THIS AGREEMENT, made and entered into this 15th day of September, 2009, is by and between the City of Fort Lauderdale, a Florida municipality, ("City"), whose address is 100 North Andrews Avenue, Fort Lauderdale, FL 33301-1016, and Verrus Mobile Technologies Inc., a Canadian federal corporation authorized by the Florida Department of State to transact business in the State of Florida as Verrus Mobile Technology Inc., ("Contractor"), whose address is 201-1028 Hamilton Street, Vancouver, BC, Canada, V6B 2R9, Phone 604-642-4286 x117, Fax 604-648-8533.

WHEREAS, the City issued Request for Proposal Number 695-10262 ("RFP"), and the Contractor submitted a proposal in response to the RFP; and

WHEREAS, on September 15, 2009, the City Commission of the City of Fort Lauderdale approved an agreement with Contractor for the goods or services described in the RFP (Pur. 01, CAR No. 09-1110),

NOW, THEREFORE, for and in consideration of the mutual promises and covenants set forth herein and other good and valuable consideration, the City and the Contractor covenant and agree as follows:

1. The Contractor agrees to provide to the City a pay by phone parking payment system in accordance with and in strict compliance with the specifications, terms, conditions, and requirements set forth in the RFP and any and all addenda thereto during the period September 15, 2009, through September 14, 2012.

2. This contract form, the RFP, any and all addenda to the RFP, and the Contractor's proposal in response to the RFP are integral parts of this Contract, and are incorporated herein.

3. In the event of conflict between or among the contract documents, the order of priority shall be as follows:

First, this contract form;
Second, any and all addenda to the City's RFP in reverse chronological order;
Third, the RFP;
Fourth, the Contractor's response to any addendum requiring a response;
Fifth, the Contractor's proposal in response to the RFP.

4. The Company warrants that the goods and services supplied to the City pursuant to this Contract shall at all times fully conform to the specifications set forth in the RFP and be of the highest quality. In the event the City, in the City's sole discretion, determines that any product or service supplied pursuant to this Contract is defective or does not conform to the specifications set forth in the RFP the City reserves the right unilaterally to cancel an order or cancel this

Contract upon written notice to the Contractor, and reduce commensurately any amount of money due the Contractor.

5. The City may cancel this Contract upon written notice to the Contractor in the event the Contractor fails to furnish the goods or perform the services as described in the RFP within 30 days following written notice to the Contractor.

6. The Contractor shall not present any invoice to the City that includes sales tax (85-8012514506C-7) or federal excise tax (59-6000319).

7. Contractor shall direct all invoices in duplicate for payment to Finance Department, City of Fort Lauderdale, 100 N. Andrews Avenue, 6th Floor, Fort Lauderdale, FL 33301. Any applicable discount MUST appear on the invoice.

8. The City may enforce in the United States of America or in Canada or in both countries a judgment entered against the Contractor. The Contractor waives any and all defenses to the City's enforcement in Canada of a judgment entered by a court in the United States of America.

9. All monetary amounts set forth in this Contract are in United States dollars (USD).

10. The gross amount of all credit card and debit card transactions made pursuant to this Contract shall be credited each day *via* the credit card and debit card processing service that the City designates directly to the account that the City designates.

IN WITNESS WHEREOF, the City and the Contractor execute this Contract as follows:

CITY OF FORT LAUDERDALE

By: _____
Director of Procurement Services

Approved as to form:

_____
Senior Assistant City Attorney

CONTRACTOR

ATTEST:

By: D. Griffin
Print Name: Desmond Griffin
Title: CEO
(If not president, please attach proof of authorization.)

Print Name:
Secretary

PROVINCE OF BC:
CANADA:

The foregoing instrument was acknowledged before me this 28 day of January, 2010, by Desmond Griffin as (title): CEO for Verrus Mobile Technologies Inc., a Canadian federal corporation authorized by the Florida Department of State to transact business in the State of Florida as Verrus Mobile Technology Inc.

(SEAL)

Notary Public
(Signature of Notary Public - Province of B.C.)

(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known _____ OR Produced Identification ✓

Type of Identification Produced B.C. DRIVERS LICENCE 5466926

J. CAM McKECHNIE
McKECHNIE & COMPANY
BARRISTERS & SOLICITORS
#300 – 1122 MAINLAND STREET
VANCOUVER, B.C. V6B 5L1
604-669-7705 FAX: 604-669-7715

Letter of Interest

July 15, 2009

City of Fort Lauderdale
100 N. Andrews Avenue
Fort Lauderdale, FL 33301

Attention: Rick Andrews

Dear Mr. Andrews:

Verrus Mobile Technologies Inc. confirms an extension to Oct 1, 2009 of the terms of our proposal for Request for Proposal # 685 – 10262.

We look forward to working with the City on the Pay by Phone project.

Sincerely,

D. Griffin

Desmond Griffin
CEO
Verrus Mobile Technology Inc.

Letter of Interest

April 10, 2009

City of Fort Lauderdale
100 N. Andrews Avenue
Fort Lauderdale, FL 33301

Attention: Rick Andrews

Dear Mr. Andrews:

Verrus Mobile Technologies Inc. confirms its submission for Request for Proposal # 685 – 10262 as posted by the City.

Please find the attached proposal as Verrus's commitment to performing the Pay by Phone services outlined in the City's requirement document.

Thank you for your time in considering our qualifications.

Sincerely, 604 647 1178 x117

Buzz Hemphill
VP Sales
Verrus Mobile Technology Inc.

Table of Contents

Narrative

1. Overview

By adopting the Verrus Pay by Phone parking system, the City of Fort Lauderdale will be able to:

1. Accept electronic payments including credit and debit cards at all on-street and off-street locations with no capital investment, meter upgrades or new enforcement equipment
2. Increase average per transaction revenue by as much as 50%
3. Take advantage of all current Verrus users in the Greater Miami area (Miami Parking Authority, Wilton Manors and University of Miami)
4. Incur zero costs associated with the Pay by Phone service including signage

2. Verrus

Verrus is the world's leading mobile parking payment system, developed and operated in North America for over 8 years. Verrus now processes over 12 million parking payment transactions a year.

The Verrus Pay by Phone service allows any parking customer to initiate and pay for parking by cell phone (or other wireless device).

Five minutes prior to parking expiry, the system can notify the customer via text message and provide the ability to call in to extend time remotely (subject to restrictions configured for the zone). Customers can optionally receive a receipt by email for each transaction.

SELECT VERRUS MUNICIPAL & GOVERNMENT CUSTOMERS

- Miami Parking Authority
- City of Dallas
- University of Miami
- City of Redwood City
- City of Vancouver
- City of Winnipeg
- City of Aspen
- City of Westminster, U.K.

VERRUS COMMERCIAL CUSTOMERS

- Imperial Parking Corporation
- Diamond Parking
- Republic Parking NW
- Standard Parking
- Douglas Parking
- Advanced Parking Systems
- Metro Parking
- NCP

Key Pay by Phone Service Features

Feature	Supported
Payment by Phone, Text Message and Web	✓
Flexible rates engine supporting minutes, hours, days, max stays, restrictions, events	✓
Support for 100,000+ individually numbered meters or 100's of zones	✓
Support for individual, block to block, or corridor regulations that affect meter availability	✓
Text messaging to customer before end-of-payment time approaches	✓
Fully customizable administration and management reporting	✓
Real time Integration with major meter and handheld manufacturers	✓

3. Why Verrus?

Verrus is the best provider of parking technology services for the City for the following reasons:

1. **Depth of Experience**

   Verrus has the most extensive experience deploying and operating large scale Pay by Phone services within North America & the UK. The company currently enjoys:

   - Over 1.2 Million Pay by Phone parking subscribers
   - Over 350,000 parking spaces activated for the Verrus Pay by Phone service.
   - Integration with a wide range of pay station and handheld manufacturers (including Digital Paytech)
   - A thriving and growing Pay By Phone customer base already in place in the Miami area

   The large number of Verrus clients using Pay by Phone in large on-street environments significantly reduces adoption risks and ensures a high quality implementation.

2. **Commercially Proven Scalable Systems**

   Verrus parking systems have been deployed in full production for many years with municipalities, large commercial operators and colleges. Verrus services have demonstrated reliability having in the last year:

   - Processed over 10 million parking transactions
   - Collected nearly $100 Million in parking fees on behalf of parking operator customers
   - Responded to thousands meter out of order calls,
   - Processed tens of thousands of parking violation payments,
   - Initiated over 1 million parking validations,
   - Delivered more than 5 million SMS notifications.

3. **Commitment to Parking Innovation**

   Being the first organization in North America to build and launch a Pay By Phone parking solution, Verrus has demonstrated innovation and leadership in the parking industry. The company has continued innovation throughout its history building additional leading parking services including:

   - Meter Out Of Order Response and Management System
   - Online Parking Validations
   - Event Parking Management
   - Digital Parking Permits

Each service can be activated independently, but is fully integrated with the core Verrus platform allowing both operators and customers to access the services via a single common account.

Proposed System

1. Overview

The Verrus Pay by Phone system provides drivers with a fast and easy way to purchase parking, while providing the City with a means to enable credit and debit card payment across all meters without the need to incur capital cost. The solution requires:

- No meter upgrades,
- No software to install,
- The ability for the driver to pay with any type of phone

The Pay by Phone system operates entirely independently of existing mechanical revenue control systems but can, if required, integrate with many different electronic on-line revenue control systems.

2. The Pay by Phone Customer Experience

The Pay by Phone service allows drivers to pay via cell phone through touch tone or text message. The service can be used immediately while you are right in front of the meter with no pre-registration required.

