



TruPay Corporation

Report on the Controls Placed in Operation and Tests of Operating Effectiveness

November 16, 2007 through August 15, 2008



Houdyshell
& ASSOCIATES

CERTIFIED PUBLIC ACCOUNTANTS



INDEPENDENT SERVICE AUDITORS' REPORT

TruPay Corporation

We have examined the accompanying description of controls related to the payroll processing services provided by TruPay Corporation ("TruPay") to user organizations. Our examination included procedures to obtain reasonable assurance about whether (1) the accompanying description presents fairly, in all material respects, the aspects of TruPay's controls that may be relevant to a user organization's internal control structure as it relates to an audit of financial statements; (2) the controls included in the description were suitably designed to achieve the control objectives specified in the description contained in Section II, if those controls were complied with satisfactorily, and user organizations and subservice organizations applied the controls contemplated in the design of TruPay's controls; and (3) such controls had been placed in operation as of August 15, 2008. TruPay uses various organizations to supplement their payroll processing services. The accompanying description includes only those controls and related control objectives of TruPay, and does not include controls and related control objectives of the subservice organizations. Our examination did not extend to controls of the subservice organizations. The management of TruPay specified the control objectives. Our examination was performed in accordance with standards established by the American Institute of Certified Public Accountants and included those procedures we considered necessary in the circumstances to obtain a reasonable basis for rendering our opinion.

In our opinion, the accompanying description of the aforementioned controls presents fairly, in all material respects, the relevant aspects of TruPay's controls that had been placed in operation as of August 15, 2008. Also, in our opinion, the controls, as described, are suitably designed to provide reasonable assurance that the specified control objectives would be achieved if the described controls were complied with satisfactorily and user organizations applied the controls contemplated in the design of TruPay's controls.

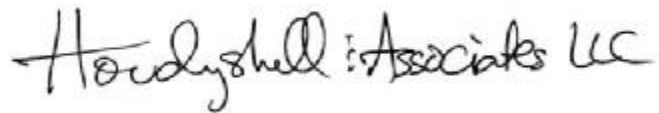
In addition to the procedures we considered necessary to render our opinion as expressed in the previous paragraph, we applied tests to specific controls, listed in Section III, to obtain evidence about their effectiveness in meeting the control objectives, described in Section III, during the period from November 16, 2007 to August 15, 2008. The specific controls and the nature, timing, extent and results of the tests are listed in Section III. This information has been provided to user organizations of TruPay and to their auditors to be taken into consideration, along with information about the internal control at user organizations, when making assessments of control risk for user organizations. In our opinion, the controls that were tested, as described in Section III, were operating with sufficient effectiveness to provide reasonable, but not absolute, assurance that the control objectives specified in Section III were achieved during the period from November 16, 2007 to August 15, 2008. The scope of our engagement

did not include tests to determine whether control objectives not listed in Section III were achieved; accordingly, we express no opinion on the achievement of control objectives not included in Section III.

The relative effectiveness and significance of specific controls at TruPay and their effect on assessments of control risk at user organizations are dependent on their interaction with the controls and other factors present at individual user organizations. We have performed no procedures to evaluate the effectiveness of controls at individual user organizations.

The description of controls of TruPay is as of August 15, 2008 and information about the tests of operating effectiveness of specified controls covers the period from November 16, 2007 to August 15, 2008. Any projection of such information to the future is subject to the risk that, because of change, the description may no longer portray the controls in existence. The potential effectiveness of specific controls at TruPay is subject to inherent limitations and, accordingly, errors or fraud may occur and not be detected. Furthermore, the projection of any conclusions, based on our findings, to future periods is subject to the risk that (1) changes made to the system or controls, (2) changes in processing requirements, or (3) changes required because of the passage of time may alter the validity of such conclusions.

This report is intended solely for use by the management of TruPay, their clients, and the independent auditors of its clients.

A handwritten signature in black ink that reads "Hardyshell Associates LLC". The signature is written in a cursive, flowing style.

Raymore, Missouri
August 15, 2008