

**MEISSNER, KLEINBERG & FINKEL, LLP.**  
275 MADISON AVENUE, SUITE 1000  
NEW YORK, NEW YORK 10016-1101  
(212) 689-8600  
TELECOPIER (212) 686-0252

GEORGE S. MEISSNER  
RONALD M. KLEINBERG  
RICHARD A. FINKEL

PHILIP M. MEISSNER\*  
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LAUREL J. WEINBERG  
COUNSEL  
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\* ADMITTED IN FLORIDA

August 25, 2014

**CONFIDENTIAL**

Harry Dorvilier  
Harry's Nurses Registry, Inc.  
88-25 163 Street  
Jamaica, New York 11432

Re: Settlement of State Insurance Fund Case

Dear Mr. Dorvilier:

I write to formally review with you the terms of the settlement of the case that was pending in Supreme Court, New York County: State Insurance Fund v. Harry's Nurses Registry, Inc. This letter will therefore review the terms that I discussed in detail with you in court, on Monday August 11, 2014, and that were the result of negotiations that occurred in court on that date and which you were informed of throughout the development of the settlement, and that we thereafter discussed during several lengthy telephone conversations.

The settlement provides you with two options:

Option A: payment of \$150,000 on or before August 31, 2014 in full settlement of the case,

*or*

Option B: payment of \$60,000 on or before August 31, 2014, and monthly installments of \$10,000 due the 1<sup>st</sup> of each month, beginning October 1, 2014, until the full amount of \$180,000 is paid [12 months], interest free, and in full settlement of the case.

If Harry's Nurses Registry, Inc., fails to pay in accord with the options set forth above, then the court will enter a Judgment against Harry's Nurses Registry, Inc., in the agreed amount of \$200,000 in favor of the State Insurance Fund. The State Insurance Fund will then be empowered to file that Judgment against any and all of the assets of Harry's Nurses Registry, Inc. For example, the State Insurance Fund will be empowered to file the Judgment

against and attach any bank account of Harry's Nurses Registry, Inc., and the bank will be required to withdraw funds from the account to satisfy the Judgment.

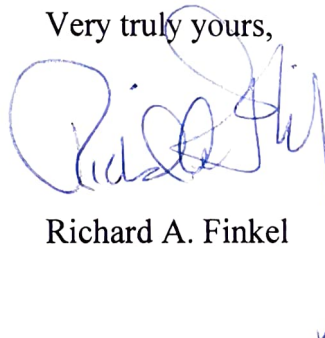
The choice of the options set forth above are solely the choice of Harry's Nurses Registry, Inc.– your choice. However, if you decide not to pay either the single payment settlement amount of \$150,000 in full satisfaction of the law suit, or the down-payment amount of \$60,000 under the interest free pay-out agreement option, then the default provision of the settlement agreement will apply and a Judgment in the amount of \$200,00 will be entered by the court.

These are the terms of the settlement agreement, terms you understood and specifically agreed to on the record in the court. There are no other options. You are bound to the agreement you agreed to in court on August 11, 2014.

Payment of the settlement amount must be made by bank check or tellers check (the option for attorney's escrow check is no longer practical due to time constraints), payable to the State Insurance Fund. The check should state the case name and Index Number: State Insurance Fund v. Harry's Nurses Registry, NY County Index # 406555/07. The check is to be sent to the attorneys for the State Insurance Fund: Jasne & Florio, 30 Glenn St., Suite 103, White Plains, NY 10603, and should be sent by Federal Express or other overnight delivery service to ensure timely arrival. Please send me a copy of the check for my records.

Based upon our several recent telephone discussions, you have made it clear that you have become upset with the settlement. As I have told you, the agreement is set and concluded, no further court proceedings or challenge apply. You fully understood the agreement in court on August 11, you agreed to the terms of the agreement, and you (and Harry's) will be held to those terms. You (Harry's Nurses Registry) must pay the settlement amount under Option A or B, or Harry's will be in default and Judgment will be entered under the default provision, and the State Insurance Fund will take \$200,000. I strongly advise you not to default, but to make an appropriate payment.

Very truly yours,



Richard A. Finkel