Parking with Verrus requires four simple steps:

1. Call the telephone number posted
2. Supply a credit card (first time only)
3. Enter the meter / zone number
4. Enter the number of minutes desired

Once cost has been confirmed, the system processes payment against the credit card on file. Provided that payment is successful, the driver is recorded as active for the specified location & duration.

Reminders & Extending Parking

The Verrus system automatically reminds customers of parking expiry via text message five minutes prior to session expiry. Drivers who need more time have the option to add time remotely by calling 1-866-990-PARK. The system automatically enforces bylaws and ensures that maximum stays and rush hour or other restrictions are adhered to.

Multilingual Capability

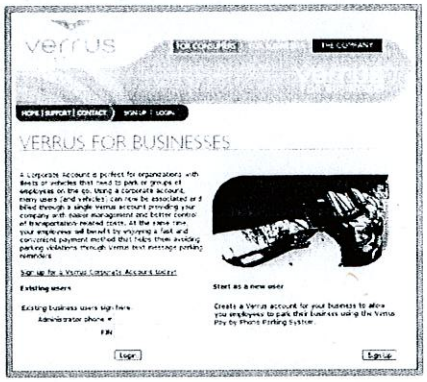
The Verrus Pay by Phone service supports both English and Spanish for all transactional interaction including IVR voice prompts and reminder text messages.

During initial signup, users are asked to select their preferred language for interaction. At any point in the future, the user may update their profile via web site or IVR to change their default language setting.

Additional languages will be added as requested over time.

Personal & Business Accounts

Verrus provides features that make it easy for both Personal and Business users to use the Pay by Phone service. Personal accounts are the default account type and the best choice for most parkers. Personal accounts use a single account number and a single credit card for billing. Personal accounts allow the driver to have multiple license plates registered and the ability to select the proper vehicle at the time of parking.



Business accounts allow businesses with multiple employees and a fleet of vehicles to easily manage their parking expenses using the Pay by Phone service. Business accounts enable a business to create a Pay by Phone account with a single business credit card and allow employees to park any vehicle in the company vehicle fleet.

Any company can create a business account through a series of simple steps at www.verrus.com. It is as easy as filling out the following information:

- Company name and contact information
- A primary account administrator to be responsible for managing and administering the corporate account
- The company credit card
- Vehicles and employees with permission to use this account for their business-related parking needs

Once the account has been created, those individuals added receive an automatic email providing instructions as to how to use the Verrus Pay by Phone parking service. The business account feature allows businesses a single centralized view of their employee parking expenses through, consolidated reporting and an easy to use web-based administration system to manage employees and vehicles.

Employees are automatically recognized through their mobile phone number whenever they call into the Verrus mobile payment system. If they have both a personal and business account, the system will automatically ask them which account to use each time.

3. Technology Platform: Software, Hardware & Middleware

Overview

The Verrus Pay by Phone service operates on the Verrus Mobile Commerce & Messaging Platform ("VMCM") - a robust and scalable application hosting environment that provides core functions required to deliver commerce and messaging services to wired and wireless devices via SMS, WAP, Web and Interactive Voice Response ("IVR").

The modular nature of the Verrus architecture allows any application to easily leverage the core application platform capabilities, reducing development effort and allowing rapid deployment of new services.

Platform Environment

The VMCM platform provides a centralized environment that exposes services required to build, host and operate wired and wireless applications. The platform supports multiple applications and multiple merchants from a common software and hardware platform.

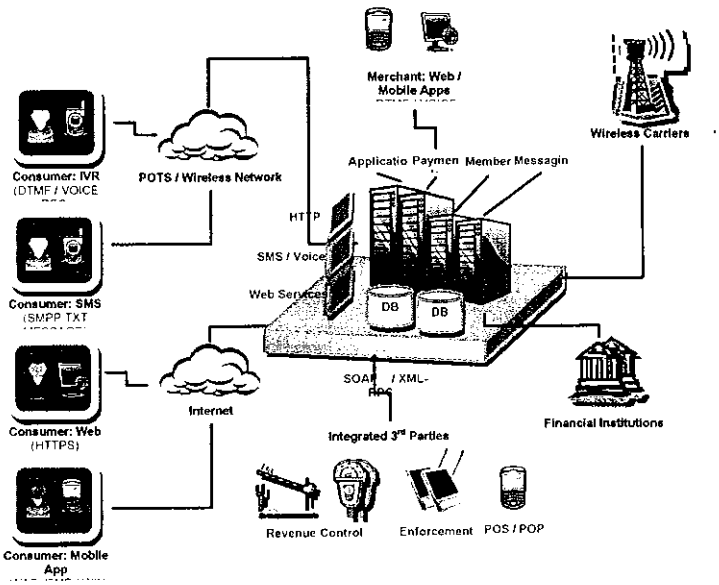
The centralized nature of the system provides significant benefits that include:

- Rapid development times,
- Lower cost solution implementation,
- High scalability.

Verrus applications are segregated both logically and physically by function and are divided into sub-systems as described in the next table. Each system component is deployed on redundant, fault-tolerant hardware. Linear scalability is achieved by simply adding hardware to any near-capacity sub-system server farm.

Key Verrus Platform Sub Systems

System	Function
Message Center	Delivers carrier-grade SMS and MMS messaging services to any wireless subscriber throughout North America, Europe and Asia. Functions include: o Cross-carrier short-code hosting, o Complex message routing and delivery rules, o Variable-rate message throttling & queuing, o SMS aggregation and direct SMPP binding.
Commerce Center	Expose a set of secure, reliable and high performance interfaces for conducting financial transactions via wireless devices. Commerce services include components for executing, processing and recording financial transactions in a variety of currencies using multiple payment methods including major credit and debit cards, Automated Clearing House (ACH) transfers and prepaid billing.
Telephony Center	Provides interactive voice response and voice recognition capabilities via digital circuits terminated at Verrus data centers. Functions include: o Call Bridging, o Failover, o Monitoring, o Redirection
Vertical Application Modules	Vertical application modules leverage the Verrus Wireless Platform infrastructure to deliver commerce, messaging services and business functionality to the hands of consumers and corporate users. Examples of vertical application modules include: o Pay By Phone Parking, o Digital Parking Permits, o Meter Out Of Order System, o Violation Payments, o Electronic Parking Validation. Each application is hosted on a common hardware and software platform, and implements a specific user and security model. Applications also implement connections to commerce, messaging, voice services, 3rd party software services and business rules as required



Hardware / Software Platform

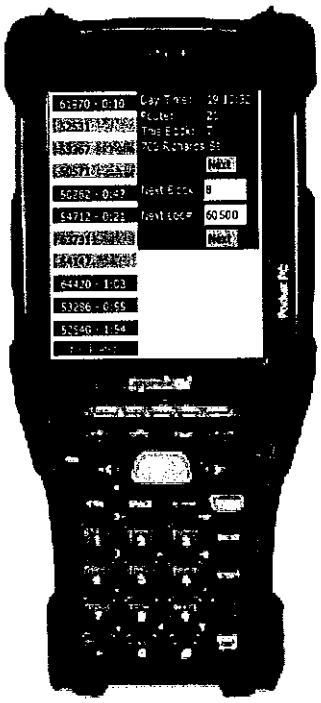
Database & Operating Systems

- Database: *Oracle 10G*
- Telephony Platform: *Dialogic*
- Operating Systems: *Suse Linux, Windows Servers*

Primary Development Platforms

- Web / Wireless: *Microsoft.Net*
- Telephony Systems: *Dialogic*
- Database: *Oracle PL/SQL*

Parking Enforcement



Enforcement is easily handled with any wireless enabled device including cell phones, Blackberries, PDA's or proprietary wireless ticketing devices.

The parking enforcement agent simply enters the lot or block number in their device and valid parking sessions are shown.

In a Pay by Space or individual meter environment, it will list the actual meter numbers (shown to right).

In a Pay & Display environment, the device will show the parker's license plates.

As the enforcement officer makes their way down their route, they simply press the next button to view the next group of meters or parking lot.

Additionally, using an handheld enforcement device integrated with the Verrus platform delivers the ability to check for validly parked vehicles with the patroller's own ticketing device. Therefore there is no need for a secondary device to validate payment for Pay by Phone customers.

4. Marketing Communications and Signage

Signage

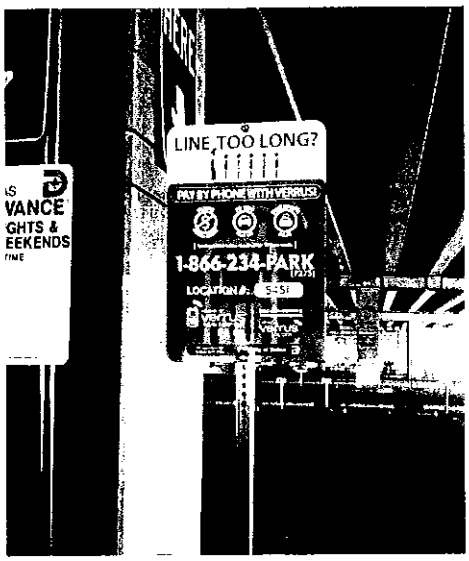
Signage is a critical part of the deployment of any Pay by Phone system.

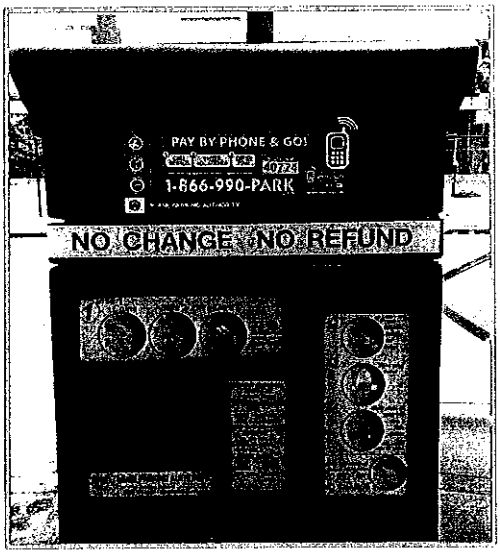
Verrus experience with active service implementations indicate that clear, well-placed signage with simple messaging has a profound impact on service adoption.

