Tab 11

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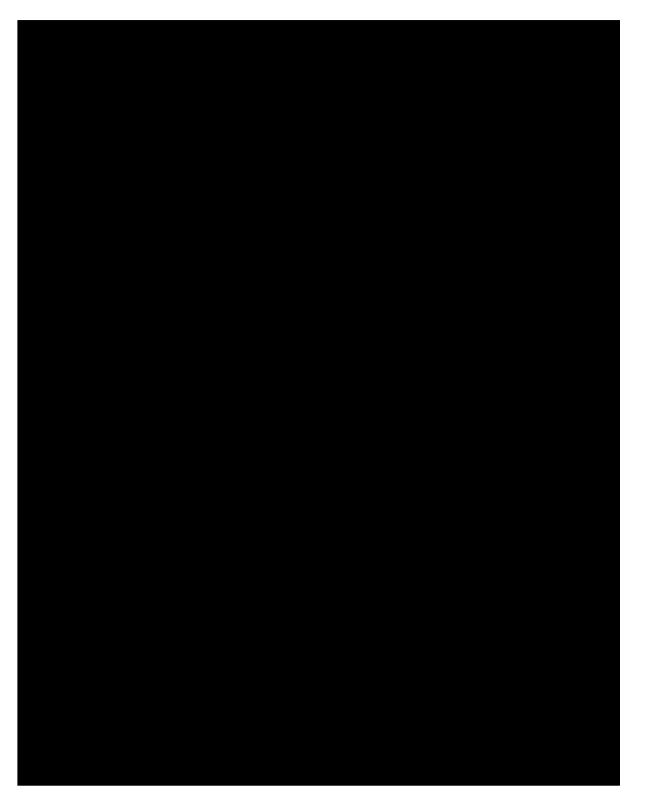
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ACCOUNT PURCHASE AND SALE AGREEMENT

