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MAXIMIZE your Upromise savings with the power of TurboSaver™!

TurboSaver is your online savings reminder.

It alerts you of college savings opportunities when you book travel or shop online.

- Highlights Upromise partners in Google and YAHOO! search results
- · Notifies you of Upromise savings opportunities when you visit partner sites





It's free and installs in seconds.

Requires Microsoft Internet Explorer 6.x, 7.x or 8.x on Windows XP or Windows ∀ista

By installing the Upromise TurboSaver, you give Upromise permission to direct your visits to Upromise online retailers through your Upromise account and, if you are not cookied as a Upromise member, to request that you log in to your Upromise account before proceeding to the retailer's web site. This is done to ensure that you receive college savings when shopping

The following Upromise Online Shopping partners are not compatible with the Upromise TurboSaver: eBay.com, Express, InterContinental Hotels, and Overstock.com. This list is subject to change at any time without notice. To earn a Upromise contribution with these partners, shop directly through upromise.com.

You must install TurboSaver on each web browser you use. If you use both IE and Firefox you should install it on each browser (.exe for IE and .xpi for Firefox).

All Upromise Online Shopping Terms and Conditions apply when using TurboSaver. The Terms & Conditions and FAQs can be found in the Program Details. Specific Terms & Conditions apply for each company's contributions and can be found in the Program Details or by clicking on the store info" popup for that company. Participating companies, contribution levels, and terms and conditions are subject to change without notice.

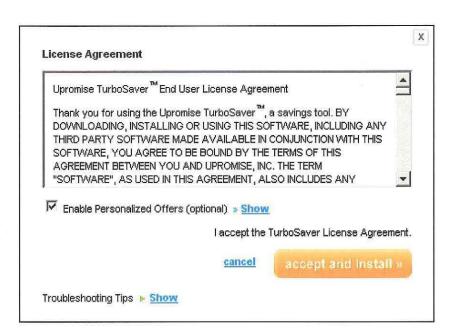
As part of its functionality, TurboSaver will place icons next to organic search results on Google and Yahoo that identify Upromise participating merchants.

About Upromise | Privacy | Terms and Conditions | Site Security | Contact Us | Careers
Partnership Opportunities | Affiliate Program | Upromise Credit Cards | Stores and Deals | Coupons and Offers

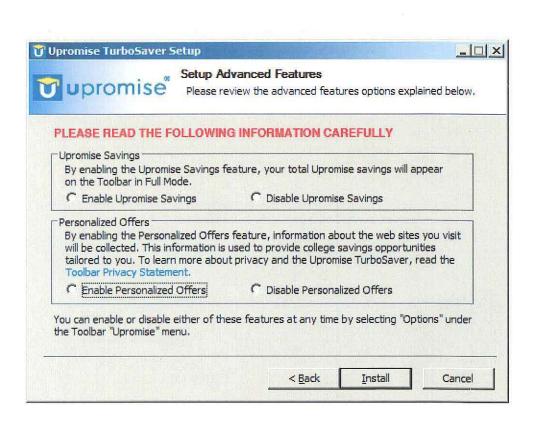
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SLM Corporation and its subsidiaries, including Sallie Mae, Inc. and Upromise, Inc., are not sponsored by or agencies of the United States.

± Securities offered through Upromise Investments, Inc. (member FINRA)







Introduction

We understand and respect that you are concerned about your privacy. Protecting your privacy is a top priority at Upromise. We want you to know that if you choose to enable the Personalized Offers feature of the Upromise TurboSaver, information about the web sites you visit will automatically be forwarded to Upromise or our service provider. This Upromise TurboSaver Privacy Statement is intended to explain to you the type of information being collected and the way that information may be used or shared.

Your Choice

Information about the web sites you visit will only be collected if you make an explicit choice to enable the Personalized Offers feature of the Upromise TurboSaver. Enabling Personalized Offers mean that you'll occasionally see windows slide up your screen reminding you of relevant Upromise partners or programs. You are not signing up for any email or regular mail of any kind.

During the installation of the Upromise TurboSaver, you will be asked if you would like to enable or disable the Personalized Offers feature. After installation, you may choose to enable or disable the Personalized Offers feature at any time by selecting "Options" under the TurboSaver's "Upromise" menu.

