

GIFT CARD ADDENDUM TO MARKETING AGREEMENT

This Addendum to the Marketing Agreement (“Addendum”) is made by and between Vantiv ISO Inc, f/k/a National Processing Company, a Nebraska corporation, with an office located at 8500 Governors Hill Drive, Symmes Township, OH 45249 (“NPC”) and _____, an Independent Sales Organization/Member Service Provider or an independent sales group, with its office located at _____ (“ISO/Sales Group”).

WHEREAS, NPC and ISO/Sales Group have entered into a marketing agreement (“Agreement”) pursuant to which ISO/Sales Group promotes and markets bankcard processing services offered by NPC; and

WHEREAS, the parties desire that ISO/Sales Group promote and market NPC’s gift card product, NPC Gift, which is offered by NPC and/or NPC’s affiliate, Vantiv, LLC (“Gift Card Provider”);

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the parties hereto agree as follows:

1. In addition to promoting and marketing bankcard processing services to prospective Merchants, ISO/Sales Group shall promote and market to appropriate Merchants and prospective Merchants, the NPC Gift program. ISO/Sales Group agrees to follow the procedures and policies of the Gift Card Provider. NPC will compensate ISO/Sales Group in the form of residual payments and/or commissions in accordance with Exhibit 1 attached. NPC shall have no obligation to pay residual payments and/or commissions to ISO/Sales Group unless NPC receives said compensation first from the Gift Card Provider, and NPC shall not be liable for any failure to pay by the Gift Card Provider. Upon receipt of payment from the Gift Card Provider, NPC will then process residual payments and/or commissions owed to ISO/Sales Group. Additionally, NPC has the right to set off against any compensation or other amounts payable to ISO/Sales Group under this Addendum any amounts owed to NPC and/or the Gift Card Provider, or any damages sustained by NPC and/or the Gift Card Provider as a result of ISO/Sales Group’s actions in the marketing of NPC Gift. Furthermore, NPC may modify or withdraw this program at any time upon notice to ISO/Sales Group with respect to any NPC Gift referrals submitted after such notice.
2. ISO/Sales Group agrees to indemnify, defend and hold NPC harmless from any and all liabilities, damages, losses, claims or expenses arising or resulting from ISO/Sales Group’s actions or inactions in connection with this Addendum.
3. Upon execution by the parties hereto, this Addendum shall supplement and become part of the Agreement. Capitalized terms not otherwise defined herein shall have the meaning accorded them in the Agreement. Except where inconsistent with the terms of this Addendum or clearly inapplicable, all terms and conditions of the Agreement are incorporated herein and shall apply to this Addendum.

IN WITNESS WHEREOF, this Addendum is executed this ____ day of ____, 20___. This Addendum is not binding until signed by all the parties.

 (“ISO/Sales Group”)

VANTIV ISO INC.
 (“NPC”)

SIGNATURE: _____

SIGNATURE: _____

NAME: _____
 (Print Name)

NAME: _____
 (Print Name)

TITLE: _____

TITLE: _____

DATE: _____

DATE: _____

Exhibit 1

COMPENSATION SCHEDULE

ISO/Sales Group shall receive, on a monthly basis, one hundred percent (100%) of the sum of the following calculation: the fees charged/assessed to the Merchants for NPC Gift by the Gift Card Provider, billed through the Gift Card Provider's system, reflected on the Merchant's monthly statement, and collected from the Merchant by NPC or the Gift Card Provider, less the costs to ISO/Sales Group listed below:

Template Gift Card Pricing Packages*

Inaugural Package	\$85.00/each
Preferred Package	\$139.00/each
Prestige Package	\$259.00/each
Designer Package	\$489.00/each

**Package pricing is for new gift card customer only – Existing gift card customers are not eligible.*

Gift Card Transaction Pricing

\$7.50 per location/monthly

\$0.30 per transaction

A La Carte Pricing

Cost for Template Cards

Quantity	Cards Only Total	Cards Plus Sleeves Total (\$0.10 ea)	Cards Plus Carriers Total (\$0.18 ea)
250	\$208.00	\$233.00	\$253.00
500	\$260.50	\$310.50	\$350.50
750	\$396.00	\$471.00	\$531.00
1,000	\$393.00	\$493.00	\$573.00
1,250	\$468.25	\$593.25	\$693.25
1,500	\$534.45	\$684.45	\$804.45
2,000	\$668.00	\$868.00	\$1,028.00
2,500	\$768.00	\$1,018.00	\$1,218.00

Cost for Custom Cards

Quantity	Cards Only Total	Cards Plus Sleeves Total (\$0.10 ea)	Cards Plus Carriers Total (\$0.18 ea)
500	\$310.50	\$360.50	\$400.50
1,000	\$476.30	\$576.30	\$656.30
1,500	\$654.45	\$804.45	\$924.45
2,000	\$814.60	\$1,014.60	\$1,174.60
2,500	\$955.50	\$1,205.50	\$1,405.50

Gift Card Stands

Standard Gift Card Stand: \$ 7.00/ea

Premium Gift Card Stand: \$15.00/ea