

EDIFY CORPORATION
QUOTATION FOR SUPPORT SERVICES FOR
VarTec Telecom, Inc.

July 20, 2005



Part No. **Maintenance Program** **Quote No.:** **VartecUSA3693 v4**
 81000R Standard Maintenance Program @ 10% maintenance rate per 2003 maintenance renewal agreement
 81018R Standard Maintenance Program

<u>12 Months Maintenance Coverage Period</u>		<u>QTY</u>	<u>81000R Maintenance Coverage Charges</u>	<u>Edify System SN</u>
<u>1-Jul-05 - 30-Jun-06</u>				
PWSEDY01				
3240200	EDIFY VOICE SELF SERVICE (PRICE PER PORT)	30	\$4,341.42	2880-0-0-1-0-3693-2110969-16
3200290	ADVANCED ISDN	1	\$1,240.41	2880-0-0-1-0-3693-2110969-16
1110850	EDIFY RUNTIME ENGINE 8.5	1	\$0.00	2880-0-0-1-0-3693-2110969-16
501030	Workforce Agents	57	\$7,010.87	2880-0-0-1-0-3693-2110969-16
PWSEDY02				
3240200	EDIFY VOICE SELF SERVICE (PRICE PER PORT)	29	\$4,196.71	2880-0-0-1-0-3693-2111176-17
1110850	EDIFY RUNTIME ENGINE 8.5	1	\$0.00	2880-0-0-1-0-3693-2111176-17
3200290	ADVANCED ISDN	1	\$0.00	2880-0-0-1-0-3693-2111176-17
501030	Workforce Agents	58	\$7,133.86	2880-0-0-1-0-3693-2111176-17
PWSEDY03				
543250	Web Browser-Enterprise	1	\$1,967.96	2880-0-0-1-0-3693-101550-6
544020	DLL Access - ent	1	\$123.00	2880-0-0-1-0-3693-101550-6
543000	Telephony	1	\$147.60	2880-0-0-1-0-3693-101550-6
511000	Country Support US	1	\$0.00	2880-0-0-1-0-3693-101550-6
501030	Workforce Agents	96	\$11,807.78	2880-0-0-1-0-3693-101550-6
541052	EWf Enterprise v8.5	1	\$98.40	2880-0-0-1-0-3693-101550-6
PWSEDY04				
501030	Workforce Agents	48	\$5,903.89	2880-0-0-1-0-3693-101550-3
3400230	91+ VAS PORTS	44	\$5,303.66	2880-0-0-1-0-3693-101550-3
541052	EWf Enterprise v8.5	1	\$98.40	2880-0-0-1-0-3693-101550-3
544020	DLL Access - ent	1	\$123.00	2880-0-0-1-0-3693-101550-3
543000	Telephony	1	\$147.60	2880-0-0-1-0-3693-101550-3
511000	Country Support US	1	\$0.00	2880-0-0-1-0-3693-101550-3
503010	AMERICAN SPANISH LANGUAGE	1	\$0.00	2880-0-0-1-0-3693-101550-3
503020	CANADIAN FRENCH LANGUAGE	1	\$0.00	2880-0-0-1-0-3693-101550-3
PWSEDY05				
501030	Workforce Agents	48	\$5,903.89	2880-0-0-1-0-3693-101550-4
3400230	91+ VAS PORTS	44	\$5,303.66	2880-0-0-1-0-3693-101550-4
541052	EWf Enterprise v8.5	1	\$98.40	2880-0-0-1-0-3693-101550-4
543250	Web Browser-Enterprise	1	\$1,967.96	2880-0-0-1-0-3693-101550-4
544020	DLL Access - ent	1	\$123.00	2880-0-0-1-0-3693-101550-4
543000	Telephony	1	\$147.60	2880-0-0-1-0-3693-101550-4
511000	Country Support US	1	\$0.00	2880-0-0-1-0-3693-101550-4
503010	AMERICAN SPANISH LANGUAGE	1	\$0.00	2880-0-0-1-0-3693-101550-4
503020	CANADIAN FRENCH LANGUAGE	1	\$0.00	2880-0-0-1-0-3693-101550-4
TWSEDY02				
501030	Workforce Agents	24	\$2,951.94	2880-0-0-1-0-3693-101550-5
541052	EWf Enterprise v8.5	1	\$98.40	2880-0-0-1-0-3693-101550-5
544020	DLL Access - ent	1	\$123.00	2880-0-0-1-0-3693-101550-5
543000	Telephony	1	\$147.60	2880-0-0-1-0-3693-101550-5
511000	Country Support US	1	\$0.00	2880-0-0-1-0-3693-101550-5
VR2K0210				
1120800	EDIFY DEVELOPMENT TOOLKIT v8.5	1	N/C	2880-0-0-2-0-3693-2109958-9
VR2K0212				
1120800	EDIFY DEVELOPMENT TOOLKIT v8.5	1	N/C	2880-0-0-2-0-3693-2109490-8
VR2K0213				
1120800	EDIFY DEVELOPMENT TOOLKIT 8.0	1	N/C	2880-0-0-2-0-3693-2109490-6
VR2K7048				
1120800	EDIFY DEVELOPMENT TOOLKIT 8.0	1	N/C	2880-0-0-2-0-3693-2109490-7