Information Collected

When you enable the Personalized Offers feature, either we or our service provider collects what is known as "Click Stream Data." Click Stream Data is anonymous, and includes information such as your IP address URLs of web pages that you have viewed, and the date that you viewed the web pages.

Infrequently, the Click Stream Data collected may inadvertently contain personal information. Potentially, a name, address, email address, or similar information that you enter into a web page can become part of the Click Stream Data that is transmitted to and stored by our service provider. Our service provider makes every commercially viable effort to purge their databases of any personally identifiable information. Before the Click Stream Data is transmitted to and stored by our service provider a proprietary rules engine is used to search through the Click Stream Data and remove any personally identifiable information. Our service provider is contractually bound not to use the data collected through the Personalized Offers feature for any purpose other than to assist us in the operation of the Upromise Service or the limited use described below under "Sharing with Third Parties."

How Collected Information is Used

We may use the non-personally identifiable information collected through the Personalized Offers feature to help us better target college savings opportunities and other content to you in an effort to create a personally relevant experience. We may also use the non-personally identifiable information collected through the Personalized Offers feature to help us formulate and predict responses to various savings opportunities, and to deliver and help determine the effectiveness of various savings opportunities.

We may also combine the information collected through the Personalized Offers feature with personally identifiable data, such as your transaction information, to assist with targeting savings opportunities to your preferences and to help us formulate, predict responses to, deliver and determine the effectiveness of various savings opportunities.

Sharing with Third Parties

We may share the non-personally identifiable data collected through the Personalized Offers feature on an anonymous and aggregate basis with third parties, including our contributing companies, to formulate, predict responses to, deliver and determine the effectiveness of various savings opportunities. In addition, our service provider may use the non-personally identifiable data collected through the Personalized Offers feature on an anonymous and aggregate basis to provide online consumer research services for others. For more information view our service provider's <u>Privacy Policy</u>.

More Information

The Upromise TurboSaver will periodically contact servers at Upromise to download updated configuration files. These files control the advanced features of the tool, including the "Specials" menu and the feature that allows you to receive college savings when shopping online at most Upromise partners, even if you forgot to start your online shopping at Upromise.com.

In addition, the Upromise TurboSaver will periodically contact servers at our service provider to see if you are running the most current version. If necessary, you will automatically be provided with the latest update to the Upromise TurboSaver.

We hope that you find this privacy statement helpful and understand the benefits associated with your use of the Upromise TurboSaver's Personalized Offers feature. If you feel that the benefits of using the Personalized Offers feature do not outweigh the information that we collect, you should choose not to enable the Personalized Offers feature.

For more information about Upromise's full privacy policy, click here.

Upromise Privacy Statement

Protecting your privacy is a top priority at Upromise. We want you to understand how we handle the personal information about you that we may obtain, and how we may and may not share it. This statement covers all of our information handling practices for Upromise, Inc. and its subsidiaries, including Upromise Investments, Inc. and Upromise Investment Advisors, LLC, for the benefit of current and past customers. Please also see our separate statement, <u>Privacy of Upromise Rewards Service</u>, for additional information about our practices relating to our Rewards service.

Information We May Obtain.

As part of providing you products or services, we may obtain personal information from the following sources:

- Information you provide to us on applications and other forms, that you otherwise enter
 on our web site, or that you provide to us in writing or by telephone, such as when you
 contact our customer service staff. This information may include items such as your name,
 address, telephone number and social security number. In addition, please see Use of
 Cookies and other Technologies below for information we receive automatically when
 you visit our web site.
- Information from your transactions with us, our affiliates or nonaffiliated third parties such as account activity and your purchase information in our Rewards service.
- Information from third parties, including public sources, such as verification services
 and consumer reporting agencies (to comply with regulatory requirements, ensure the
 accuracy of data and prevent fraud, for example), or from other sources (such as fromother
 institutions like a bank or broker you use to transfer funds into a Upromise account, or
 public sources).

We use the information we obtain in order to develop, offer and deliver our products and services, to offer products and services of our affiliates, participating companies, marketing partners and other companies, to process transactions in your accounts, and to fulfill legal and regulatory requirements.

