

----- Sarasota County letterhead -----

October [date], 2008

The Princeton Review, Inc.  
2315 Broadway  
New York, New York 10024  
Attn: General Counsel

Dear Counselor:

Pursuant to Paragraph 3(b) of the May 21, 2008 Formative Assessment Program Agreement between The Princeton Review, Inc. and the School Board of Sarasota County, Florida, this correspondence shall provide notice that the School Board is exercising its right to terminate the Agreement for material breach. The material breach occurred when The Princeton Review violated federal and state law by permitting disclosure of confidential student record information.

Notwithstanding the termination of the Agreement, in an effort to mitigate the damage done to the School Board by the release of this confidential information, the School Board requests that The Princeton Review honor the provision stated in Paragraph 5(c) of the Agreement which grants the School Board a fully paid, perpetual license to use the 2,267 custom created benchmark assessment items as set forth in Table 1 of the 2008-2009 Statement of Work.

Sincerely,

Lori White, Superintendent  
Sarasota County Schools

Cc: School Board Members  
Superintendent's Cabinet  
Art Hardy  
[ TPR reps]