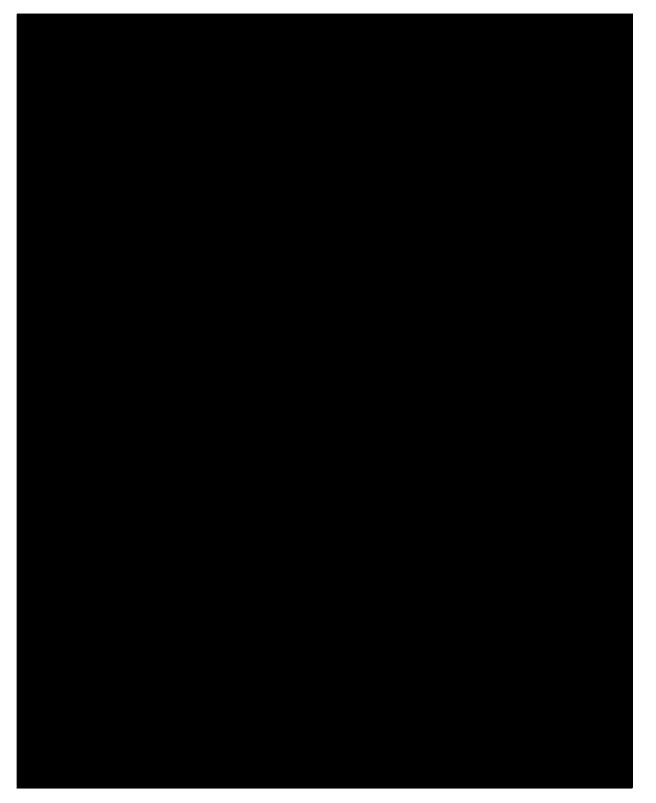


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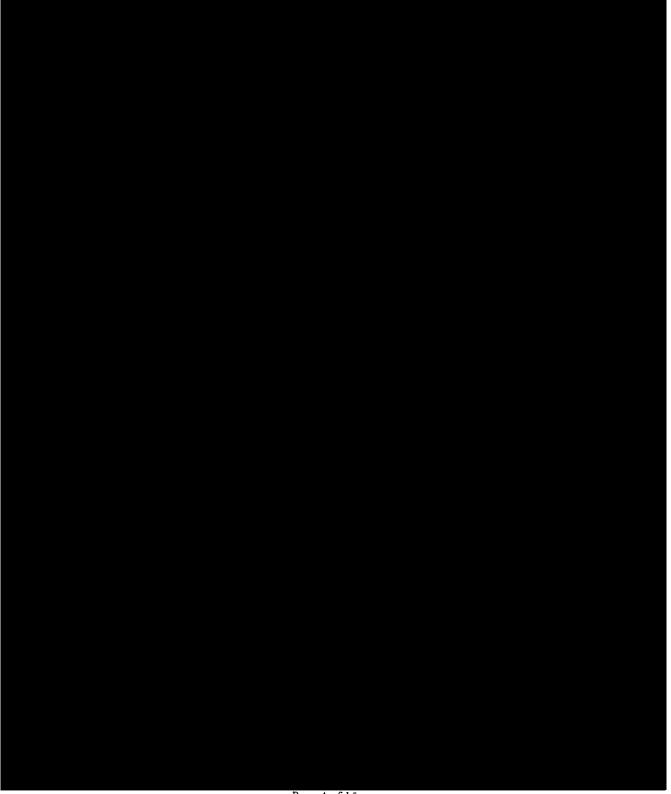


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Page 3 of 15

