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File No. 229551

BY E-MAIL

Ms Samantha G. Horn
Stikeman Elliott LLP
5300 Commerce Court West
199 Bay Street
Toronto, ON M5L 1B9

Dear Ms Horn:

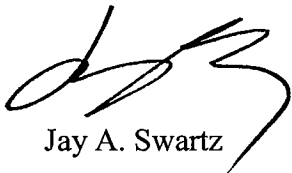
Brainhunter Inc. et al

Reference is made to the Asset Purchase Agreement (the "Agreement") dated January 18, 2010, made between Brainhunter Inc., Treklogic Inc., Protec Employment Services Limited, Brainhunter Canada Inc., Brainhunter (Ottawa) Inc., Vision2Hire Solutions Inc. and Brainhunter Recruiting (India) Private Limited (collectively the "Vendors") and Zylog Systems (Canada) Ltd. and Zylog Systems (India) Limited (the "Purchasers").

As you are aware, we are counsel for the Vendors.

We wish to confirm that our understanding of the Agreement is that all of the assets of the Vendors are to be conveyed to the Purchasers save and except for the Excluded Assets (as defined in the Agreement). For greater certainty, whether or not an asset or contract is listed on the schedules to the Agreement, does not affect the fact that the Purchasers are buying all the assets.

Yours very truly,



Jay A. Swartz

JAS/sd

cc Elizabeth Pillon, *Stikemans*
Paul Casey, *Deloittes*
Leanne Williams, *Thornton Grout*
Dennis Jewitt