



March 11, 2009

TO THE VALUED AGENTS AND PRODUCERS of BAYTREE FINANCE

RE: Baytree Finance Co.'s New Production now delivered by Flatiron Capital

We are excited to announce, effective immediately, Flatiron Capital, a division of Wells Fargo Bank, N.A. ("**Flatiron**") has reached agreement with Baytree Finance Company and Baytree National Bank and Trust Co. to allow Flatiron to provide all future premium finance offerings to your valued agency and insureds. Your Baytree sales contacts, including your calling officer and Baytree's quoting and call center in Athens, Georgia (in most cases) are now part of Flatiron and together we combine to form a strong, experienced and dedicated team to provide market-leading service, state-of-the-art technology and highly competitive rates and terms.

Flatiron is supported by and part of Wells Fargo Bank, one of the largest, most credit-worthy, and storied banks in the U.S. and we offer your agency/brokerage an even more comprehensive, stable and creative delivery of premium finance services. Flatiron is one of the largest premium finance providers in the U.S. with offices in Boston, Philadelphia, Atlanta, Boca Raton, FL, San Antonio, Chicago, San Francisco and our home office in Denver, CO. We are excited to now partner with the experienced former Baytree Finance team serving your account. Flatiron currently provides value to our base of over 1,500 agent/brokers, ranging in size from the main street owner-operator agency to the world's largest brokerages.

Under this new association with Flatiron, your delivery of premium finance will now be offered under the Flatiron brand and via our easy-to-use and powerful internet technology (accessed via www.FlatironCapital.net). All the great qualities you came to expect from Baytree and its sales team remain and are now strengthened by the Flatiron relationship. We believe we have incorporated the best of Baytree Finance and added to the winning combination of Flatiron in our common goal to provide you the highest value premium finance partnership.

We are excited to explain in greater detail the benefits of this new combination, and your specific sales professional will be in contact with you in the near future to both discuss our new strength and benefits and demonstrate and train under Flatiron's IronWorks[®] system, our fully integrated real-time software. In the meantime, you may still deliver your existing finance quotes originated under the Baytree Finance system.

Among the wealth of new agency and customer benefits to be made available to you include the following:

- Funding and finance contract acceptance within 48-hours of our receipt of a signed and fully complete finance agreement.
- The offering of electronic signature delivery in states where agents may sign-on-behalf of insureds
- A wide variety of funding methods for the amount financed under a finance agreement
- Multiple convenient methods to accept payment from your insureds, including normal monthly invoice billing, reoccurring ACH, our on-line Web Pay option and even the convenience of payment by insured credit card!
- Terms and rates tailored to enhance your business and multiple options for our valued agents to create revenue sharing in the delivery of a highly-competitive premium finance solution to your insureds.

Of course, Flatiron remains committed, as it has been through its history to maintain the strength, respect, confidentiality, and privilege of our relationship with you and your insureds. Since Flatiron's founding in 1995, our mission of being your premium finance partner and assisting you and your customer base through superior customer experience, market-leading professionals and technology, highly competitive terms and responsive service remains unchanged. With the best of Baytree Finance joining the Flatiron team, we feel more capable than ever to meet this mission.

Thank you as always for your business. Please contact Bruce Lundy, Flatiron's Managing Director in charge of Marketing and Origination (phone: 800-832-9117, email: Lundy@FlatironCapital.net) or your Baytree Finance Sales individual if we can respond to you in any way.

Very Truly Yours
FLATIRON CAPITAL

Bruce I. Lundy
Managing Director

and our new Flatiron Team from Baytree Finance

David Abernathy Lynell Bennett Diane Krapf Kris McCann Tim Smith
Carol Bishop Chantill Kitchens Erin Schmelter