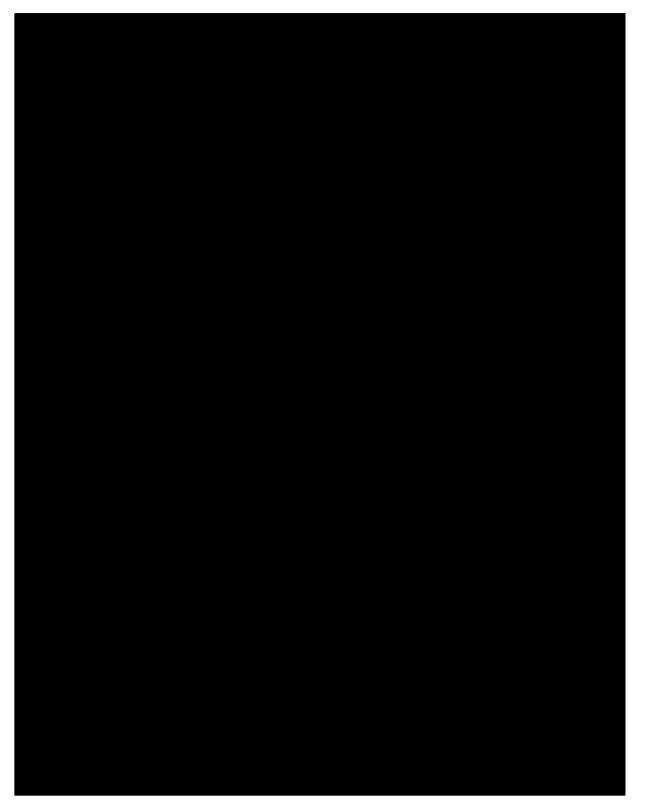
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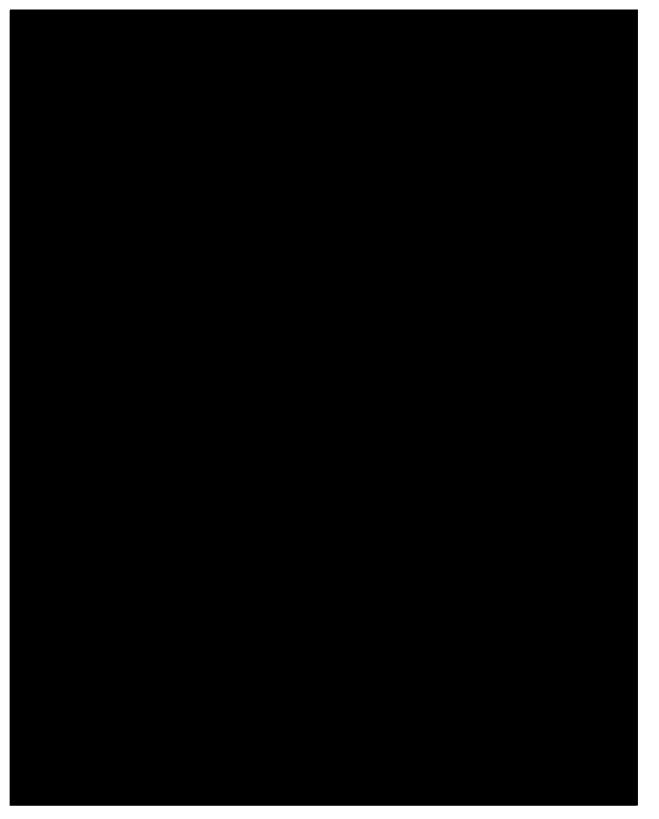
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Execution Copy