Please note that information you voluntarily include in bulletin boards, chat rooms and other online forums, such as the Upromise Community, may be viewed and used by anyone with access to those forums. Upromise is unable to control any use of such information.

Sharing Information With Our Affiliates

As a subsidiary of SLM Corporation, commonly known as Sallie Mae, our affiliates are the family of companies controlled by SLM Corporation. Our affiliates include, among others, Sallie Mae, Inc., Upromise Investments, Inc., Upromise Investment Advisors, LLC, Student Loan Funding Resources, Nellie Mae Corporation, Southwest Student Services Corporation, Student Loan Finance Association, Academic Management Services Corp., SLM Financial Corporation, and Sallie Mae Bank. Our affiliates offer a broad range of products and services including education loans, private loans, mortgage loans, 529 college savings plan administrative services and debt collection services. By sharing your personal information with our affiliates, we and our affiliates can better understand and meet your college savings and other needs by letting you know about products, services and promotional offers in which you are most likely to be interested. For example, if you have a Rewards account that has accumulated sufficient funds, you may be interested in opening an account with the Upromise College Fund, or if you have a high school student, you may be interested in learning more about Sallie Mae student loans.

Unless you tell us not to, we may share with our affiliates all of the information we obtain about

you. If you prefer that we not share with our affiliates consumer report information about you that we may receive from third parties, you may direct us not to do so by sending us an email at <u>customercare@upromise.com</u> containing your name, address, account number and request, or by calling the following toll free number: 1-800-877-6647. Please be aware that we may continue to share any other information as permitted by law.

Sharing Information With Nonaffiliated Third Parties

Information about our customers is an important part of our business. We do not share your personal information with nonaffiliated third parties except as permitted or required by law, including as provided below:

- Agents and Service Providers. In order to provide our products and services, we may share personal information about you with agents and service providers to perform functions on our behalf, such as to send email and postal mail, analyze data, provide marketing services, process applications and credit card payments, and service accounts. We contractually obligate these service providers to access and use personal information only as needed to perform their functions and for no other purposes.
- Financial Services Providers. In order to make certain financial products available to you (for example, credit cards, loans or insurance), we sometimes enter into marketing agreements with nonaffiliated financial institutions that offer those products. We select the financial institutions we work with very carefully. Generally, we provide these entities with only customer contact information. For some products, we might also provide them limited additional information. These entities are permitted to use the information we give them only for the specific products being offered under our contract. If you prefer that we do not share your information with nonaffiliated financial institutions so that they may market their products and services directly to you, you may opt-out of that information sharing by sending us an email at customercare@upromise.com containing your name, address, account number and request, or by calling the following toll free number: 1-800-877-6647. You may also opt-out of that information sharing by updating your Upromise account member profile opt-out preferences on our website to opt-out of receiving communications from our participating companies.
- Protection of Upromise and Others. We may disclose personal information about you to third parties when we believe such disclosure is appropriate to comply with a legal requirement, such as a law, regulation, court order, subpoena or search warrant, or in the course of a legal proceeding. We may also disclose personal information as we believe appropriate to enforce or apply our rights under our agreements with customers, to protect the rights, property or safety of Upromise, our customers and others, including exchanging information for fraud protection and credit risk reduction.
- Business Transfers. If there is a change of control in Upromise's business (whether by merger, sale, or otherwise), its customer information could be sold as part of that transaction and your personally identifying information potentially could be used by the purchaser. Notice will be posted on the website so that you are aware of this change of control.

Upromise does not share member information with nonaffiliated, non-financial institutions to enable them to market their products and services directly to you. Occasionally, we engage third party service providers in the business of facilitating communications to send you information from certain participating companies, but only subject to strict confidentiality provisions that prohibit those third parties from providing your personal information to the participating companies. If we ever make the decision to share member information with nonaffiliated third parties other than financial institutions as described above so that they may market their products and services directly to you, we will notify you ahead of time, and you will have the opportunity to opt-out of that information sharing.