Messaging on the signage reflect the benefits of Pay by Phone for that particular area.

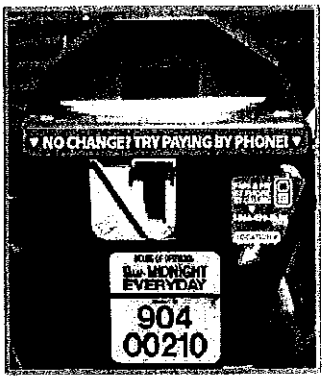
- Line Too Long?
- No Change?
- In a Hurry?

Signage with a clear and concise benefit statement has show Pay by Phone adoption to increase usage by up to 30%.





In an on-street deployment with single, double-head and multi-space meters, the easiest and most effective deployments are embedded via decals on both front and back of the meters similar to the following example:



Communications + Media Programs

The on and off street parking environments exhibit characteristics that drive significant adoption of alternative payment services. These characteristics include:

- High volumes of transactions,
- Payment challenges (due to either restriction to coin payment, or pay station usability)
- Lack of convenience services for customers:
  - No receipt issuance capability,
  - Inability to easily notify on bylaw information,
  - Inability to extend parking remotely.

Verrus will work with the City to exploit this unique opportunity through a proven and comprehensive communications program designed to build awareness and drive adoption of the Pay by Phone service on City parking facilities. Channels typically include implementing public relations and media campaigns at service launch, update of City communication contact points, viral email and SMS activities to existing Verrus customers and implementation of launch and ongoing promotional programs to stimulate uptake.

Verrus marketing programs focus on communicating relevant messages that address the needs of individual market segments. The best returns are typically generated from concentrating on those customers who are likely to be converted to regular or high-volume users.

5. *Market Research*

Market research into acceptance of the Pay by Phone service has been promising. A recent survey of several hundred new Verrus Pay by Phone subscribers yielded the following results:

- 94% found Pay by Phone very easy or easy to use the system
- 93% rated the fact that there was no need to find change as highly important in their decision to use the service
- 89% rated the ability to top up their parking as highly important
- 90% said they would use it either every time or most times they park
- 95% said they were either very satisfied or satisfied with the service

6. An Example Verrus Client using Pay by Phone System

City of Vancouver Parking Operations Overview

The City of Vancouver operates 8,000 single and double-head McKay and Duncan coin-only meters on-street throughout the City. Parking is paid between the hours of 8 AM and 8 PM, seven days per week. Rates typically range between $.50 and $4.00 per hour, depending on zone. The City enforces a number of bylaws including maximum stays and parking restrictions in specific zones during rush hour times.

City Parking Pre-Pay by Phone Environment Highlights:

- $18 million annual parking revenue,
- 8,000 single / double-head meters,
- Payment by coin only,
- Average transaction of $1.80.

The City parking enforcement team is comprised of three dozen enforcement officers using wireless handhelds for enforcement purposes.

Pay by Phone Vancouver Project History

In 2005, the City issued an RFP and invited proponents to bid on a solution that would enable credit card payments on all 8,000 single and double-head meters through the use of a Pay by Phone system. Verrus bid competitively and was awarded the contract in late 2005.

The solution has since been implemented in Q2 '06 and has been operating with a significant amount of success.

The City now processes approximately 4,000 pay by phone transactions a day with an average transaction of $3.00.

Vancouver Pay by Phone Solution

Customer Registration & Usage

The Verrus implementation of Pay by Phone in Vancouver provides parking users with a fast and easy way to pay for parking using mobile phones. Customers who wish to pay by phone can either register via web or instantly via phone at the point of purchase.

Parkers can activate by simply calling 604-909-PARK, supplying the number of minutes they wish to stay for and confirming the cost. Once confirmed, a payment is processed against the credit card on file, and the vehicle is registered in the system as "parked".

Prior to expiry, the customer is sent a text message reminding them of the expiry time. Provided that bylaws allow it, the customer may call back in to add more time remotely without needing to re-visit the meter.

7. System Administration

The system is entirely hosted and does not require the installation of any software by the City. City staff use secure web-based tools to conduct administration and reporting. Services available to the City allow City staff to:

1. Activate customer parking sessions.
2. Issue refunds & credits.
3. Change rates by location or zone.
4. Report on usage by customer and location.
5. Reconcile deposits.

8. Payment Management System

The Verrus Pay by Phone payment processing system allows for payment via both credit and debit cards. The system can process in a variety of currencies and can be configured in a variety of ways according to the needs of the customer.

Supported Payment Configurations

Method	Option	Description
Credit & Debit Card	Direct To Merchant	Processes payments directly to the customer's merchant account. Deposits are received the day following the transaction.
	Verrus To Merchant	Processes payments to the Verrus merchant account. Payments are remitted to the customer on a pre-determined schedule via EFT.

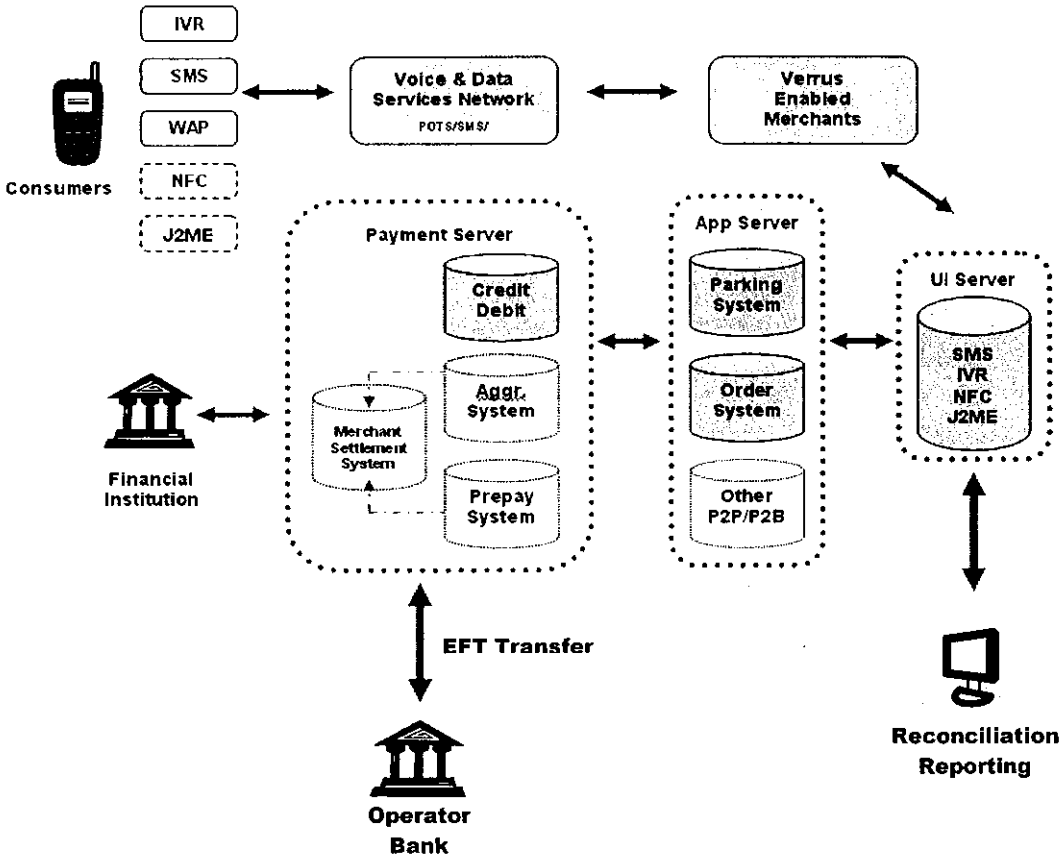
All Verrus transactions provide a complete audit trail from initial phone call through to bank batch deposit. Each transaction is tagged with a unique transaction identifier that is passed through from Verrus servers to the processors.

The transaction identifier allows for retrieval of all session data including:

- Parking location, start and end times,
- Processor generated authorization codes,
- Dialed phone number,
- Message delivery and content.

Standard reporting tools provide the ability to conduct end-to-end reconciliation on a transaction by transaction basis.

The diagram on the right outlines the Verrus Pay by Phone Payment Process.