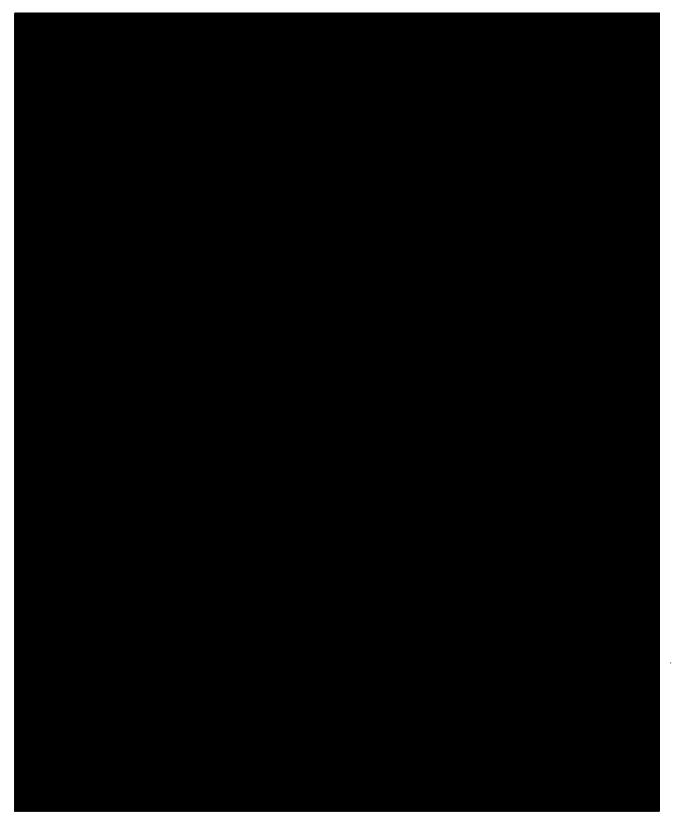
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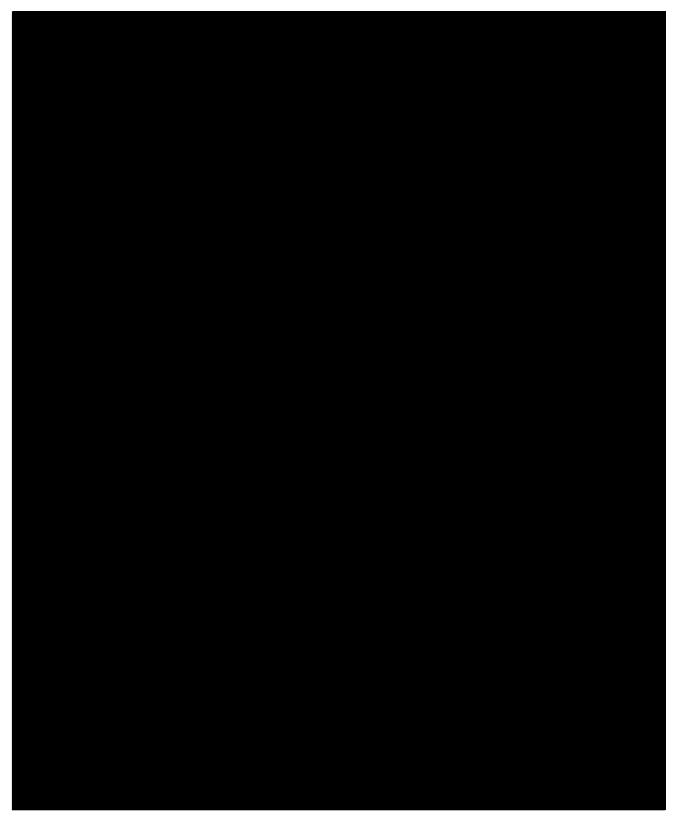
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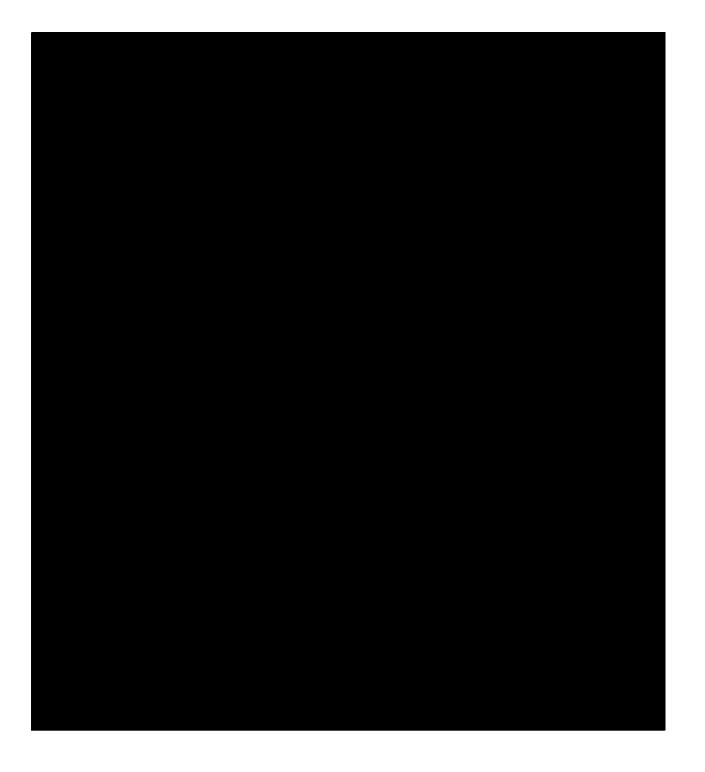