Use of Cookies and other Technologies

Our web servers place and read "cookies" on our site's visitors' web browser for a variety of purposes. Cookies are small data files that are stored on an Internet user's web browser by a web server. One important use of cookies is to help identify you while you are logged in to the Upromise site. Consequently, if your browser does not accept session cookies, you will be unable to enroll or log in to our service using our site. You will, however, be able to browse our site as a visitor. The information Upromise collects from cookies and web server logs is used to administer the web service and customize information you receive when visiting our site. Upromise may also use and share aggregate information from cookies and web server logs to analyze and improve our web service offerings. This information does not identify individual visitors or customers.

As is true of most web sites, we gather certain information automatically and store it in log files. This information includes the internet protocol (IP) addresses, browser type, internet service provider (ISP), referring/exit pages, operating system, date/time stamp, and clickstream data. We use this information to analyze trends, to administer our web site, to track users' movements around the web site and to gather demographic information about our user base as a whole. We, certain third parties who host portions of our web site, and certain advertising affiliates or others employ cookies and/or small pieces of code known as "web beacons" or "clear gifs" that, on an anonymous basis, count users that have visited a page that contains these web beacons. We use web beacons to help us better manage content on our site and to determine which content is effective. In addition, third party advertising affiliates and others may use web beacons to help us track the effectiveness of our advertisements placed on third party web sites. Web beacons on our site are not used to collect personally identifiable information about our customers. Finally, we use web beacons in our HTML-based emails to let us know which emails have been opened by recipients so that we may gauge the effectiveness of our communications. If you would like to opt-out of these emails, please see "Choices Regarding the Receipt of Marketing Messages."

If you have not opted-out of receiving marketing messages from us about our products and services, we may use information from our log files, cookies or web beacons to help us make those communications more useful or interesting to you.

One of our third party service providers that uses these technologies to assist us in tracking site usage is Coremetrics. As a result of your accessing our site, Coremetrics may on our behalf collect information about you. This service allows us to better provide our product or service to you. Coremetrics does not have the right to use the information they receive beyond what is necessary to assist us. For further information, including how to opt out, consult Coremetrics' privacy policies at: www.coremetrics.com/info_eluminate2.html.

Choices Regarding the Receipt of Marketing Messages

You may choose whether and to what extent you receive marketing messages from Upromise about products and services offered by Upromise or third parties. You may also choose whether and to what extent you receive marketing messages from our participating companies based on our information. If you do not wish to receive any of these marketing messages, you may opt out. And we offer you choices, so that you may elect to receive offers that are of interest to you in the ways you wish. If you do not wish to receive marketing messages, you may opt out by sending us an email at customercare@upromise.com containing your name, address, account number and request, or by contacting a customer service representative at 1-800-877-6647. You may also optout of receiving marketing emails from Upromise and marketing messages from our participating companies, by updating your Upromise account member profile opt-out preferences on our web site. We reserve the right to send you specific administrative notices that are required by law, regulation, or as needed to service your account. In addition, our participating companies reserve the right to contact you using information from sources other than Upromise.

Security of Your Personal Information

Upromise is committed to earning and keeping your trust. We understand the need for our customers' personal information to remain secure and private, and we have implemented policies and procedures designed to safeguard your information. The only Upromise employees who are authorized to see your personal information are those who need it as part of their jobs.

Please remember that you also play a valuable part in data security. You should never share your Upromise password with anyone. If you feel your password has been compromised, you should change it immediately. After you have finished using our site, you should log out of your Upromise account and exit your browser so that no unauthorized persons can use our site under your name and account information.

Collection of Information from Children.

None of Upromise's products or services are intended for purchase by children. Accordingly, Upromise does not knowingly collect, either online or offline, personally identifiable information from children under the age of 13.

State Laws

In addition to the rights described in this policy, please note that you may have additional rights under state law. For example, if your address on file with us is a California address, we will not share personal information about you with a financial institution with whom we have a joint marketing relationship unless we provide you the required notice under California law and you do not opt-out of that information sharing. In addition, if your address on file with us is a Vermont address, we will not share consumer report information about you with our affiliates unless you expressly consent to that information sharing.

Changes to This Privacy Statement

If we materially change this statement or our information-handling practices as described in this statement, we will notify you by email and/or through a notice on our web site at least 30 days prior to their implementation.

