

ADDENDUM TO <MERCHANT ATM PROCESSING> AGREEMENT
Between _____ and PHOENIX CARDNET, INC.
 <Merchant>

THIS ADDENDUM shall amend and shall constitute a part of, together with any exhibits or schedules attached hereto, that certain _____ <ATM Merchant Processing> Agreement (the "Agreement") made as of the ___ day of _____, _____, by and between _____ ("ATM Operator") and PHOENIX CARDNET, INC ("ISO"). The terms hereof will for all purposes be deemed incorporated in the Agreement. In the event of any conflict between the terms of the Agreement and the terms of this Addendum, the terms of this Addendum shall control. All capitalized terms, unless otherwise indicated, shall have the meanings attributed to them in the Agreement.

The following provisions are added to the Agreement:

Member Bank: The Member financial institution sponsoring the ATM transactions under this Agreement is **Citizens Bank**, whose principal address is Citizen Financial Group, 1 Citizens Plaza, Providence, RI 02903 and who can be reached for customer service at (888) 486-4949 (hereinafter "Member Bank").

Compliance with Rules and Regulations: ATM Operator and ISO each acknowledge that sponsorship of ATM Operator and its activities under this Agreement may be terminated for failure to comply with the terms of this Agreement, which include provisions required by the rules and regulations of the applicable debit networks.

Financial Information: ATM Operator hereby acknowledges that it is required to provide requested financial information to Member Bank under this Agreement since the transactions settled by Member Bank hereunder constitute "financial transactions" under Federal Law (e.g., USA Patriot ACT). Member Bank is therefore required to obtain, verify, and record the required information. A consumer credit report and criminal background investigation may also be required by Member Bank in connection with the sponsorship of ATM Operator's activities under this Agreement. ATM Operator hereby authorizes Member Bank or any of its agents to investigate information or data obtained from ATM Operator. ATM Operator further represents that all information provided to Member Bank and its agents are true and correct.

<p style="text-align: center;"><u>PHOENIX CARDNET, INC.</u> ("ISO")</p>	<p style="text-align: center;"><u>Citizens Bank</u> (Member)</p>
By: _____	By: _____
Name: _____	Name: _____
Title: _____	Title: _____
Date: _____	Date: _____

 (Merchant Name – "ATM Operator")

By: _____

Name: _____

Title: _____

Date: _____