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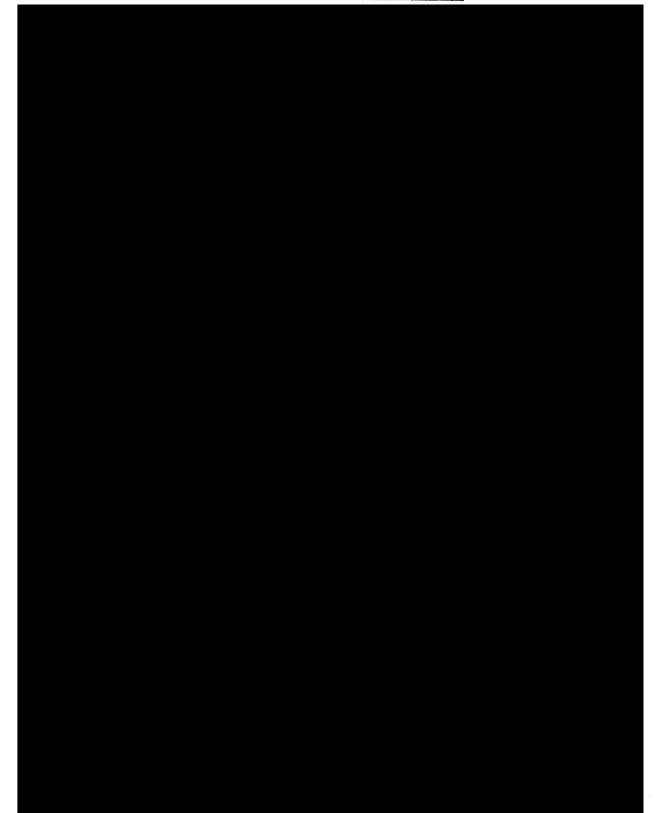


