

VERNON & GINSBURG, LLP

261 MADISON AVENUE

TELEPHONE  
(212) 949-7300

NEW YORK, NEW YORK 10016

TELECOPIER  
(212) 697-4432

April 8, 2008

Aaron Stein  
Stein, Farkas & Schwartz LLP  
1639 East 13<sup>th</sup> Street  
Brooklyn, NY 11229

RE: The Mikhlis to Simon

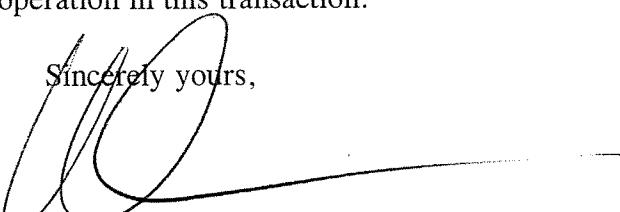
Dear Aaron:

Enclosed is our bank check in the amount of \$1,051,711.64 payable to your firm as attorneys for Sellers.

This letter shall confirm that you will hold this check in escrow pending our receipt of the payoff documents which shall include a UCC-3 running to our client, the original stock certificate, proprietary lease, assignment of proprietary lease, stock power signed by our client and the cancelled note.

Please also have your clients sign and deliver the estoppel letter sent to you previously. Thank you for your continued cooperation in this transaction.

Sincerely yours,

  
Darryl M. Vernon

DMV:LL

enclosures

Cashier's Check #1433952 payable to Stein, Farkas & Schwartz, LLP as Attorney  
V&G Check #3218 - \$150.00

cc: C. Simon

CONFIRMED AND AGREED:

 4/8/08

Aaron Stein

VERNON & GINSBURG, LLP  
ATTORNEY TRUST MASTER ACCOUNT  
PH: (212) 949-7300  
261 MADISON AVE., 26TH FLOOR  
NEW YORK, NY 10016

BANK OF AMERICA, NA  
NEW YORK CITY, NY  
1-32/210

3218

4/8/2008

PAY TO THE Stein, Farkas & Schwartz LLP  
ORDER OF

\$ \*\*150.00

One Hundred Fifty and 00/100\*\*\*\*\*

DOLLARS

Stein, Farkas & Schwartz LLP

MP

© 2005 INTUIT INC. #872-14000-1-1610

MEMO

Simon to Mikhli - Payoff Fee

1003218 10210003221 08010 46988

VERNON & GINSBURG, LLP / ATTORNEY TRUST MASTER ACCOUNT

3218

Stein, Farkas & Schwartz LLP

4/8/2008

150.00

Payoff Fee

Bank of America

Cashier's Check

No. 1433952

30-1/1140  
NTX

Once to Purchaser. In the event this check is lost, misplaced or stolen, a sworn  
affidavit and 90-day waiting period will be required prior to replacement. This  
check should be negotiated within 90 days.

Banking  
Center

42ND STREET

Date

APRIL 08, 2008

0028830 00004 001433952

VERNON & GINSBURG, LLP  
Remitter (Purchased By)

Pay

\*\*ONE MILLION FIFTY ONE THOUSAND SEVEN HUNDRED ELEVEN DOLLARS AND 64 CENTS\*\*

To  
The  
Order  
Of

\*\*STEIN, FARKAS & SCHWARTZ LLP AS ATTORNEY\*\*  
\*\*SIMON TO MIKHLI - PAY-OFF\*\*

Authorized Signature

\$ \*\*1051711.64\*\*

VOID AFTER 90 DAYS

1433952 1140000191 001641004928

ANTI-Fraud PROTECTION PATENTS 5,622,345; 6,459,826; 6,762,119

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