
From: jeffrey E. <jeevacation@gmail.com>
Sent: Wednesday, April 29, 2015 11:44 PM
To: Dangene and Jennie Enterprise
Subject: Re: Revised NM Term Sheet

nothing attached

<div class="gmail_quote">On Wed, Apr 29, 2015 at 7:41 PM, Dangene and Jennie Enterprise <[REDACTED]> wrote:

Hi Jeffrey ! Spoke to Rick and Daniel and they are comfortable with this if you are ... The Note will rank junior to any existing or future secured indebtedness of the Company, but not to exceed [\$x -- TBD] without Investor's prior approval; and senior to all other unsecured indebtedness of the Company and senior to any loans made by members of other equity holders of the Company. BTW the ONLY secured debt we have is the 500 K bank debtLet me know if this works ...Love u!

CORE: Jennie Enterprise |

<<http://www.coreaccess.net/>> |

On Apr 28, 2015, at 1:24 PM, jeffrey E. <jeevacation@gmail.com <mailto:jeevacation@gmail.com> > wrote:

the note is junior to future existing secured?? therefore really little guarantee. ,

On Tue, Apr 28, 2015 at 12:13 PM, Dangene and Jennie Enterprise <[REDACTED]> wrote:

Hi Jeffrey !!! HAPPY TUESDAY !!! Hope you are GREAT !!! Simple term sheet as you requested with Nathan "enapsulated"Love you !!!

Begin forwarded message:

From: "Beirne, Kristina E." <[REDACTED]>
Subject: Revised NM Term Sheet
Date: April 27, 2015 at 5:42:45 PM EDT

To: Dangene and Jennie Enterprise [REDACTED] Daniel Rabia

Cc: "Ross, Rick" [REDACTED]

Attached as per our call earlier is a draft term sheet for Nathan's investment which is in the form of convertible debt to protect Nathan from potential risks associated with an equity ownership stake until he wants to convert. Otherwise, we tried to keep the terms straightforward and in accordance with market provisions for convertible debt.

Best,

Kristina

Kristina E. Beirne
Counsel

[REDACTED]

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