

Re: Loan & Security Agreement dated as of May 27, 2011 by and among \_\_\_\_\_ and All Points Capital Corp., a wholly owned Subsidiary of Capital One, National Association (as amended, restated, supplemented or otherwise modified from time to time, the "Loan Agreement"; capitalized terms used in this letter and not otherwise defined shall have the meanings set forth in the Loan Agreement)

To Whom It May Concern,

After a great deal of thought and consideration, Capital One Equipment Finance Corp. (formerly known as All Points Capital Corp. and / or dba Capital One Equipment Leasing & Finance) ("Capital One") has made the decision to terminate its Specialty Vehicle Finance business. As a valued client, I am writing to make you aware of this decision and its impacts to you.

In light of this development, this letter serves as formal written notice that, aside from any additional advances under the Loan Agreement that were agreed to in writing prior to the date of this letter, Capital One cease making Advances or accepting additional applications.

For the sake of clarity, as we begin to transition this business and our relationship, please note that so long as any Liabilities are due and owed under the Loan Agreement, its terms and conditions remain in effect in all respects and we continue to reserve all rights, privileges and remedies thereunder. Capital One must also notify you that you will be required to comply strictly with your duties, obligations and agreements in all respects, regardless of (i) any waivers previously granted by us regarding the Loan Agreement, (ii) any previous failures or delays in our exercising any right, power or privilege under the Loan Agreement, or (iii) any previous failures or delays in our monitoring or requiring compliance with your duties, obligations and agreements in the Loan Agreement.

Capital One greatly appreciates your business, and it is with regret that we end this relationship with you. We wish you the best and it is our hope that we may serve your banking needs in another area in the future.

Sincerely,

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Paul Dell'Aquilo  
Senior Vice President  
Capital One, N.A.