

Van Slyck & Associates, INC.

Jim and Dave,

Thank you so much for masterfully navigating VSA through our acquisition. The last six months have been a real test of our perseverance. As expected, MidMarket Capital rose to the challenge! Looking through my notes, I was surprised by the amount of areas that your team has positively touched throughout the process.

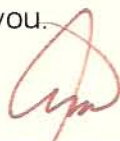
The MMC team:

- Facilitated strategy meetings
- Reviewed our business plan and financial statements
- Authored an executive summary and the 70 page "Book"
- Authored a market analysis and corporate valuation
- Managed weekly team calls
- Exposed us to hundreds of potential buyers
- Secured dozens of Confidentiality Agreements
- Facilitated all web demo's and corporate visits
- Negotiated the Letter of Intent
- Managed the entire Due Diligence process
- Managed expert input from our legal and tax professionals
- Negotiated the Definitive Agreement and
- Managed the Closing Process

Since MMC led the negotiations, we were able to preserve a great working relationship with the buyer. Most importantly, your leadership in the overall acquisition process allowed the VSA team to focus on our Clients and not the hour-to-hour gyrations of the deal. Your team was always straight and direct which is very important to me. Lastly, you earned my implicit trust and confidence. I never doubted that my "safety net" was always in place and our best interests were your top priority.

This project was not simply selling a company. For us, you crafted our futures and we couldn't be happier with the results!!!

Thank you.



Ann Van Slyck
CEO, Van Slyck & Associates, Inc.