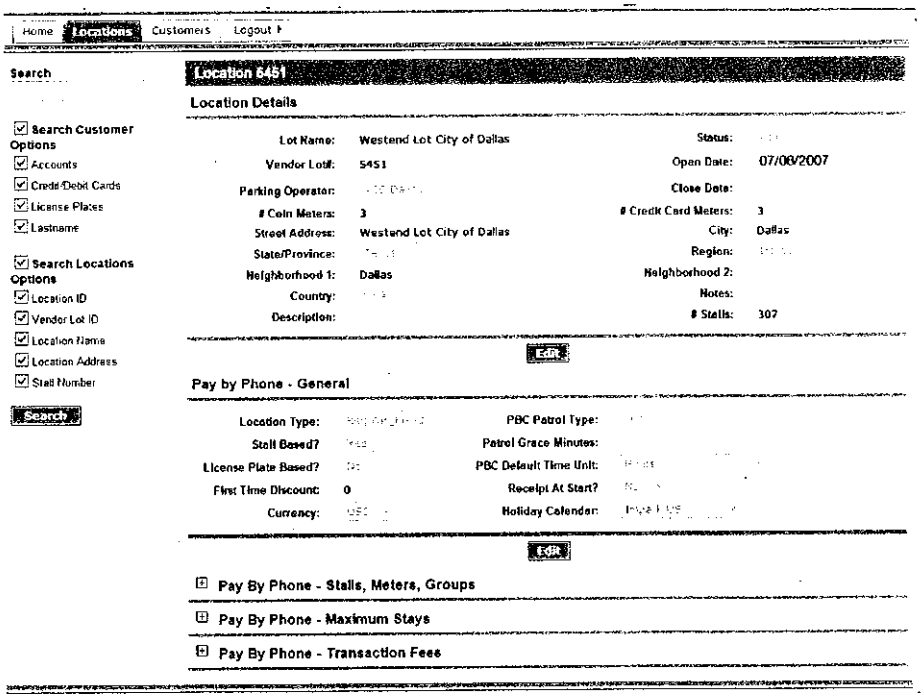


9. *System Set-up & Maintenance*

The Verrus solution has a robust parking rate engine that has an unmatched depth of functionality. The solution will provide the City with the ability to handle many different scenarios including:

- Maximum time restrictions by zone, street or meter(s)
- Return time restrictions by zone or street or meter(s)
- Specific rates for a zone, street or individual meter
- Rates can be set by time, day of the week or holidays.
- The system accommodates Special Event rates.
- Different sides of the street can have different available time to accommodate situations such as rush hour requirements.

Once a City employee logs on with their secure user ID, all rate, event and location parking details are easily configured through the Verrus web interface. These can be tested and audited through the online reports and through the phone system.



Section of Lot Maintenance Window

10. Reporting

All data is stored centrally in real time at remote state-of-the-art data centers with 24x7 security, redundant power and redundant Internet connectivity. Once a parking transaction is initiated, all data is recorded and maintained in the Verrus database.

The City will immediately have access to all standard Verrus reports for viewing Pay By Phone revenue, customer usage and enforcement activity. Additionally, Verrus can customize existing, or create new reports to meet the City's particular needs. The Verrus administration website & reports are accessible by secure user ID (as designated by the City). Each user may have access to different areas of the administration site depending on their security profile.

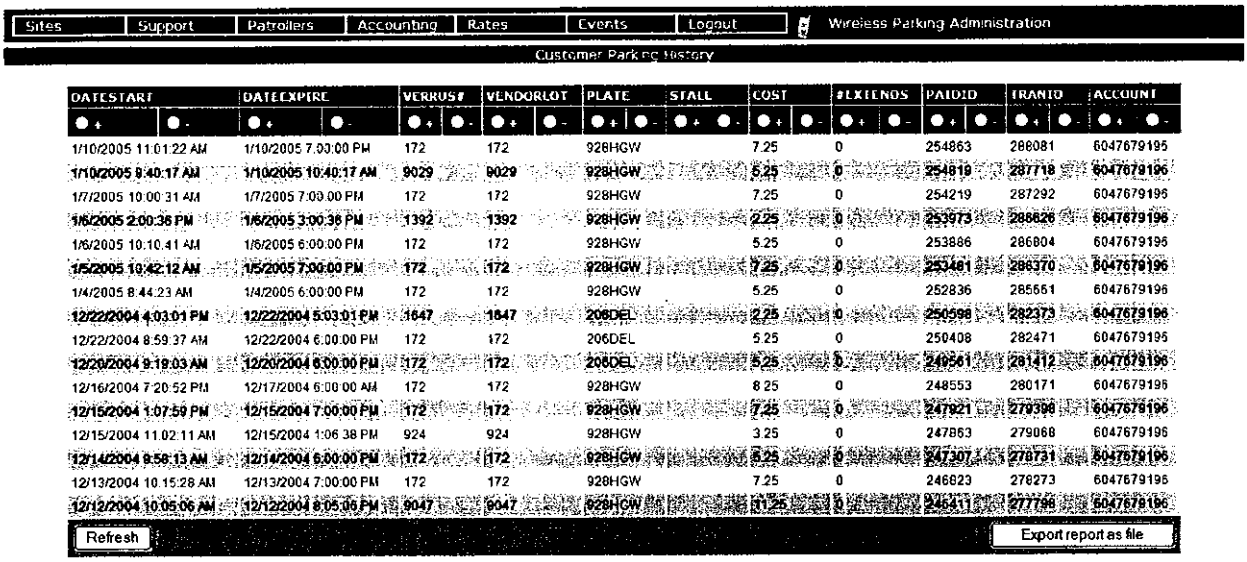
From the moment that the user connects to the Verrus system, all information is recorded and logged. For example, if someone calls to start a transaction and stops before mid-call, the Verrus reports will show all of the keys pressed and even where the call ended. This large store of information can be used in a variety of reports.

Every Verrus report is exportable to Excel with the click of a single button.

The following table provides a list of standard reports. Additional custom reports may be developed to meet client-specific needs.

Application	Report
Pay By Phone	Customer Call Log
	Customer Parking History
	Get Verrus Location From Vendor Location #
	Parking History By Last 4 Digits of Credit Card
	Vehicle Parking History
	Query Currently Parked Vehicles
	Enforcement Details By Enforcement Officer
	Current Enforcement Officer Locations
	Parking Sessions By Lot & Date
	Total Checks By Enforcement Officer
	Total Enforcement Checks By Lot
	Vehicle Count By Lot & Date
	Accepted Credit Card Transaction Details
	Transaction Processing Fees By Region / Lot
	Information Dashboard
	Transaction Deposit Report

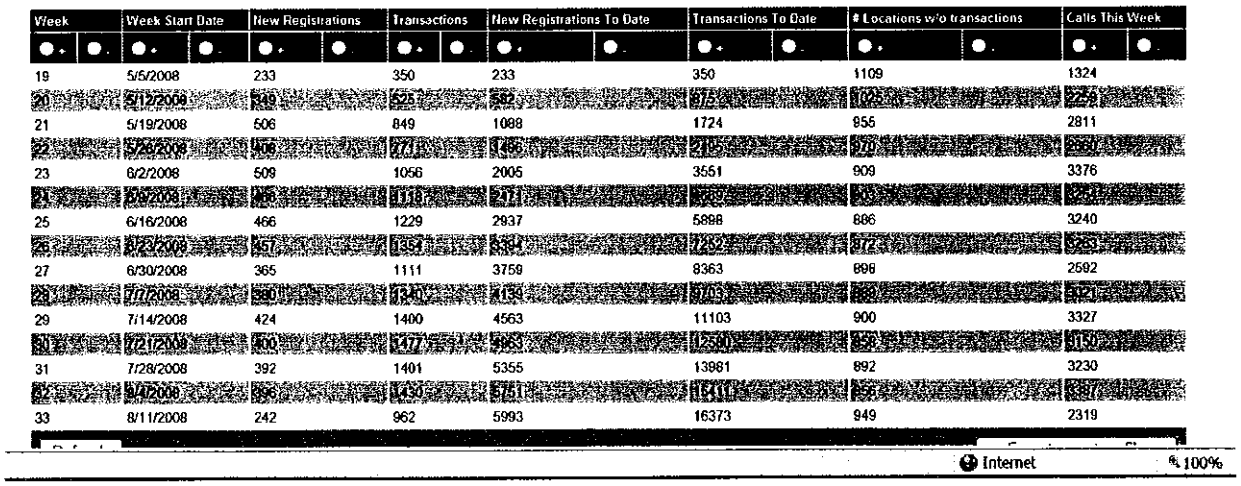
Report Example: Customer Parking History Report



DATESTART	DATEEXPIRE	VERRUS#	VENDORLOT	PLATE	STALL	COST	#EXTENDS	PAIDID	TRANID	ACCOUNT
1/10/2005 11:01:22 AM	1/10/2005 7:00:00 PM	172	172	928HGW		7.25	0	254863	288081	6047679195
1/10/2005 9:40:17 AM	1/10/2005 10:40:17 AM	9029	9029	928HGW		5.25	0	254819	287718	6047679196
1/7/2005 10:00:31 AM	1/7/2005 7:00:00 PM	172	172	928HGW		7.25	0	254219	287292	6047679195
1/6/2005 2:00:36 PM	1/6/2005 3:00:36 PM	1392	1392	928HGW		2.25	0	253973	286826	6047679196
1/6/2005 10:10:41 AM	1/6/2005 6:00:00 PM	172	172	928HGW		5.25	0	253886	286804	6047679195
1/5/2005 10:42:12 AM	1/5/2005 7:00:00 PM	172	172	928HGW		7.25	0	253461	286370	6047679196
1/4/2005 8:44:23 AM	1/4/2005 6:00:00 PM	172	172	928HGW		5.25	0	252836	285551	6047679195
12/22/2004 4:03:01 PM	12/22/2004 5:03:01 PM	1647	1647	206DEL		2.25	0	250596	282373	6047679196
12/22/2004 8:59:37 AM	12/22/2004 6:00:00 PM	172	172	206DEL		5.25	0	250408	282471	6047679195
12/20/2004 9:19:03 AM	12/20/2004 6:00:00 PM	172	172	206DEL		5.25	0	249561	281412	6047679196
12/16/2004 7:20:52 PM	12/17/2004 6:00:00 AM	172	172	928HGW		8.25	0	248553	280171	6047679195
12/15/2004 1:07:59 PM	12/15/2004 7:00:00 PM	172	172	928HGW		7.25	0	247921	279396	6047679196
12/15/2004 11:02:11 AM	12/15/2004 1:06:38 PM	924	924	928HGW		3.25	0	247863	279068	6047679195
12/14/2004 9:58:13 AM	12/14/2004 6:00:00 PM	172	172	928HGW		5.25	0	247307	278731	6047679196
12/13/2004 10:15:28 AM	12/13/2004 7:00:00 PM	172	172	928HGW		7.25	0	246823	278273	6047679195
12/12/2004 10:05:06 AM	12/12/2004 8:05:06 PM	9047	9047	928HGW		10.25	0	246411	277796	6047679196

