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IN REPLY REFER TO:
77946/90

June 15, 2006

TO: INVESTORS OF PAY POP, INC.

FROM: RICHARD WEISSMAN, COURT APPOINTED DISTRIBUTION AGENT

SUBJ: COURT ORDERED CLAIM PROCEDURE FOR CLAIMS BY INJURED INVESTORS IN THE STOCK OF PAY POP, INC. FOR FUNDS RECOVERED IN THE FOLLOWING CIVIL PROCEEDINGS: SECURITIES AND EXCHANGE COMMISSION v. CIBC MELLON TRUST COMPANY (Re: PAY POP, INC.), U.S. District Court, For the District of Columbia, Case No. 1:05 0333, SEC v. DARYL DESJARDINS, Case No. 1:03CV 1992 (PLF), SEC v. SEAN NEVETT, Case No. 1:03CV1994, SEC v. WARREN J. SOLOSKI, Case No. 1:03CV1993.

LAST DAY TO FILE CLAIM ("BAR DATE"): January 15, 2007

Dear Investors:

This letter sets forth a Court directed claim(s) procedure enabling you to present your principal investment claim against PAY POP, INC., and the other persons listed above. I am enclosing a Proof Claim form and a Notice of Last Day To File Proof of Claim. I recommend that you deliver to me your Proof of Claim within ten (10) days of your receipt of this letter to ensure its timely filing.

This claim procedure enables each of you to present to the Court the principal amount you claim for the purchase of stock in PAY POP, INC., that may be included in a distribution plan that I will hereafter submit to the Court. Please provide me copies of your payment documentation supporting the claim, particularly canceled checks, wire transfer receipts, etc. Stock Certificates will **NOT** be proof of the amount of your investment. The Court will make the final determination of your claim.

You must execute and deliver to me a completed and duly signed Proof of Claim in a timely manner by the last day to file claims (the "Bar Date") or your claim will be denied and you will not participate in any distribution by the Court.

Return to me the completed original Proof of Claim form, duly signed by all the persons who made and/or participated in the subject investment. A **Social Security Number or Federal Identification Number** is required for each Claimant. It is an absolute condition to a distribution to any person signing the Proof of Claim.

If there is a deceased claimant, please enclose a copy of a Probate Order or Judgment of Distribution showing your entitlement to the decedent's share of the proceeds. If the investment was held in joint tenancy, please send a copy of a certified copy of a Certificate of Death and a copy of a recorded Affidavit of Death of Joint Tenant to support your entitlement. You may be asked hereafter to execute an Affidavit of Death of Joint Tenant, if one has not already been executed and recorded in your jurisdiction.

If you have any questions about the procedures above, please call my office staff for clarification. Thank you for your cooperation.