

EXHIBIT O
TO DECLARATION OF MICHAEL N. EDELMAN
IN SUPPORT OF ADVANCEME, INC.'S OPPOSITION TO
DEFENDANTS' MOTION FOR LEAVE TO AMEND INVALIDITY CONTENTIONS

Paul Hastings
ATTORNEYS

Paul, Hastings, Janofsky & Walker LLP
Five Palo Alto Square • Sixth Floor • Palo Alto, CA 94306-2155
telephone 650 320 1800 • facsimile 650 320 1900 • www.paulhastings.com

Atlanta
Beijing
Brussels
Hong Kong
London
Los Angeles
Milan
New York
Orange County
Palo Alto
Paris
San Diego
San Francisco
Shanghai
Stamford
Tokyo
Washington, DC

650-320-1822
michaeledelman@paulhastings.com

October 30, 2006

Via E-mail

Joseph Gray
Vinson & Elkins LLP
2801 Via Fortuna, Suite 100
Austin, Texas 78746-7568

Re: *AdvanceMe, Inc. v. RapidPay LLC, et al.* (No. 6:05-cv-00424) (E.D. Tex.);
AdvanceMe, Inc. v. AmeriMerchant, LLC (No. 6:06-CV-82)(E.D. Tex.).
Defendants' Second Request for Leave to Amend Their Preliminary Invalidity
Contentions

Dear Joey:

We were surprised to see your letter dated October 30, 2006 regarding the Defendants' Invalidity Contentions. In light of the Defendants' silence on this issue over the last several weeks, we had assumed that the Defendants were no longer seeking the proposed amendments.

In any event, AdvanceMe does not believe that these amendments are appropriate because, among other reasons, the "new" information contained therein was available to the Defendants many months ago (and long before the Defendants' initial Invalidity Contentions were served). Further, the Defendants' continual changes of positions regarding their invalidity defense is causing great prejudice to AdvanceMe. Accordingly, AdvanceMe respectfully cannot agree to stipulate to the Defendants' proposed amendments.

If you have any questions, please contact me at the number listed above.

Respectfully,


Michael N. Edelman
for PAUL, HASTINGS, JANOFSKY & WALKER LLP

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