Refresh | Export report as file

Report Example: Verrus Information Dashboard



Week	Week Start Date	New Registrations	Transactions	New Registrations To Date	Transactions To Date	# Locations w/o transactions	Calls This Week
19	5/5/2008	233	350	233	350	1109	1324
20	5/12/2008	349	625	582	975	1021	2276
21	5/19/2008	506	849	1088	1724	955	2811
22	5/26/2008	406	771	1466	2195	970	2560
23	6/2/2008	509	1056	2005	3551	909	3376
24	6/9/2008	466	1118	2471	4669	903	3261
25	6/16/2008	466	1229	2937	5898	886	3240
26	6/23/2008	457	1354	3394	7252	872	3283
27	6/30/2008	365	1111	3759	8363	896	2592
28	7/7/2008	380	1340	4139	9703	888	3121
29	7/14/2008	424	1400	4563	11103	900	3327
30	7/21/2008	400	1477	4963	12580	858	3150
31	7/28/2008	392	1401	5355	13981	892	3230
32	8/4/2008	638	1430	5993	15411	856	3387
33	8/11/2008	242	962	5993	16373	949	2319

Internet | 100%

11. Response Matrix

Description	Comments
1. Describe how a customer would register to use your system for the first time. Describe in detail what options would be available to the customer and what connectivity your system requires in order to process transactions.	Users can register and park with Verrus on the first call into the system without pre-registration. During this first call, after a brief account setup, the user can park immediately without redialing User can also setup an account online at www.paybyphone.com. Users create either a personal or corporate account. Corporate accounts allow fleets of vehicles to be setup under one master account. Other account information includes: • Language (Spanish or English) • Credit Card Details: VISA, MasterCard or American Express • Security Code (Personal Identification Number) • Email Address (Allows email receipts) • Text Message Reminders • Vehicle License Plates Users can park using any mobile phone or landline.
2. Can customers review their profile and parking history over the Internet?	Users can access their profile and access their complete parking history at any time online at www.paybyphone.com.
3. Describe in detail what security requirements and systems are in place to protect our data as well as the customers'.	Verrus takes security and confidentiality very seriously. All key information is transmitted under 128 bit SSL and stored in an encrypted format in the Verrus Oracle databases which are physically isolated from the Internet. Where visible to CSR staff, credit card numbers are only presented with the last 4 digits on all reports. Verrus meets the highest level of PCI service standards as described elsewhere in this document. At no point, will Verrus market, sell or divulge any customer information. A detailed and extensive privacy policy can be found at (http://www.verrus.com/verrus/privacypolicy.aspx).

4. Does your system support International cell-phones and credit cards? List and attach copies of any security certifications your company holds.	Yes. As Verrus is in use in North American, the UK and Australia (and soon in South America), Verrus accepts international cell phone numbers and any version of VISA, MasterCard or American Express. The single most important credit card certification is PCI compliance. It is important to note, that while companies may claim to be PCI compliant, if they do not appear on the VISA website they are not compliant with the level of transactions that the City will require. Compliant providers can be found at: http://usa.visa.com/download/merchants/cisp-list-of-pcidss-compliant-service-providers.pdf
5. Does your system require pre-registration before its use, if not please describe the process. Are users required to pay an annual membership fee? Does your system require a per use or transaction fee? If so how much?	Users can register and park by phone on the first call into the system. There are no membership fees or hardware devices to purchase. Users are only charged when they use the system. The fees for the service are outlined in Pricing Section
6. Can a customer use your system without any additional hangtags, barcodes or other items to display or attach to the vehicle? Explain	There is no requirement for any in-car decal, meter, barcodes or other items to display.
7. Describe the process by which the City will be reimbursed for parking time. How often? By what means (check, wire, automatic deposit, etc). Describe in detail the exchange of revenue from cell-phone-paid parking.	Verrus will utilize the City's own merchant account. This means that all transactions will be authorized in real time and deposited into the City bank account daily. The City will be sent an invoice monthly for the transaction fees due to Verrus (the City holds the Verrus transaction fees until the end of the month). The City also will have access to numerous real-time financial reports on the Verrus administration website.
8. Describe the various contact options your system provides a customer. Does your system have a toll free number? What hours can a customer contact a live person for support.	Automated customer service, such as updating registration details, is available through the automated phone system and online at www.paybyphone.com. Live agent customer service is available for second line issues related to payment by phone from 9:30 am to 8:30 pm EST Monday - Friday. Front line questions and issues are handled immediately. 98% of issues are currently solved on the initial call with a resolution time of under 5 minutes.

9. Describe your process for resolving customer complaints; attach a separate policy document if appropriate.	Verrus operates a ticket tracking and ranking system for complex inquiries that cannot be addressed immediately. Issues are escalated based on their level and urgency as described below. Typical Issue-Response Levels: o Level I – enhancement requests – no time limit o Level II – minor functional issues (not business critical) < 3 weeks o Level III – Major issues or financial issue – same day response < 1 week o Level IV – critical / system down – immediate "all hand on deck" until issue resolved Verrus operates with two emergency system support engineers available at all times. Emergency staff are available to the City 24x7 via phone and email for all level III and IV issues.
10. Describe what items are required to identify a vehicle to your system, and what items are required to identify a vehicle to the parking space.	Depending on the parking environment, Verrus can use space number, meter number or license plate. The current environment in Fort Lauderdale is probably best served by a hybrid combination. o Coin Meters – identified by meter number o Pay by Space – identified by space number o Pay & Display – identified by license plate Enforcement can be handled either by wireless device (cell phone, Blackberry or wireless ticketing device) or through a supported integrated meter (e.g. Digital, Parkeon). Either method will allow the enforcement officer to check whole blocks of the street, complete lots or individual vehicles.
11. Describe in detail the location, number of meters, spaces etc of your two largest customers. Where, and for how long have they been your customer?	**1. City of Westminster, London, UK:** The largest parking authority in Europe with annual revenue of £85 Million. 9,000 spaces are under contract. Launched in Oct of 2006. As of 2009, 76% of parking revenue is collected through Verrus. **2. City of Vancouver, Canada:** 8,000 parking spaces with single head coin meters and Verrus Pay by Phone service deployed. First live operation in Q2 2006. Currently 160,000 registered users, 4,000 daily transactions. **3. Other** **Miami Parking Authority:** 8,000 on-street and 3,500 off-street spaces have been live since May 2008. More than 20,000 registered users.

12. How many customers are registered and actively using your system? Please describe numbers of customers and which cities they are in.	Verrus has over 1,200,000 registered users across over 100 cities and towns.
13. Describe the process your system utilizes to notify customers of pending or expired parking time. Please provide specific details as to the process and infrastructure used, attach separate document if necessary.	Drivers receive a text message reminder 5 minutes before parking expires. Reminders are sent via true SMS from the Verrus's shortcode 888111. Additionally, users may call back into the system at any time to hear how much time is remaining.
14. What is the credit card settlement process used by your system/software? Provide samples of reports. Can reports be modified as to form and format by City's IT staff? Can report data be exported to Excel? Please describe.	Unless otherwise requested, the system will use the City's merchant account. Authorization of transactions is conducted in real time. Settlement of batches occurs at 11PM and batches are deposited on the next business day. Verrus provides numerous reports via our website. Although the City cannot customize them directly, Verrus is able to work with the City to create any required reports. Every report in the Verrus system is exportable to Excel. Refer to section 10 for reporting examples.
15. Can a customer utilize your system using any phone or are they restricted to the phone used for registration? Please describe.	While there are fewer steps when the system recognizes your account by your caller ID, any phone (mobile or landline) can be used. For example, one could even park with their mobile phone and then extend parking with their office phone.
16. Does the system have the ability to:	
a) Utilize maximum stay restrictions? Explain	Maximum stay restrictions (and all other parking parameters) can be based on days of the week, time of day, zones, street blocks or even down to an individual meter.
b) Restrict people from re-parking and paying via cell phone for a configurable period even after parking expires? Explain.	The City will have the flexibility to decide if they want this restriction and the length of time preventing someone from re-parking. For example, after someone has reached the maximum stay, the City of Vancouver restricts users from parking on the same block for 30 minutes.

c) Process transactions using varying meter rates based on day of week or time of day? For example, $1.00/hr until 6 pm, then $1.75 hr until 2 a.m. the next morning. We have approximately 60 different "zones" in a matrix of meter rate, hours and days of enforcement, maximum parking time, and some that have split rates depending on the time of day. Describe how your system would differentiate as to how to how much to charge the customer and whether or not to accept additional payment for time outside of the allowable parking time.	Rates can be set either by zone, block or down to the individual meter. Verrus has an extremely robust and extensive rate system which allows rates to be assigned by day, time, holiday, early bird, event or all day rates.
17. What limitations if any does your system have when processing rates and restrictions? Does your system have a limitation to the number of rates and zones?	There are no limits to the number of meters, zones or any of the specifications needed.
18. Are there any minimum or maximum transaction dollar amounts that a customer may add to the parking meter time?	There are no technical limits, min or max, on the dollars added by a customer. However, if the City wishes to have a maximum, this can be configured. Additionally, the system will follow any maximum time restrictions the City requires.
19. Parking Services frequently changes the configuration of metered parking with regard to expansion and contraction of multi-space and single-space meter inventories. Describe how adding/deleting a lot, street, or garage location is accomplished to assist with the proper location reporting of cell phone revenues and for enforcement.	Verrus has web-based tools that allow the City to manage and maintain their configuration. You simply log in, select the "locations tab" and search for the desired location. Please see page 15 for further description and a sample screen shot. These tools and training are included at no additional charge.
20. Does your system allow one-time event parking at a flat rather other then the standard meter rate for that location? Describe what would be required by the customer and the City in order to utilize this process.	Special event pricing can be configured in the system and scheduled in advance. The event rate automatically starts and ends for the times specified. For example, the meters in the zone around a stadium can have event pricing during a game. The system will calculate the appropriate parking fee based on their length of stay and if it overlaps the event times. Customers are advised when they call in that event rates are in effect and advised of the price.
21. Does the system allow the user to add time to an unexpired meter? Describe the process and any restrictions.	Users can add time to a current pay by phone transaction by calling into the system. It will prompt to either end early [optional choice to the city] or add on additional time [within max stay restrictions] If users pay at one of the City's Luke meters, the parking receipt will have the number to call, their current numbered space and add time to their current session.

