

Alisar Charting Sales Associate Program

For new associates:

This document outlines the terms of how we will work together. Please review, ask questions and then sign and return to sales@alisarcharting.com or by fax to 703-548-7988.

For our existing associates:

This document replaces our previous associate agreement and is effective February 14, 2004. Please review, ask questions and then sign and return to sales@alisarcharting.com or by fax to 703-548-7988.

Our Sales Associate program is simple:

1. **Pre-sales support.** We'll help you get the answers and marketing materials you need to effectively present Alisar Charting to your clients. We offer PDF resources at www.alisarcharting.com and phone support at 866-548-0140.
2. **Commissions on sales of Alisar Charting licenses, with bonuses.** Commission is paid for closing the deal - delivering a credit card number or corporate Purchase Order that is subsequently paid in full – and helping the customer get started with the software. If a customer processes a software refund in the first 90 days after the sale, commission for that sale will be cancelled. Commissions are calculated 90 days after receipt of customer payment. Commission checks will be issued at the end of the next quarter.

The first Sales Associate to sell into a customer account is designated the **Alisar Primary Vendor**. When the customer renews annually or purchases subsequent licenses, the Alisar Primary Vendor **automatically** will receive commission for those sales. Restrictions apply. Limited to eligible products. See *Alisar Charting Agreement to Sell Software* for complete details.

We make it easy to move your planning documents to your clients for implementation. When you sell your client a copy of Alisar Charting, and only if the client authorizes it, you gain complimentary access to their database - a \$270 USD value, if your client has purchased both modules. This license is nontransferable, but supports your consulting relationship with the client.

If you started a chart for them in *your* Alisar Charting database, you can move that chart to *their* newly-purchased Alisar Charting database. You will have to re-create the relevant user accounts in the new database, but no other re-keying of data is required.

3. **For certified and qualified consultants**, subcontract relationships are possible, where you work for us, or we work for you, at rates where we both win. Please contact us to discuss pending opportunities.
4. **We're not your competitor.** Your client REMAINS your client, and you can refer them to us knowing that:
 - We'll support your relationship with the client. Our sales information system and our staff diligently track the referring source and primary consultant.
 - Where it does not breach confidentiality or the direct wishes of the client, we'll let you know the outcome of significant support issues.
 - We will treat your client with the utmost professionalism.

Our success counts upon your success. We look forward to a mutually beneficial relationship! Please contact us by e-mail, sales@alisarcharting.com or call 703-548-0140.

Alisar Charting Agreement to Sell Software

This agreement is made between Alisar Charting, LLC (Alisar) and the party listed below (the Sales Associate) for the purpose of selling Alisar Charting software user licenses.

How we pay our commission:

Commission is paid for closing the deal - delivering a credit card number or corporate Purchase Order that is subsequently paid in full – and helping the customer get started with the software. Commissions are calculated 90 days after receipt of customer payment. Commission checks will be issued at the end of the next quarter.

How refunds affect commissions:

If a customer processes a software refund in the first 90 days after the sale, per their license agreement, commission for that sale will be cancelled. Alisar Charting will evaluate customer requests for refund after 90 days from purchase on a case-by-case basis. Where Alisar decides a *full* refund is in the best interest of the customer, Alisar may, at its option, rescind part or all of the Sales Associate's commission. The amount owing will be deducted from future commissions until paid in full.

Alisar Primary Vendor:

The Sales Associate who made the initial sale of a user license to a given individual or corporation will be named the Alisar Primary Vendor for that account.

Commissions on subsequent purchases and annual subscription renewals:

For renewals or additional user licenses purchased by the same customer within 15 months of either a purchase of Alisar licenses or license renewals, the Alisar Primary Vendor will receive a commission of 15% of the price charged for each new user license and renewal.

Lapse of Alisar Primary Vendor status:

If there is no activity (either purchase of Alisar user licenses or license renewals) from the customer for 15 consecutive months, the Sales Associate will lose Alisar Primary Vendor status for that account. The Sales Associate will no longer be entitled to automatic commissions on license purchases or renewals. The account will then be available for any Sales Associate (including the Sales Associate who lost Alisar Primary Vendor Status) to make a sale of Alisar user licenses or license renewals, thus becoming the new Alisar Primary Vendor.

This agreement may be canceled by either party upon thirty days notice. Please see www.alisarcharting.com for the most current pricing.

Accepted and agreed to by:

Alisar Charting, LLC

By: Dean C. Shaw

Title: Partner

Date: _____

Sales Associate

By: _____

Title: _____

Date: _____

Please return this page to:

Alisar Sales
E-mail: sales@alisarcharting.com
Fax: 703-548-7988

Appendix A: Alisar Products and Services:

The basic version of Alisar Charting software is used online, that is, the user must be connected to the Internet * (see Appendix B: System Requirements) Those wanting to work off-line will need the on-line user license **plus** the off-line module. The purchased license is for **access** to one database.