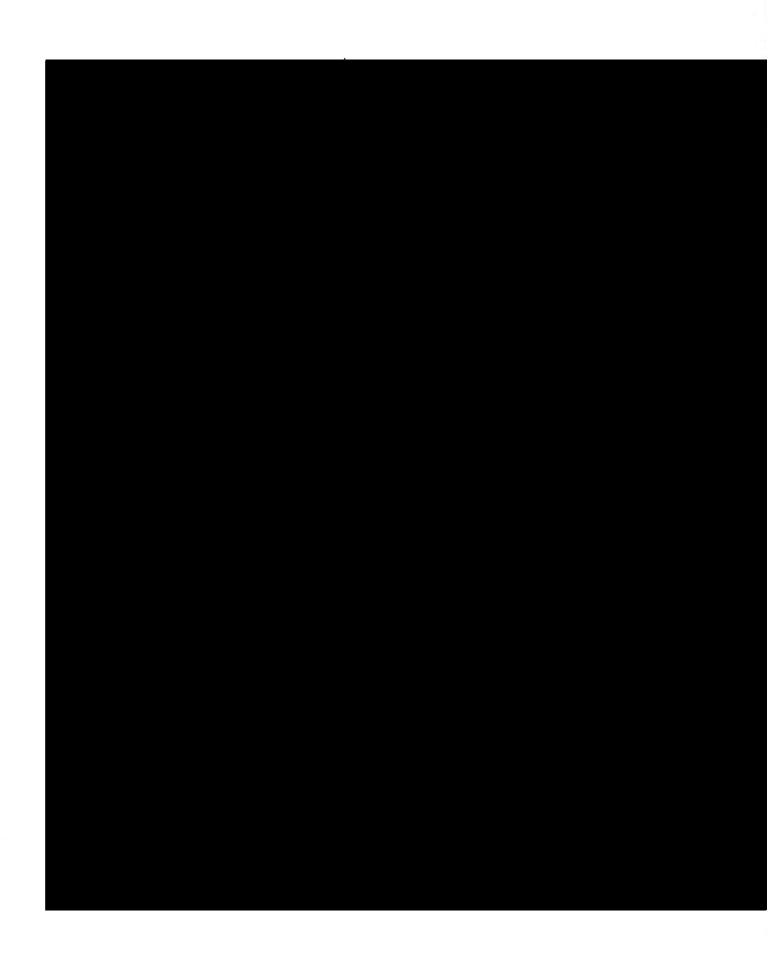
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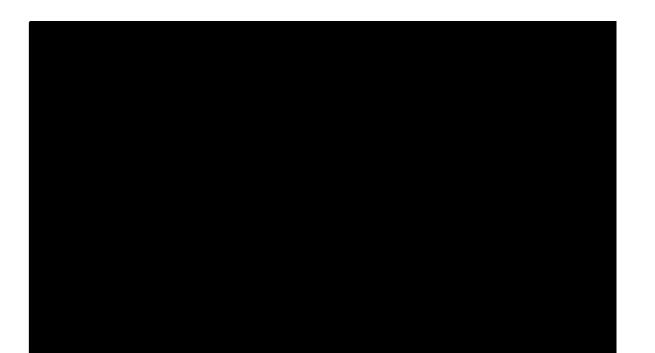