22. Does your system require integration with a parking meter system or the parking meter if so how, please describe.	Integration is not required. Verrus is able to run independent of the meters but can also run in a mixed parking environment where some locations are integrated and others are standalone or independent. For example integration with Digital's multi-space meters in some areas and independent of coin meters in others. In an integrated situation, Verrus sends parking transaction information in real-time to the pay station's back end system. This allows enforcement to be handled right from the integrated meter.
23. How does a user pay for parking in a pay and display lot, pay-for-space or on-street parking? Please describe each process in detail.	The system handles both transaction methods identically, except for enforcement. In a pay and display lot, the customer would be required to add their license plate the first time they park. The system remembers the vehicle for additional calls. Note: users can have more than one vehicle on their account In a pay by space lot, the customer simply enters their space number into the system.
24. Can your system integrate real-time with multi-space meters? Please describe in detail what multi-space meters and the process.	Yes, the system allows real time integration with Digital Payment Technology, Parkeon and CALE meters. The Digital integration is in use at over 10 cities including Riverside, Redwood City, White Rock, Anchorage, University of Miami, Wilton Manor, University of Colorado, and more.
25. Does your system process parking transactions for gated locations? Please describe the process, locations involved, vendors and equipment used.	Currently Verrus integrates with WPS gated systems using a standard integration API. This standard allows for easy extension to a variety of other gated systems, provided that the gated system has online capabilities. Pay by Phone can be used at attended gated locations without integration by equipping the attendant with wireless or wired data connection to verify that payment has been made.

26. The City uses at least two different parking meter vendors and different models of meters for each vendor. How does your system handle this from the perspective of the customer? From the perspective of the City?	As noted above, Verrus has experience with numerous operational environments and meter vendors. From the customer's perspective, they all behave identically. The user simply calls the number of the signage and/or decal. From the City's perspective, enforcement might be handled differently based on the environment (meter number, space number, license plate, etc.)
27. Is your service in live use at over five (5) US cities? If so, provide names and references.	Verrus is in use in Miami, Aspen, Riverside, Redwood City, Massachusetts Bay Transit Authority, Lubbock, New Haven, Wilton Manors and many more. Reference and contact information can be found on page 30.
28. Does your service integrate with wireless handheld enforcement systems? If yes, provide examples of live sites and how?	Verrus has developed and publishes a standard API that allows for easy integration with virtually any wireless handheld device. Examples of active integrations include: o City of Vancouver: Ticket Manager (previously Epic Data) o Imperial Parking: Ticket Manager (previously Epic Data) o City of Winnipeg: T2 Systems o Colchester, UK: Chipside o City of Dallas: ACS Systems o City of San Francisco: Itronix | ACS Systems
29. Is the parking enforcement information available real-time? If yes, please explain process.	Yes. As soon as a customer parks, the transaction is accessible via the wireless device and on the administration website.
30. Is the parking enforcement information available wirelessly? If yes, please explain process.	Verrus has a variety of enforcement options that match our diverse environments. Generally, the enforcement officer would navigate to a bookmarked URL and enter the lot number. This will return either a list of valid license plates or space numbers. When on-street, the officer could enter in any meter from that block and it will return all meters & parkers on the block.

31. Do you have a marketing plan to inform the City's parking customers of the availability of pay-by-phone (i.e. recruitment process, decals, signage, advertisement mediums, etc.)? Please describe. If there are any costs to the City, please include in your price proposal.	Having launched dozens of customers over 8 years, Verrus has extensive experience with marketing a mobile payment service to drivers. Verrus will work directly with the City to develop and execute a comprehensive rollout and marketing plan including: o Design of signage & decals o Media launch and press conferences o Promotional campaigns and materials o Coordination of community outreach o Identification of key corporate accounts o Targeted marketing at key high volume users Many cities offer promotional pricing at the launch to encourage usage. E.g. the MPA offered one hour free. The City of New Orleans offered 50% off.
32. Is there interface capability with our handhelds? What is it? (City currently has Duncan X-3)	Verrus has worked with many handheld providers and has developed a easy to launch API for handhelds. Although Verrus has not integrated with the X-3, as long as the device is wireless capable it is generally a simple process to enable.
33. Is there system portability, scalability, and support? Explain?	The system is extremely scalable as demonstrated by processing over 1 million transactions a month. Live agent system critical technical support is available 24 / 7.
34. Is your system P.C.I. compliant? Please describe the policy and procedures you have in place to keep and maintain the compliance.	Verrus is a certified PCI Level 1 service provider – the highest level of security accreditation granted by the Payment Card Industry. Verrus is listed as compliant on the Visa website. Verrus contracted with Trustwave, a leader in PCI compliance certification, to help audit software systems and processes and to ultimately certify that the company meets the highest level of PCI standards.
35. Do you allow the customers to use their own merchant accounts for credit card processing? Provide details.	Yes. The City will be able to use their own merchant account. This allows real time authorization and daily deposits into the City's bank account.
36. Do we directly receive the credit card payments from our consumers parking transactions? How?	The funds, including the transaction fee, are authorized immediately and deposited next business day into the City's bank account.
37. Does your system have the ability to provide information on meters that are out of order or need service?	Yes. See page 28 for a description.

38. Can your system forward a report of meter malfunctions directly to field technicians? How?	The system will automatically forward issues to a pre-defined distribution list of email and text message recipients on user configurable schedule
39. Can your system report on meter downtime and repairs? Please describe.	You can report on these details as well as number of repairs, time to repair and other key data.
40. Can your system process parking payments while a broken meter is being reported? How?	Yes. The system allows payment to be taken after the broken meter details are captured.
41. Does your organization develop and own its core technology or is it licensed from a third party? Details	All systems are developed, tested, operated, maintained and wholly owned by Verrus itself.
42. Is the enforcement component system compatible with the Duncan X-3 handheld device?	Verrus publishes an open API interface to integrate with other handheld devices. The X3 device appears to be upgradeable to wireless connectivity. Provided that X3 is willing to update their system to query the Verrus API there should be no problems with integration. Alternatively Verrus provides a range of secure web applications that can be accessed by enforcement officers on any kind of wireless PDA
43. What is the per transaction charge to the customer? Are there any fees or charges to the City? If so, describe.	User will be charged a $0.25 convenience fee and $0.10 text reminder fee. There are no charges to the City. Please see Pricing Section details.
44. Having a highly reliable system is a key concern to the City. Describe your system's reliability in terms of wind and rain operability in downtown areas with high-rise buildings, etc. What events typically cause "down time" and for how long?	Verrus delivers over 99.9% uptime. Since some Verrus parking operators run with pay by phone as the only means of collecting payment, it is critically important that Verrus is always available. Other than standard maintenance and backups executed in off hours, Verrus approaches its service with an "always up" mentality. Wind and rain should not affect the service other than the impact on signage. The cell phone coverage in downtown areas has greatly improved in recent years and it should be expected that the vast majority of areas have acceptable service availability.

12. Optional Features

Integration and Partners

General Background

Verrus has a proven track record of working with partners to deliver integrated parking solutions. Verrus has published an open API that allows meters, pay stations, gated hardware and handheld ticketing systems to register pay by phone transactions over wireless or wired connections.

The published API allows parking operators to integrate the Verrus Pay by Phone service into existing and/or new systems that may be deployed in the future. Vendors that have already completed, or are in the process of completing and deploying integrated solutions with Verrus include:

- *Meters* – Digital Payment Technologies, Parkeon, AParc, CALE
- *Gated* - WPS
- *Handheld Ticket Writers* – Epic Data, Chipside, T2 Systems.

Additional Verrus Services

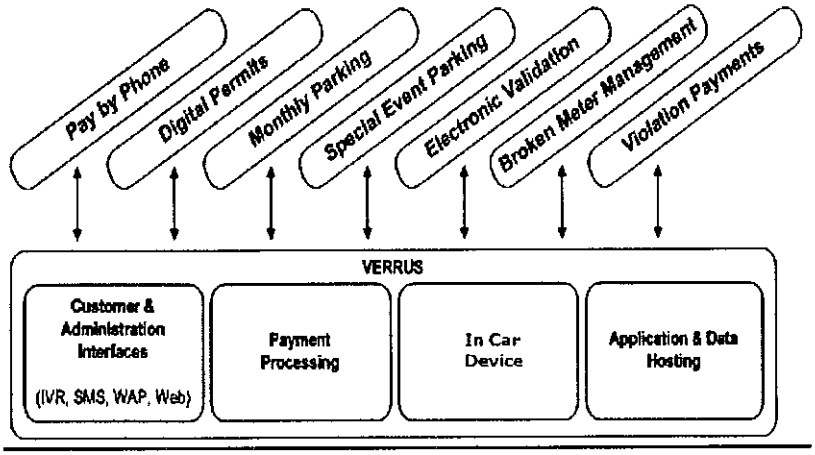
Verrus has developed a range of services that can be integrated into parking operations once the infrastructure for the Pay by Phone system is in place.

