PARTNERSFINANCIAL / NFP INSURANCE SERVICES, INC.

SmartOffice Enterprise Hosting Services Disclosure

The terms, conditions and obligations of the applicable end-user license agreement you have entered into with E-Z Data, Inc. ("E-Z") primarily govern your relationship and use with E-Z and the SmartOffice software system. NFP Insurance Services, Inc. ("NFPISI") on behalf of PartnersFinancial has also contracted with E-Z to help provide you data management services, SmartOffice, SmartOffice application hosting services, data storage, internet access, physical data security and application monitoring and reporting. PartnersFinancial members and NFPISI affiliates may choose to have their SmartOffice licenses and data administered by NFPISI on the PartnersFinancial / NFPISI Enterprise Hosted Platform. This document provides you details and additional information regarding E-Z and your use of the SmartOffice software system ("System").

HOSTING SERVICES FOR SMARTOFFICE®

E-Z maintains multiple server-sites in the United States and Canada at high-reliability data facilities. These data centers are state-of-the-art, secure environments for data processing and server hosting and include redundant power supplies, fire detection and suppression systems, high levels of physical security, and other environmental controls. The data centers are designed to protect your valuable information and minimize the risk of unauthorized access and service disruption by environmental perils, physical attacks and data security threats. E-Z may, from time-to-time, change its data hosting facilities and/or relocate its servers in order to maintain or improve the standard of service it provides to you.

SYSTEM UPTIME, MAINTENANCE AND MONITORING

The System will generally be available for your use twenty-four hours a day, seven days a week subject to the conditions and service levels below. A regular maintenance window is reserved every night after business hours for system maintenance procedures. E-Z employs automated monitoring tools to monitor the system for malfunctions and service interruptions. If an interruption is detected at any time, E-Z's 24x7 on-call technician will be automatically paged and will attempt to rectify the problem as soon as possible.

SERVICE LEVELS

Business Hours. Critical Time Period for which the System is to be available for access by you:
- Uptime of 99.7% of the time (Minimum service, measured monthly)
- Monday–Friday: 7:00am–10:00pm Eastern Time
- Saturday: 8:00am–4:00pm Eastern Time

Off-Business Hours. Off-Peak Hours for which the System is to be available for access by you:
- Uptime of 96.0% of the time (Minimum service, measured monthly)
- Monday–Thursday: 10:00 pm–7:00 am Eastern Time
- Saturday 4:00 pm–Monday 7:00 am Eastern Time

Maintenance Window. The System is subject to the the following regularly scheduled maintenance windows.
- Sunday–Friday: 10:00pm–12:00am Pacific Time
- Saturday: 10:00pm–2:00am Pacific Time

DISK STORAGE

For each SmartOffice user in you office, you are allocated 100MB of disk space. Upon exceeding this limit, you should download files to your local computers and/or seek other storage options for offline archive. If your office has multiple users, the disk space allowance is assessed on a per SmartOffice basis. Foe example, if your office has 5 licensed users, your office will be allocated 500MB. Additional disk space is available for $10.00 per month per user for each additional 100MB of disk space.

DATA BACKUP PROCEDURES

E-Z performs a full database backup nightly and daily incremental database backups and automatically applies them to E-Z's backup system at an E-Z center. E-Z's nightly backups are compressed, encrypted and digitally transmitted using a VPN connection for storage in a secure location until they are needed for Disaster Recovery. Incremental database backups are preformed every 4 hours during business hours along with 1 daily backup.

NATIONAL FINANCIAL PARTNERS

DISASTER RECOVERY

E-Z maintains a Disaster Recovery site in a separate facility from its primary data center. In the event of an extended outage at their primary data center, the following are the recovery periods for restoration of service:

- Disaster recovery site readiness: Dedicated cold standby
- Data replication between production site and DR site: Daily
- Response time guarantee for DR switchover: 24 hours

SECURITY

E-Z's managed hosting offerings and tier-one collocation facilities provide industry standard physical and network security features. Independent service auditor's reports (SAS70) and information on facility certifications (ISO 9001) are available upon request.

Details of E-Z's Physical Security and Reliability:
- Network Operations Center (NOC) Support 7x24x365 from regionally disbursed locations.
- Security Guards restrict access to only authorized employees
- Securely locked cabinets with dual power circuits
- Power cleaning and power amps monitoring of all cabinet power feeds
- Security and fire protection via CCTV surveillance cameras on every aisle
- VESDA - An early warning fire suppression system
- Heat sensors and alarm system
- Power feeds for two separate city power grids, should one grid fail, a seamless switchover will occur
- Twin 375 KVA Uninterruptible Power Supply systems are the first line of power failure defense
- A Primary 1500 KW standby diesel generator in the event that both city power grids fail
- A Secondary Generator, which uses dual fuel supplies of natural gas and diesel with natural gas being the primary fuel source. The addition of the dual-fuel secondary generator adds another layer of redundancy to an extremely robust system by eliminating fuel type as a point of failure.
- Raised floors for controlling humidity and temperature of systems
- Dedicated and certified on-site operations technicians available to support all data center applications

Details of EZ's Network Security:
- Cisco PIX 515e High Availability (HA) firewalls
- Remote access managed through RSA SecurID tokens
- Managed Intrusion Detection Services (IDS) provides the Data Center production systems with 7x24 network monitoring, intrusion detection, and incident response services which allows us to focus the internal resources on core business functions.

GENERAL PROVISIONS

Applicable Laws, Rules and Regulations
NFPISI and E-Z intend to conduct themselves in accordance with applicable laws, rules and regulations with respect to their relationship. You should be aware that you may be subject to certain privacy and confidentiality laws, rules and regulations such as HIPAA. While the SmartOffice® system does not guarantee compliance with HIPAA (this remains responsibility of each individual organization), E-Z has built into the System various controls that will assist you in preventing casual and inadvertent violations. The focus of the E-Z's HIPAA compliancy workflows in the System is to prevent the marketing of information to a potentially restricted contact. For more information, please see the HIPAA Workflow User Guide for the SmartOffice® System.

Data Ownership
As set forth in the applicable licensing agreement, you will own the data stored on E-Z servers. E-Z will provide you the data in a standard format upon your request should you wish to cease using the System. For complete information regarding data export or conversion services, you should contact an E-Z customer service representative at (800) 777-9188. Data from discontinued accounts will be removed from E-Z's servers and will not be retrievable after thirty (30) days following your discontinuation of the System. You should notify E-Z Data of the action you wish to have them take with your data prior to service discontinuation in order to ensure the safety and timely release of data at the time of service termination.