices Program.

We see tremendous value in TPI Software's participation in this crucial security program. We appreciate your continued support and commitment to safeguarding the payment industry.

Sincerely,



Joseph Majka  
Vice President, Fraud Control / CISP

Cc: Jacob Ansari, Ambiron LLC

Attachment

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Agreed: Andy Chan  
By: (must be Officer of Company)

Dated: 2-16-2005