

EXHIBIT D

Vinson & Elkins

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October 30, 2006

~~Via FACSIMILE & U.S. MAIL~~ Case 6:05-cv-00424 Document 74 Filed 11/02/2006 Page 2 of 2

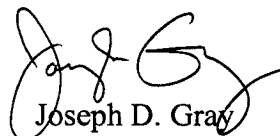
Michael Edelman
Paul, Hastings, Janofsky & Walker LLP
Five Palo Alto Square, Sixth Floor
Palo Alto, CA 94306-2155

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-082) (E.D. Tex.)

Dear Michael:

We write to confirm that AdvanceMe does not oppose defendants' proposed amendments to their preliminary invalidity contentions related to Litle & Company, as detailed in my letter to you dated October 9, 2006. AdvanceMe has not responded to defendants' inquiry, despite the passage of three weeks, thus defendants presume that AdvanceMe does not oppose their motion. As defendants plan to file a motion for leave to amend tomorrow, October 31st, please let me know by the end of today if defendants' presumption is inaccurate.

Regards,



Joseph D. Gray

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cc: Ronald Lemieux
Bill Schuurman
Hilary Preston