

EXHIBIT D

From: paul ceglia [REDACTED]
Sent: Monday, February 16, 2004 [REDACTED]
To: [REDACTED]
Subject: Back Payment

Hi Mark,

Karin has just, in tears, communicated your request for prompt payment. I can fully understand your frustration and hope that you have felt and feel from me sincere regret for such huge delays. I can only offer that I have learned a great deal about making projections for sales and had no idea how long it was going to take us to close some companies. David our sales guy has contracts in the hands of 4 additional carriers that have all expressed great interest. We have continually refined our sales process and found additional ways to help these companies institute our service. I realize that it is completely unfair to have asked you to hold on much longer than you already have which is really cool. I think you have been really fair about this. I will try to raise some money specifically to pay you what is owed, but honestly we have had several venture deals fall through and we are running out of options until we have sales on the board. I can assure you we are in very tight financial places ourselves, I personally have invested every penny of my life savings into this project and am close to having my home foreclosed. If there is any way I can assure you that I have absolutely every intention of paying you what is owed plus some when we finally catch up to our sales goals it would be appreciated to a level I cant express in words. After all this time please allow us a little more time to make things right with you. I cant obviously make any sales if our web site is not still the easy to use system it currently is and it will seem to benefit no one should that occur. I will nervously await your reply and hope you can grant us more time. I assure you that I was not aware of karins failure to communicate with you about this topic and will handle all of these communications personally from now on. Sorry Mark. I hope we can work something out.

All the best, Paul Ceglia

[REDACTED]