Verrus Integrated Partners

Enhanced services include:

1) SMS Parking Payment
2) Mobile Web Payment
3) Meter Out of Order Service
4) Electronic Parking Validations
5) Digital Permit Issuance (Residential, Commercial etc.)
6) Special Interest Functionality – Green Vehicle, Sensors, Veterans, etc.
7) Phone, Email and Text Update System

Verrus Electronic Parking Technology Platform



A summary of some of the more applicable options available for deployment is provided next.

SMS / Pay by Text Parking

Verrus allows users to pay by text (SMS) for parking. There is no need to call in and listen to voice prompts. A user simply sends a text message to the shortcode listed on the meter/sign. The message includes the meter number and the number of minutes they wished to park for. Additionally, time can be added on to a current session in a similar manner.

The Verrus Pay by Text service offers the same benefits and ease of use as the Pay by Phone service. The only difference is that the parker sends a text message instead of phoning in. This method of payment is currently a popular option with European deployments and an emerging payment option in North America.

Parking a vehicle using the text-in system requires 3 steps:

1. Enter the posted Verrus shortcode (888111)
2. Enter the location, lot or meter number listed
3. Enter the amount of time desired to park

The system will then text back confirmation of payment to the parker.

Sending the word "HELP" to the posted shortcode provides information on the required message format and instructions.

Meter Out Of Order

The Meter Out Of Order system streamlines processes related to managing malfunctioning revenue control equipment. The system automatically intercepts calls from parking customers on your existing broken meter phone line, asks for the nature of the problem, collects payment via credit card and dispatches maintenance technicians to the site via text message or email.

- All broken meter calls answered automatically 24x7.
- Automatic dispatch of repair technicians.
- Significantly-reduced downtime.
- Ability to pay for parking even if meters are malfunctioning.

This system significantly reduces customer service burden by automatically answering all calls in connection with broken meters. The system records the location and problem and provides the caller with a reference number or instructions how to proceed.

Once the customer has completed the reporting call, the system immediately generates an incident and dispatches the responsible repair technician via text message or email. Notification messages contain address, reported problem and incident number.

Web-based reports display current and historical meter out of order data, including time reported, time repaired and problem type. These reports can selectively be made available to staff to resolve parking disputes.

The system allows the City to require parkers to enter a credit card number when a broken meter is reported. Alternatively, based on the policy of the City, the system will provide confirmation numbers instead of requiring payment. This preference can be assigned by individual meter, providing the option to force payments in areas of high abuse.

Digital Permit System

The Verrus solution for Residential and Commercial Permitted Parking removes the need to distribute hang tags / decals and automates processes for issuance and acceptance of payment for parking permits in Residential, Commercial and daily paid parking locations.

Customers can purchase parking permits via either a consumer self-service website or the City's Customer Service Representatives. Payments are processed directly to the financial institution and upon clearance of payment the selected vehicle will be registered in the Verrus platform and available on handhelds for enforcement for the selected duration.

Permit issuance costs are typically reduced by at least 50% due to the automation of existing manually processes, removal of postage charges and decal / hang tag acquisition and distribution costs.

Electronic Validation Module (*Patent Pending)

The electronic validation module provides an automated and highly auditable set of tools for accepting parking validations in hotels, businesses and retail outlets. This service can be extended to any business including rental car agencies, restaurants, hotels and conference centers.

Parking sessions initiated or extended using Verrus Pay by Phone can be validated by merchants whereby the parking costs are paid by the merchant. The merchant can use a web or IVR interface to validate parking sessions. Additionally, using the Verrus eVite system, merchants can initiate emails to customers with pre-validated parking sessions for a time and zone specified by the merchant.

This service is currently active in Vancouver, Calgary, Toronto and Seattle at over 35 unique sites.

Special Interest Parking Rate Functionality

With the ever increasing pressure on city's to incent citizens toward lower-emission vehicles or the desire to reward certain groups such as veterans or seniors, Verrus allows the City to set differentiated rates based on any groups it desires. Once the parker registers with the City, they will be identified automatically when they call in to park. Once recognized, the system will apply the proper parking rate and restrictions. This gives the City complete freedom in assigning any rates or restrictions to any number or special interest groups it desires.

Phone and Text Update System

This service allows users to call in and receive real-time updates on parking conditions (e.g. utilization, weather, etc.) 24 hours a day 7 days a week. A user can either phone into the telephone system or request updates via text message (or email). Additionally, they can optionally select to receive another update sent to their cell phone after any number of minutes the user wishes. For example, they can call in and find the current parking conditions and request a text message to automatically be sent to them in 45 minutes when they are about to park.

This service is being used at the Minneapolis Airport Commission in Minneapolis, MN.

Licenses, Certificates and Insurance

Ref. No. 320005699204

CERTIFICATE OF INSURANCE

Aon Reed Stenhouse Inc.
900 Howe Street
P.O. Box 3228
Vancouver BC V6B 3X8
tel 604-688-4442 *fax* 604-682-4026

Re: Pilot Project with the The Department of Parking and Traffic (DPT) of the San Francisco Municipal Transportation Agency (MTA)

City and County of San Francisco
Attention: Leanne Nhan, Project Manager
Municipal Transportation Agency
1 S. Van Ness Ave, 7 F
San Francisco, CA 94103
USA

Insurance as described herein has been arranged on behalf of the Insured named herein under the following policy(ies) and as more fully described by the terms, conditions, exclusions and provisions contained in the said policy(ies) and any endorsements attached thereto.

Insured

Verrus Mobile Technologies Inc.
#201 - 1028 Hamilton St.
Vancouver, BC V6B 2R9

Coverage

Commercial General Liability	**Insurer**	St. Paul Fire And Marine Insurance Co.		
	Policy #	CPC0084057		
	Effective	01-Sep-2007	**Expiry**	01-Sep-2008
	Limits of Liability	Bodily Injury & Property Damage, Each Occurrence $2,000,000 Products and Completed Operations, Aggregate $2,000,000 Personal Injury & Advertising Liability $2,000,000 Non-Owned Automobile Liability $2,000,000		

Additional Insured

Only with respect to the above and arising out of the Named Insured's operations are the following name(s) added to the policy as Additional Insured(s). The policy limits are not increased by the addition of such Additional Insured(s) and remain as stated in this Certificate.

City and County of San Francisco, it s Officers, Agents and Employees with respect to Commercial General Liability

Terms and / or Additional Coverage

Includes Blanket Contractual Liability

Commercial General Liability

DedBodilyInjury&PropDamage $2,500

Cancellation / Termination

The Insurer will endeavour to provide THIRTY (30) days written notice of cancellation/termination to the addressee.

THE POLICY CONTAINS A CLAUSE THAT MAY LIMIT THE AMOUNT PAYABLE
OR, IN THE CASE OF AUTOMOBILE INSURANCE,
THE POLICY CONTAINS A PARTIAL PAYMENT OF LOSS CLAUSE

AON

Ref. No. 320005699204

CERTIFICATE OF INSURANCE

THIS CERTIFICATE CONSTITUTES A STATEMENT OF THE FACTS AS OF THE DATE OF ISSUANCE AND ARE SO REPRESENTED AND WARRANTED ONLY TO City and County of San Francisco. OTHER PERSONS RELYING ON THIS CERTIFICATE
DO SO AT THEIR OWN RISK.

Aon Reed Stenhouse Inc.

Dated : 06-September-2007
Issued By : Piezas,R.Rowena D.
Tel : +1 604 443-3314

THE POLICY CONTAINS A CLAUSE THAT MAY LIMIT THE AMOUNT PAYABLE
OR, IN THE CASE OF AUTOMOBILE INSURANCE,
THE POLICY CONTAINS A PARTIAL PAYMENT OF LOSS CLAUSE

AON

Company Profile

1. Company Overview

Verrus Mobile Technologies Inc. is a private company based in Vancouver, British Columbia that develops and operates mobile payment services. Verrus was formed in 2000 with the long-term goal of establishing itself as a leading next-generation payment brand by delivering services that improve corporate business processes and the consumer payment experience.

Verrus has an established and growing list of customers in the US, Canada and the UK. Target customers include all owners and operators of parking facilities, including municipalities, universities, hospitals, airports, hotels, sports and entertainment venues and commercial parking management businesses.

Verrus develops and owns outright all of its software systems. This enables development of new applications rapidly and flexibly at a low cost. There are no additional licensing rights to be negotiated, geographically or functionally.

2. Legal Name & Address

Verrus Mobile Technologies Inc.
201 – 1028 Hamilton St.
Vancouver, BC V6B 2R9
Phone: 866-783-7787
Fax: 866-286-5401

3. Verrus Management Team

Desmond Griffin – CEO
David Spittel – EVP
Darren Stone – CIO
Buzz Hemphill – VP Sales
Neil Podmore – International Business Development
Dave Budiman – Director R & D
Jamie Avis – CFO, Chairman

Qualifications & Current Customers

1. *Miami Parking Authority*

Luis Choter
Director of On Street Operations
Phone 305-373-6789 x231
lchoter@miamiparking.com

2. *City of Vancouver, BC*

Ralph Yeomans
(604) 257-8726
ralph.yeomans@vancouver.ca

See example covered in section "An Example Pay by Phone Systems" on in section 6 for further details.

o *Other Customers*

Verrus is in use at numerous locations across North America and the UK. Below is a sampling of other customers.

