

The Online 401(k) Termination Policy

Termination.

During the Initial Term of this Agreement, Client may terminate The Online 401(k)'s Services by giving at least sixty (60) days written notice. However, Client will be obligated to pay the Termination/Deconversion fee of \$1,000, and will remain liable and responsible for all quarterly administrative Plan fees (as set forth in Schedule A) through the end of the Initial Term. The quarterly administrative Plan fees may be paid in a lump sum at the time the termination notice is sent to The Online 401(k). The \$1,000 Termination/Deconversion fee must be paid prior to The Online 401(k) fulfilling the termination request.

After the Initial Term of this Agreement, Client may terminate this Agreement by providing sixty (60) days written notice to The Online 401(k) along with the \$1,000 Termination/Deconversion Fee. There will be no pro-rated refund of quarterly fees paid in advance in the event of termination prior to the end of that quarter. If for any reason The Online 401(k) is obligated, by contract or law, to continue providing Services after the date of termination selected by Client, Client will remain liable for all costs and fees incurred through the date The Online 401(k) ends its Services. The Online 401(k) will take steps to provide Services for no longer than is reasonably or legally required after the date of termination selected by Client.

The Online 401(k) may terminate this Agreement for any reason with at least sixty (60) days notice to Client. In the event The Online 401(k) terminates this Agreement, it agrees to cooperate with Client to transfer the recordkeeping and administration of the Plan to a different service provider within a commercially reasonable period of time. Client shall remain liable for all fees incurred through the day that such transfer is complete, including but not limited to the Transfer/Deconversion Fee. A final invoice will be provided to Client by The Online 401(k), and must be paid via the preferred method of payment on file prior to The Online 401(k) finalizing the transfer of the Plan to another service provider and the final close of the Plan.

Termination and Transfer Notices.

Any notice of Plan termination or transfer, from Client, must be provided to The Online 401(k) in writing and must be delivered by: 1) personal delivery; 2) through an overnight courier with tracking capabilities; or 3) by email or by facsimile, with a copy sent on the same day by U.S. Mail. All notices must be directed to The Online 401(k) at the address provided on The Online 401(k)'s Web site.