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NON-SOLICITATION AGREEMENT







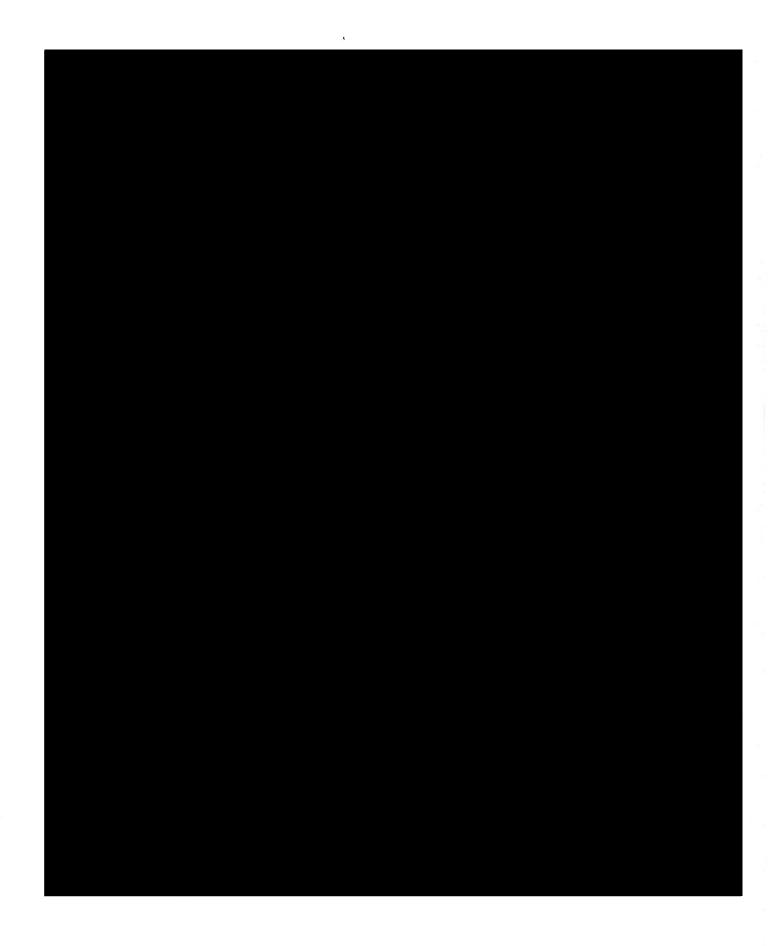
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NON-SOLICITATION AGREEMENT

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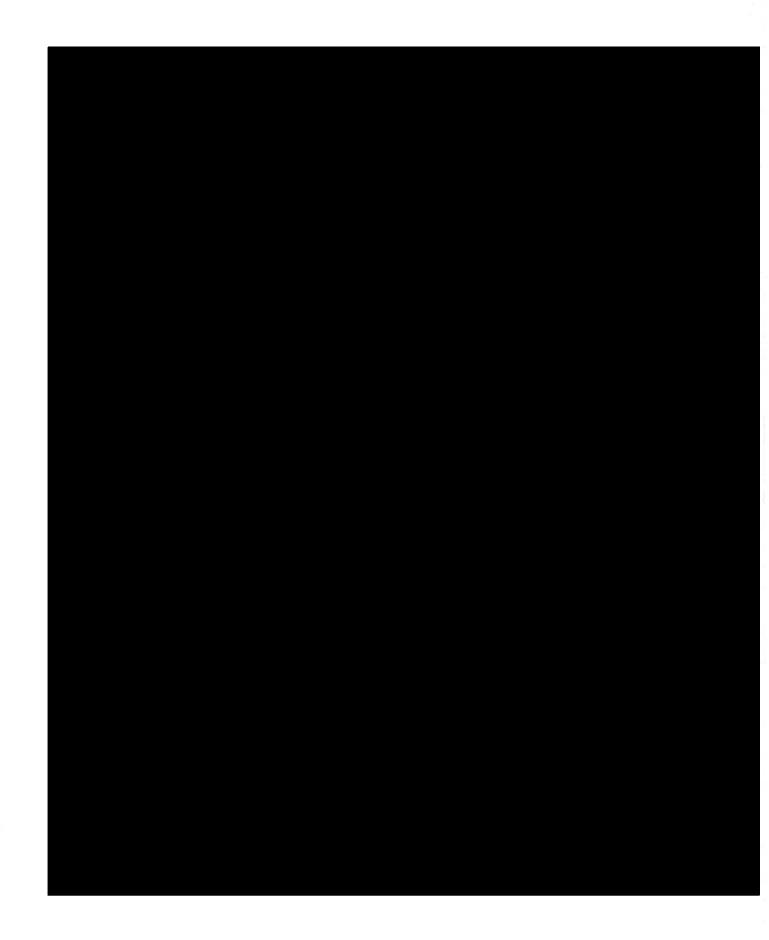


