

LETTER AGREEMENT

This Letter Agreement, dated March 21, 2016 (this “**Letter Agreement**”) is by and between PRO’S CHOICE BEAUTY CARE, INC., a business corporation duly organized and validly existing under the laws of the State of New Jersey and authorized to transact business in the State of New York, having an office at 35 Sawgrass Drive #1, Bellport, New York 11713 (the “**Company**”) and TOWN OF BROOKHAVEN INDUSTRIAL DEVELOPMENT AGENCY, a duly organized and validly existing public benefit corporation of the State of New York, having its office at One Independence Hill, Farmingville, New York 11738 (the “**Agency**”).

The Company has submitted a request to the Agency pursuant to a letter dated March 7, 2016 (the “**Amendment Letter**”), attached hereto as Exhibit A. The Amendment Letter contains a request for the Agency to extend the completion date (as defined in Equipment Lease Agreement, dated as of December 1, 2014 (the “**Equipment Lease Agreement**”), between the Agency and the Company) to June 30, 2016.

The Agency hereby consents to the extension of the completion date to June 30, 2016, and the Company agrees that the Agency will rely on the extension date for inclusion in any forms or reports of projects as may be required by the State of New York and in connection with matters of recapture, as more particularly set forth in the Recapture Agreement (as defined in the Equipment Lease Agreement).

The Agency and the Company hereby replace in its entirety Section 4.2 of the Equipment Lease Agreement to read as follows:

“Section 4.2 Certificate of Completion. To establish the Completion Date, the Company shall deliver to the Agency (i) a certificate signed by an Authorized Representative of the Company (a) stating that the acquisition, leasing and installation of the Equipment in the Facility has been completed; (b) stating that the payment of all labor, services, materials and supplies used in such acquisition and installation has been made or provided for; and (ii) such other certificates as may be requested by the Agency. The Company agrees to complete the acquisition, leasing and installation of the Equipment in the Facility on or before June 30, 2016.”

(Remainder of Page Intentionally Left Blank)

The Company and the Agency have caused this Letter Agreement to be signed as of the date first above written.

**TOWN OF BROOKHAVEN
INDUSTRIAL DEVELOPMENT
AGENCY**

By: _____
Name: Lisa MG Mulligan
Title: Chief Executive Officer

PRO'S CHOICE BEAUTY CARE, INC.

By: _____
Name: Joseph Gewolb
Title: Chief Financial Officer

Exhibit A

Amendment Letter