



To: 7-Eleven, Inc. Newspaper Distributors

From: Gregg Willmeth Project Manager, Michael Kropkowski Merchandise Manager

RE: iControl Newspaper Management

January 28, 2009

Dear 7-Eleven Newspaper Supplier:

7-Eleven would like to announce that it has selected iControl Systems USA to serve as 7-Eleven's centralized billing partner for newspapers, effective with the Northeast division, as of **March 9, 2009**. The rollout of additional divisions will be announced at the appropriate time.

Effective March 9, 2009, 7-Eleven stores in the Northeast will no longer make payment for newspapers using cash or drafts. 7-Eleven corporate will pay no direct invoices. iControl will make all payments on our behalf. Our stores will continue to maintain a log, verifying copies delivered versus copies returned, and at the end of each week, stores will continue to stamp invoices that summarize the activities of the log. In phase I of the program, 7-Eleven will make payment on the basis of store verified and stamped invoices, which you will be asked to submit to iControl on a weekly basis. Each of your invoices will be verified and data-entered by iControl into its central database. iControl has been given our strict standards for acceptable versus unacceptable invoices, and we advise any supplier uncertain of the standards to contact iControl for instructions and samples.

In Phase II of our program -- which we anticipate to occur by summer 2009 in the Northeast division and within 3-4 months of each additional rollout -- a transition will occur whereby payments will be based initially on scan data from our stores. Those of you who cease collecting Proof of Delivery (POD) documentation will be paid scan sales automatically, with no invoice needed. Those of you who choose to continue to collect POD will be able to continue sending the documents to iControl. The process of comparing scan-data to the POD will not stop, and discrepancies will be evaluated against both newspaper-specific and price-point-specific general merchandise scan data, to ensure any possible sale is captured. When and where additional payments are determined to be due, payments will be made.

7-Eleven is wholly committed to a just and transparent program with checks & balances that is beneficial to all supply chain participants. However, it is imperative and essential for our valued newspaper partners and their distributors to understand that the transition to a measurable, traceable, transparent process is not subject to negotiation or bargaining.

Kevin Osborn has been selected by iControl to lead the 7-Eleven team at the company. Mr. Osborn can be reached at Kevin.Osborn@icontrolusa.com or 214-678-9222. Your questions should be directed to Mr. Osborn, who will head a team that will initially consist of 5 associates from iControl serving you and our stores.

Sincerely,

Gregg Willmeth
Project Manager

Michael Kropkowski
Merchandise Manager

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