

Payment: All payments owed by Buyer shall be payable to Seller within ____ days of Buyer receiving proof of delivery and Seller's invoice. All payments by check shall be made to Seller at Seller's address set forth above.

The Parties agree that they will function in this Transaction as a Broker, Shipper or Carrier. The duties, responsibilities and liabilities of Parties functioning in each such capacity are set forth in the EFM General Terms.

If the Party receiving this Confirmation objects to any differences between this Confirmation and the agreement reached between the Parties regarding the Transaction, the receiving Party must notify the Party sending the same of the Receiving Party's objections in writing by fax to (713) _____ at or before 5:00 p.m., Central Time, on the date this Confirmation is received. If, however, this Confirmation is received after 4:00 p.m., Central Time, then the receiving Party must notify the sending Party of any such objections in the same manner, but at or before 12:00 noon, Central Time on the date following such receipt.. If the Receiving Party fails to object within such time period, such objections shall be deemed waived and the terms of this Confirmation, as supplemented by the EFM General Terms, will become final and conclusive evidence of all the terms of the binding agreement regarding this Transaction.

Sincerely,

ENRON FREIGHT MARKETS CORP.
(formerly known as "Webmodal, Inc.")

By: _____
Agent and Attorney-in-Fact

Confirmed:

[NAME OF COUNTERPARTY]

By: _____
Its: _____