Product or Service
<p>Alisar Charting Individual Online Plan:</p> <p>Users log in to their project charts from Internet Explorer while connected to the Internet. Each license includes:</p> <ul style="list-style-type: none"> • Set up for 1 database – \$100 USD • Price per online user per month - \$10 USD • Limits Maximum 2 users, 1 database and 20 non-licensed participants (not permitted to log in, but appear in all lists of project members, and can be assigned accountability for a task**) • Upgrade to Business Plan (add databases, 3 or more users): \$200 USD • web-based spelling checker applet
<p>Alisar Charting Business Plan</p> <p>Users log in from Internet Explorer while connected to the Internet, Allows greatest flexibility for users as they add and subtract users monthly as needed.</p> <ul style="list-style-type: none"> • Set up for 1 database – \$250 USD • Set up for subsequent database on a company code – \$100 USD • Price per online user per month - \$10 USD • The company is billed for the total number of active users in a month (even 1-day activation + \$10 USD for that month) • Unlimited non-licensed participants (not permitted to log in, but appear in all lists of project members, and can be assigned accountability for a task**)
<p>Offline Upgrade</p> <ul style="list-style-type: none"> • Set up for each user – \$150 USD • Price per month per offline user: \$2 USD • Offline use is nontransferable.

Remote Training:

Remote training by appointment at your boardroom, office or residence. Requires a phone line (you call us), broadband internet connection and remote screen-sharing capability.*** \$150.00 USD per hour (plus your long distance phone charges)

Onsite Training:

For larger groups or more in-depth training, bring one of our trainers in by the day.

Project Consulting:

An Alisar Associate can help you design and troubleshoot projects on a per-project basis. Please contact us at sales@alisarcharting.com for information

Notes:

The above pricing schedule is subject to change without notice. Please also note:

* see **Appendix B: System Requirements**

** **More about non-licensed participants:** There are times you'd like to list someone as a project member, but they won't ever login to Alisar Charting - an external supplier, for instance - and you don't want to pay for an Online Subscription that won't be used.

Simply enter the project member into Alisar Charting as a non-licensed participant. Restrictions: they can't login, nor can they receive e-mail alerts.

If you need more than 10 non-licensed participants in a database, simply buy another Online Subscription for each 10 non-licensed participants you need to enter in a database.

*** **Remote screen sharing:** Your Alisar trainer can use Lotus Sametime, Netopia Timbuktu, Microsoft Terminal services or your existing GoToMyPC account to securely share a computer screen while talking with you over the phone. We'll be happy to talk with your IT professional to determine the best method for you. (Setup fees may apply when initially configuring applications through corporate firewalls.)

* Appendix B: System Requirements

Alisar Charting On-line Subscription

Alisar Charting software is accessed through your Internet browser. This allows for virtual collaboration and coaching across a global or extended enterprise. Users can view the same Chart from Internet Explorer* to confer on a project plan or align actions and resources to support their goals.

On-line Subscription System Requirements - Operational minimums:

Processor - Pentium 133 Mhz processor
Operating System - Windows 98, Windows ME, Windows NT, Windows 2000, Windows XP
RAM - 64 MB of RAM (128 MB is Highly Recommended)
Free hard drive space - 10 MB
Browser* - Microsoft Internet Explorer 5.5 or higher
Screen Resolution - 800 X 600 or 1024 X 768 pixels
Internet Connection Speed - 128 kb/s or faster broadband, cable or DSL

Alisar Charting Off-line Module

The offline module is ideal for users who:

- Travel or commute, or need to use the application at a meeting or retreat where there is no broadband Internet connection
- Have a slow, modem-grade internet connection
- Want an added layer of data security

Charts may be created and modified while off-line. You will have a fully functioning application at your disposal with almost all the features of the On-line Service (see the user manual for the feature differences one would expect when working offline). When you next log into the Internet, or your company's intranet, a seamless synchronization of your information into the database occurs.

Off-line Module System Requirements - Operational minimums:

Processor - Pentium 133 Mhz or faster (333 Mhz or faster is recommended)
Operating System - Windows 98, Windows ME, Windows 2000
RAM - 64 MB of RAM (128 MB is Highly Recommended)
Free hard drive space - 150 MB
Browser - Microsoft Internet Explorer 5.5 or higher
Screen Resolution - 800 X 600 or 1024 X 768 pixels
Internet Connection Speed - 128 kb/s or better broadband, cable or DSL (28.8 kb/s or faster can be used for regular synchronization)
Firewall - iNotes requires Firewall Port 1352 be open for the Off-line module to function