

June 29, 2011

Christopher P. Rand TriStar Technology Fund, LLC 3401 West End Ave., Suite 310 Nashville, TN 37203

Dear Mr. Rand:

Pursuant to the Convertible Promissory Note entered into as of June 29, 2011, by and among Pathfinder Therapeutics, Inc., a Delaware corporation, and certain investors, TriStar Technology Fund, LLC has purchased a note convertible into shares in Pathfinder Therapeutics, Inc. for \$333,333.00.

Thank you,

Jim Stef

Jim Stefansic COO

PATHFINDER

January 25, 2011

Christopher P. Rand TriStar Technology Fund, LLC 3401 West End Ave., Suite 310 Nashville, TN 37203

Dear Mr. Rand:

Pursuant to the Stock Purchase Agreement entered into as of May 25, 2010, by and among Pathfinder Therapeutics, Inc., a Delaware corporation, and certain investors, TriStar Technology Fund, LLC has purchased shares in Pathfinder Therapeutics, Inc. for \$283,333.68.

Thank you,

Jim Stefansic COO