Tim Ware	City of Aspen, CO	970-429-1766	Tim.Ware@ci.aspen.co.us
Ian Larrabee	Mass. Bay Transit Authority	617-222-4894	ILarrabee@mbta.com
Dan Zack	City of Redwood City, CA	650-780-7363	dzack@redwoodcity.org
Casey Jones	University of Colorado	303-492-1538	c.jones@colorado.edu
Dave Hill	City of Winnipeg, MB	204-986-2886	davidhill@winnipeg.ca
Ed Bebyn	Yale University	203-432-9790	ed.bebyn@yale.edu
David Douglas	Douglas Parking	510-444-7412	david@douglasparking.com

Cost Proposal

Verrus primarily generates revenue directly from transaction fees charged to drivers for use of the Pay by Phone system. Therefore, a careful balance needs to be considered between consumer pricing, adoption and recovery of costs associated with service operation including telephony, text messaging and payment processing.

The pricing model proposed below is based on experience operating in a variety of environments throughout the US, Canada and Europe, and has proven to deliver excellent adoption at a price that allows for sustainable, high quality service operation.

Basic Consumer Pricing Table	Fee
Charge to register account	None
Cost of in-car device	No Device Needed
Annual account fee	None
Convenience fee (charged per parking transaction)	$0.25
Text message reminder fee (optional for consumer)	$0.10

City of Fort Lauderdale Pricing Table	Fee
Implementation fee	Waived
Credit Card gateway fee (per parking transaction)	Waived

Note: the City's regular credit card rates would also apply.

Optional Verrus Services

Pricing on the optional services outlined in the Verrus proposal can be provided upon further discussion.

Pay by Phone Signage

As part of this bid Verrus will cover* design and production of signage in sufficient quantity to deploy the service throughout the city. Estimated quantities are provided in the table below.

Recommended Signage Package and Costs

2,300 single space meters	@ ~ $1.50 (one decal for front and one for back) =	$3,450
154 multi-space meters	@ ~ 2.00 (one large decal for front) =	$ 308
	@ ~ $20 (one large sign over meter) =	$3,080
		$6,838

* Verrus will cover up to $20,000 in signage costs for the initial deployment

Non-Collusion and Bid/Proposal Signature Page

BID/PROPOSAL SIGNATURE PAGE

How to submit bids/proposals: It is preferred that bids/proposals be submitted electronically at www.bidsync.com, unless otherwise stated in the bid packet. If mailing a hard copy, it will be the sole responsibility of the Bidder to ensure that the bid reaches the City of Fort Lauderdale, City Hall, Procurement Department, Suite 619, 100 N. Andrews Avenue, Fort Lauderdale, FL 33301, prior to the bid opening date and time listed. Bids/proposals submitted by fax or email will NOT be accepted.

The below signed hereby agrees to furnish the following article(s) or services at the price(s) and terms stated subject to all instructions, conditions, specifications addenda, legal advertisement, and conditions contained in the bid. I have read all attachments including the specifications and fully understand what is required. By submitting this signed proposal I will accept a contract if approved by the CITY and such acceptance covers all terms, conditions, and specifications of this bid/proposal.

Please Note: If responding to this solicitation through BidSync, the electronic version of the bid response will prevail, unless a paper version is clearly marked **by the bidder** in some manner to indicate that it will supplant the electronic version.

Submitted by: [signature] (signature) (date) 04/21/09

Name (printed): DAVID SPITTEL Title: EVP

Company: (Legal Registration)
VERUS MOBILE TECHNOLOGIES INC

CONTRACTOR, IF FOREIGN CORPORATION, MAY BE REQUIRED TO OBTAIN A CERTIFICATE OF AUTHORITY FROM THE DEPARTMENT OF STATE, IN ACCORDANCE WITH FLORIDA STATUTE §607.1501 (visit http://www.dos.state.fl.us/doc/).

Address: 201-1028 HAMILTON ST
City: VANCOUVER State: BC
Zip: V6B 2R9

Telephone No. 6046424286 X117 FAX No. 6046488533

E-MAIL: dspittel@verus.com

Delivery: Calendar days after receipt of Purchase Order (section 1.02 of General Conditions):

Payment Terms (section 1.03): Total Bid Discount (section 1.04):

Does your firm qualify for MBE or WBE status (section 1.08): MBE cbb WBE cbb

ADDENDUM ACKNOWLEDGEMENT - Proposer acknowledges that the following addenda have been received and are included in the proposal:

Addendum No.	Date Issued
1	April 13, 2009
2	April 14, 2009

VARIANCES: State any variations to specifications, terms and conditions in the space provided below or reference in the space provided below all variances contained on other pages of bid, attachments or bid pages. No variations or exceptions by the Proposer will be deemed to be part of the bid submitted unless such variation or exception is listed and contained within the bid documents and referenced in the space provided below. If no statement is contained in the below space, it is hereby implied that your bid/proposal complies with the full scope of this solicitation. HAVE YOU STATED ANY VARIANCES OR EXCEPTIONS BELOW? BIDDER MUST CLICK THE EXCEPTION LINK IF ANY VARIATION OR EXCEPTION IS TAKEN TO THE SPECIFICATIONS, TERMS AND CONDITIONS.

Variances:

NONE

revised 11-12-08

City of Fort Lauderdale • Procurement Services Department
100 N. Andrews Avenue, #619 • Fort Lauderdale, Florida 33301
954-828-5933 FAX 954-828-5576
purchase@fortlauderdale.gov

ADDENDUM NO. 1

RFP 695-10262

PAY BY PHONE PARKING PAYMENT SYSTEM

ISSUED April 13, 2009

1. This addendum is being issued to make the following change:

   Add document 10262 Parking Meter List to RFP.

2. The end date of this Request for Proposal has been changed to **THURSDAY, APRIL 23, 2009 NO LATER THAN 2:00 P.M. DST.**

All other terms, conditions, and specifications remain unchanged.

This Addendum should be signed and returned with the bid response or acknowledged on the BID/PROPOSAL SIGNATURE PAGE of the RFP.

Kirk W. Buffington, CPPO, C.P.M.
Director of Procurement Services

Company Name: VERRUS MOBILE TECHNOLOGIES
(please print)

Bidder's Signature: [signature]

Date: April 21, 2009

City of Fort Lauderdale • Procurement Services Department
100 N. Andrews Avenue, #619 • Fort Lauderdale, Florida 33301
954-828-5933 FAX 954-828-5576
purchase@fortlauderdale.gov

ADDENDUM NO. 2

RFP 695-10262

PAY BY PHONE PARKING PAYMENT SYSTEM

ISSUED April 14, 2009

1. This addendum is being issued to make the following change:

   Add document 10262 Areas Posts to RFP.

2. The end date of this Request for Proposal remains unchanged for **THURSDAY, APRIL 23, 2009 NO LATER THAN 2:00 P.M. DST.**

All other terms, conditions, and specifications remain unchanged.

This Addendum should be signed and returned with the bid response or acknowledged on the BID/PROPOSAL SIGNATURE PAGE of the RFP.

Kirk W. Buffington, CPPO, C.P.M.
Director of Procurement Services

Company Name: VERRUS MOBILE TECHNOLOGIES
(please print)

Bidder's Signature: [signature]

Date: April 21, 2009

NON-COLLUSION STATEMENT:

By signing this offer, the vendor/contractor certifies that this offer is made independently and *free* from collusion. Vendor shall disclose below any City of Fort Lauderdale, FL officer or employee, or any relative of any such officer or employee who is an officer or director of, or has a material interest in, the vendor's business, who is in a position to influence this procurement.

Any City of Fort Lauderdale, FL officer or employee who has any input into the writing of specifications or requirements, solicitation of offers, decision to award, evaluation of offers, or any other activity pertinent to this procurement is presumed, for purposes hereof, to be in a position to influence this procurement.

For purposes hereof, a person has a material interest if they directly or indirectly own more than 5 percent of the total assets or capital stock of any business entity, or if they otherwise stand to personally gain if the contract is awarded to this vendor.

In accordance with City of Fort Lauderdale, FL Policy and Standards Manual, 6.10.8.3,

> 3.3. City employees may not contract with the City through any corporation or business entity in which they or their immediate family members hold a controlling financial interest (e.g. ownership of five (5) percent or more).
>
> 3.4. Immediate family members (spouse, parents and children) are also prohibited from contracting with the City subject to the same general rules.

Failure of a vendor to disclose any relationship described herein shall be reason for debarment in accordance with the provisions of the City Procurement Code.

NAME	RELATIONSHIPS

In the event the vendor does not indicate any names, the City shall interpret this to mean that the vendor has indicated that no such relationships exist.

Questionnaire

Please print or type:

1. Provide three references for which you have performed similar services.

Company Name: Miami Parking Authority
Address:
Contact Name: Luis Chotes
Telephone: 305-373-6789 ext 231

Company Name: City of Vancouver
Address:
Contact Name: Ralph Yeomans
Telephone: 604-257-8726

Company Name: City of Aspen
Address:
Contact Name: Tim Ware
Telephone: 970-429-1766

2. Number of years experience the proposer has had in providing similar services:
8 Years

3. Have you ever failed to complete work awarded to you? If so, where and why?
No

4. List appropriate licenses as issued by Broward County.
N/A

5. Briefly describe the number of employees and supervisors available for this contract and the firm's ability to secure subcontractors, if necessary.
Providing a service so # of employees probably not necessary
20 employees available.

6. Briefly describe your firm's financial status and provide proof of adequate line of credit or other financial assets to access funds for construction of multiple projects during the same time period.

Verrus is a private company with significant employee ownership. The company has 30 employees in Canada, the US and the UK and is stable, financially prudent and capable of funding operations from its own resources.

The proposer understands that the information contained in these proposal pages is to be relied upon by the City in awarding the proposed contract, and such information is warranted by the proposer to be true. The proposer agrees to furnish such additional information, prior to acceptance of any proposal relating to the qualifications of the proposer, as may be required by the City.

Please review the questionnaire to make sure all questions have been answered. Attach additional sheets if necessary. Failure to answer each question could result in the disqualification of your bid.