<u>9 Months Co-Terminus Maintenance Coverage Period</u>		<u>81018R Maintenance Coverage Charges</u>	
<u>1-Oct-05 - 30-Jun-06</u>			
PO 227076 & SO# 2112270			
Current Maintenance Expires 9/30/05			
3200223	FRENCH LANGUAGE	1	N/C
3200211	AMERICAN SPANISH PROMPT SET	1	\$40.50
3200213	CANADIAN FRENCH PROMPT SET	1	N/C
3200223	FRENCH LANGUAGE	1	N/C

3200211	AMERICAN SPANISH PROMPT SET	1	\$40.50	2880-0-0-1-0-3693-2110969-16
3200213	CANADIAN FRENCH PROMPT SET	1	N/C	2880-0-0-1-0-3693-2110969-16

5 Months Co-Terminus Maintenance Coverage Period

1-Feb-06 - 30-Jun-06

PO CK#5500666 & SO# 2112999

Current Maintenance Expires 1/31/06

3200295	EVIP 9.0 ADVANCED ISDN	1	\$375.00	2880-0-0-1-0-3693-101550-6
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**81018R
Maintenance
Coverage
Charges**

2 Months Co-Terminus Maintenance Coverage Period

1-May-06 - 30-Jun-06

PO CK#400023 & SO# 2113292

Current Maintenance Expires 4/30/06

*** 3200295	EVIP 9.0 ADVANCED ISDN	1	\$150.00	2880-0-0-1-0-3693-101550-3
*** 3200295	EVIP 9.0 ADVANCED ISDN	1	\$150.00	2880-0-0-1-0-3693-101550-4

Total Maintenance Renewal Due \$67,265.98

Customer Elected to Remove the Following Products from Maintenance

541052	EWF - Enterprise	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-1
501030	Workforce Agents	2	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-1
511020	Country Support - Canada	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-1
543000	Telephony	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-1
544020	DLL Access	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-1
544010	Multi Database Access-Ent	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-1
541052	EWF - Enterprise	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-2
501030	Workforce Agents	3	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-2
543000	Telephony	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-2
544020	DLL Access	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-2
544010	Multi Database Access-Ent	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-2
503020	Canadian French Language	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-2
511000	Country Support - US	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101561-2
501030	Workforce Agents	48	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-7
541052	EWF Enterprise	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-7
544020	DLL Access - ent	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-7
543000	Telephony	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-7
511000	Country Support US	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-7
501030	Workforce Agents	24	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-8
541052	EWF Enterprise	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-8
544020	DLL Access - ent	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-8
543000	Telephony	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-8
511000	Country Support US	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-8
502000	WORKFORCE APPLICATION BUILDER	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
503010	AMERICAN SPANISH LANGUAGE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
503020	CANADIAN FRENCH LANGUAGE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
541061	ELECTRONIC WORKFORCE: ENTERPRISE 6.1	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
543000	TELEPHONY SERVICES: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
544010	MULTI-DATABASE ACCESS: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
3400230	91+ VAS PORTS	4	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
544020	DLL ACCESS: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
502000	WORKFORCE APPLICATION BUILDER	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
503010	AMERICAN SPANISH LANGUAGE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
503020	CANADIAN FRENCH LANGUAGE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
541061	ELECTRONIC WORKFORCE: ENTERPRISE 6.1	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
543000	TELEPHONY SERVICES: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
544010	MULTI-DATABASE ACCESS: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
544020	DLL ACCESS: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
3400230	91+ VAS PORTS	4	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
501030	Workforce Agents	48	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-7
541052	EWF Enterprise	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-7
544020	DLL Access - ent	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-7
543000	Telephony	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-7
511000	Country Support US	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-7

