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Maureen Hart
TLD
505 S. 7th Ave.
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January 8, 2009

Maureen,

Vertex China is extremely pleased to welcome TLD to our team as a redistribution partner. The opportunity for us to have access to your impressive resources will streamline our distribution efforts in a very positive way. My existing customers, and the new ones you will bring to the table, will be able to add Vertex orders to their current mix of products they are already buying from you and eliminate FRT charges. (As long as they hit your very reasonable minimums.) Lower net pricing will make Vertex more attractive to the dealers and will result in deeper penetration into the market for both of us.

I am confirming that all Vertex China buying group contracts will be honored on product purchased through TLD. These rebates will still be administered by Vertex but will be inclusive of all reported sales that go through TLD. All of our buying group members, based on our negotiated agreements, will still get compensated appropriately. Our commitment is that none of our buying group member dealers will lose rebate dollars by doing business with this new link in our supply chain.

Should any questions or concerns arise as we enter into this new partnership, please let me know and I will address them as needed.

Regards,

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A handwritten signature in black ink, appearing to read "Peter Celeste".

Peter Celeste
Western Regional Sales Manager
Vertex China