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NON-SOLICITATION AGREEMENT



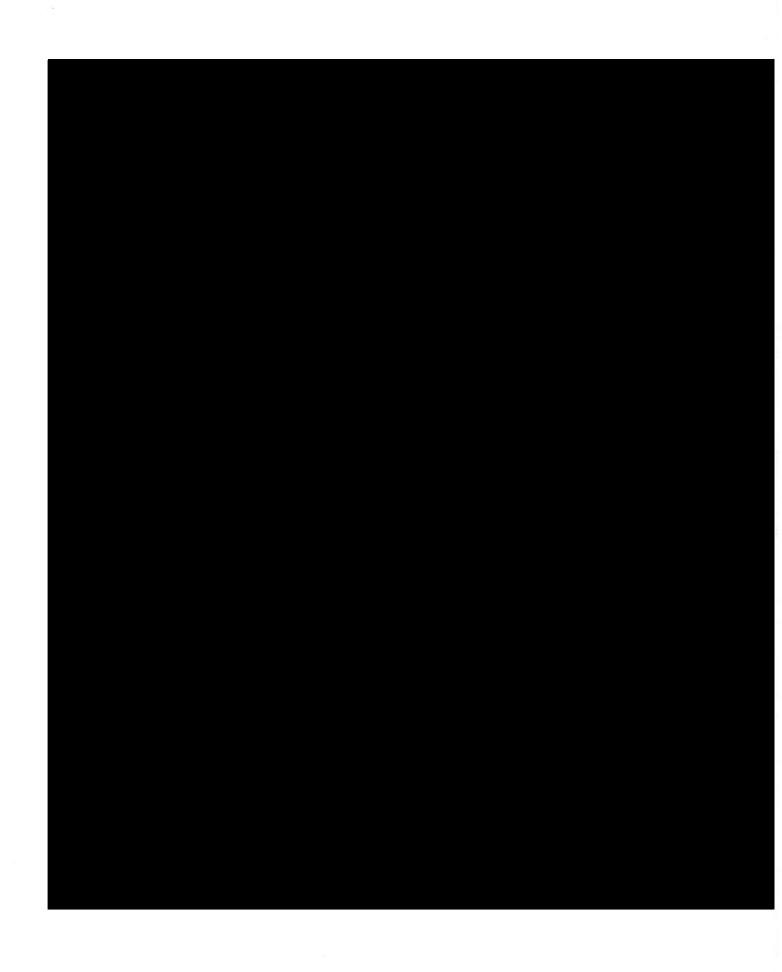


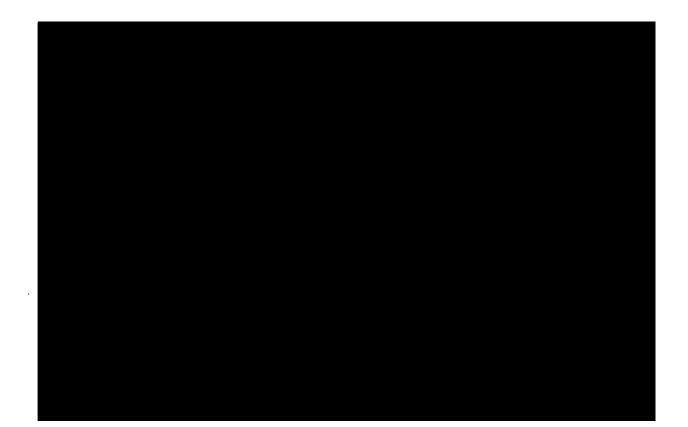


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NON-SOLICITATION AGREEMENT





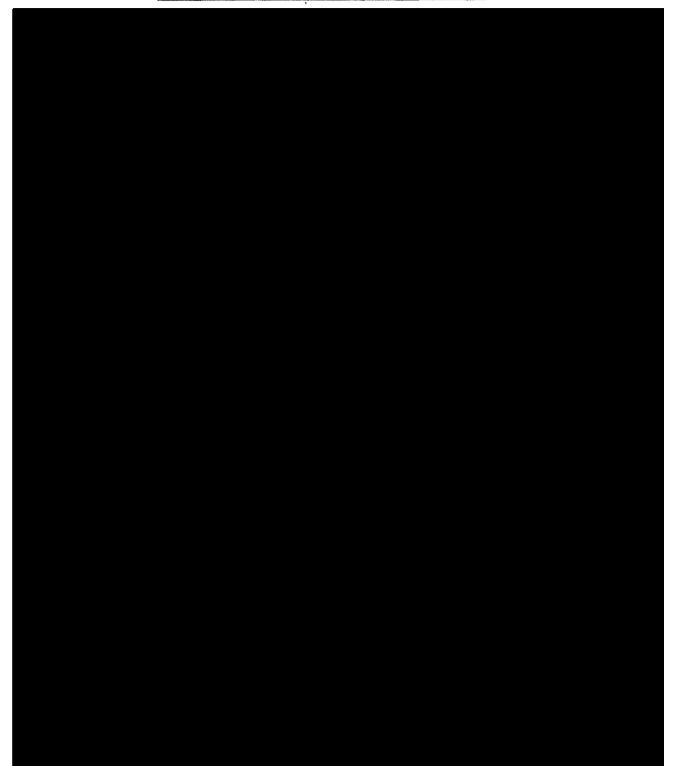


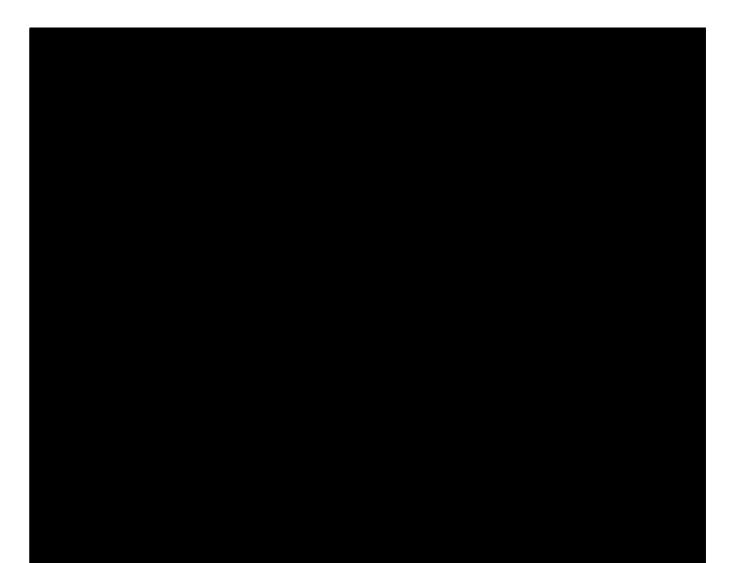
FIRST AMENDMENT TO

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ACCOUNT PURCHASE AND SALE AGREEMENT





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ASSIGNMENT AND ASSUMPTION OF CUSTOMER ACCOUNTS .

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