501030	Workforce Agents	24	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-8
541052	EWf Enterprise	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-8
544020	DLL Access - ent	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-8
543000	Telephony	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-8
511000	Country Support US	1	Cancelled 6/30/05	2880-0-0-1-0-3693-101550-8
502000	WORKFORCE APPLICATION BUILDER	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
503010	AMERICAN SPANISH LANGUAGE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
503020	CANADIAN FRENCH LANGUAGE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
541061	ELECTRONIC WORKFORCE: ENTERPRISE 6.1	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
543000	TELEPHONY SERVICES: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
544010	MULTI-DATABASE ACCESS: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
544020	DLL ACCESS: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
3400230	91+ VAS PORTS	48	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484- 12
502000	WORKFORCE APPLICATION BUILDER	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
503010	AMERICAN SPANISH LANGUAGE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
503020	CANADIAN FRENCH LANGUAGE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
541061	ELECTRONIC WORKFORCE: ENTERPRISE 6.1	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
543000	TELEPHONY SERVICES: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
544010	MULTI-DATABASE ACCESS: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
544020	DLL ACCESS: ENTERPRISE	1	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
3400230	91+ VAS PORTS	48	Cancelled 6/30/05	2880-0-0-1-0-3693-2101484-11
581052	EWf Development Kit	1	Cancelled 6/30/05	2880-0-0-2-0-3693-101550-1
581052	EWf Development Kit	1	Cancelled 6/30/05	2880-0-0-2-0-3693-101550-2
581052	EWf Development Kit	1	Cancelled 6/30/05	2880-0-0-2-0-3693-101550-3
581052	EWf Development Kit	1	Cancelled 6/30/05	2880-0-0-2-0-3693-101550-4

Notes from Edify:

**** By accepting the maintenance renewal contract, customer agrees to only receiving software upgrades and support services or maintenance contractual items. If later customer wishes to receive support service and upgrades on non-maintenance contractual items, customer agrees to pay back maintenance to bring the items current on maintenance.**

***** Advanced ISDN options are re-assigned from 2880-0-0-1-0-3693-102655-9 and 2880-0-0-1-0-3693-102655-10 two licenses per agreement between Excel (Canada) and Vartec Telecom.**

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 All quotes prices are valid 30 days from (date listed top)

Prices exclude taxes.

Applicable taxes will be added to the invoice.



EDIFY CORPORATION
2840 SAN TOMAS EXPRESSWAY
SANTA CLARA, CA 95051
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August 15, 2005

A.D. Kemmet CSM
Sr Mgr. Contracts & Licensing
VarTec Telecom, Inc.
4550 Excel Parkway
Addison, Texas 75001

Dear Tony,

Please let this letter serve as documentation that the following 2 licenses have been transferred to Excel Telecommunications (Canada), Inc.:

2880-0-0-1-0-3693-102658-9
2880-0-0-1-0-3693-102658-10

Our records now indicate the following contact details for Excel Telecommunications (Canada), Inc.

Excel Telecommunications (Canada), Inc.
Telecom Manager-ACN
411 Third Street
Gwinn MI 49891
Attn.: Sue Martin

Maintenance for these Systems expired 6/30/2005, and Jennifer Chou will process the maintenance renewal w/ Excel Telecommunications (Canada), Inc. directly.

Thanks for your patience during this process.

Sincerely,

A handwritten signature in black ink, appearing to read 'Mike Vedda', with a long horizontal flourish extending to the right.

Mike Vedda
VP of Operations and CIO
Edify Corporation