Privacy of Upromise Rewards Service

What information does Upromise collect, and why?

Enrollment Information. To set up your membership with the Upromise Rewards service, you will need to provide certain contact information, such as your name, mailing address, email address, phone number, username, and password. This information will also allow us to contact you about new college savings opportunities, unless you opt out of receiving these messages.

Purchase Information. As a Rewards service member, you can save for college by shopping with our participating companies. We may require additional information in order to keep track of and collect your contributions. For example, if you use a credit card to make a purchase, we may use your credit card number to identify the transaction. A phone company might require your telephone number, while an airline might require your frequent flyer account number. To take part in our grocery service, you may need to provide a grocery loyalty card number. In order to keep track of and collect your contributions, Upromise collects from some participating companies, grocery retailers or third party processors details of your transactions such as the date and amount of your transaction.

Rewards Account Information. We will maintain records to keep track of the contributions you earn from your purchases with our participating companies. You can use our website to view your Rewards service account balances and recent account activities, update your account profile, establish college savings goals, add new future college students, or contact a customer service representative.

Student Information. In order to link an eligible investment account or student loan account to the Rewards service so that we may direct your savings from your Rewards service account to the investment or student loan account you will need to provide certain information about the students or future students for whom you are saving such as the name, date of birth and social security

number of the student and the account number of the investment or loan account. You can also personalize your Rewards service account to reflect your progress toward achieving your personal college savings goals by providing additional information about your future college students, such as when they anticipate starting college and whether they plan to attend a public or private institution. We may use this information to contact you about college savings opportunities, unless you opt out of receiving these messages.

Investment Account Information. When you open an investment account, the investment manager is required by law and by industry regulations to obtain certain personal information before creating your investment account. We and our investment manager partners will share certain personal information (such as your or your student's social security number or address) and demographic data with one another to facilitate the application process and monthly processing, and to comply with applicable law. This sharing of information is required to manage your account. Additionally, we may use this demographic information (such as your future college student's date of birth) to contact you about relevant college savings opportunities, unless you opt out of receiving such messages.

Family and Friends Network Information. You may use our Tell-a-Friend service to notify your family and friends about Upromise by providing their names and email addresses. You can also increase your college savings through Upromise by creating a savings network of family and friends that directs a portion of its Upromise savings to your future college students.

Upromise will automatically send a one-time email inviting your family and friends to visit Upromise. We store the information for the purpose of sending these emails and to measure overall response rates to these services. Your family and friends may contact us to request that their information be removed.

Family and friends who contribute to your future college students' investment accounts will receive confirmation of the name and age of each future college student for whom they are saving.

How does Upromise use my information?

Management of Your Account. When you become a member, we use your contact and transaction data to manage your account.

Use of Third Parties for Fulfillment Purposes. We may use certain third parties to provide marketing and administrative services, such as keeping track of your purchases, analyzing data or delivering special college saving offers to you on our behalf or on behalf of our participating companies. Third parties may also be used to help us administer our grocery, dining, travel and other rewards programs. In order to obtain these services, we may need to share certain personally identifiable information about our members. However, these third parties will be bound by legal agreements to not use or disclose the information we provide them for any purpose other than to perform the requested service.

On occasion, contests, sweepstakes or surveys on our web site may be co-sponsored by Upromise and another company, or may be sponsored by companies other than Upromise. Some or all of the data collected through these contests, sweepstakes or surveys may be shared with the sponsor(s) or companies indicated on the entry form or in the applicable rules.

Notification About Products and Services. We offer you the chance to maximize your Upromise membership through opportunities made available to you on our site and, unless you opt out of receiving them, through email, mail, and telephone messages. We may use information about you to provide you offers tailored to your interests. Sometimes, we send offers to selected groups of members on behalf of our participating companies and/or affiliates. Occasionally, we engage third parties in the business of facilitating communications to send you information from certain participating companies, but only subject to strict confidentiality provisions that prohibit those third parties from providing your personal information to the participating companies. In addition, unless you opt-out, we may share your information with nonaffiliated financial institutions with whom we have a marketing relationship so that those participating companies may market to you the specific products being offered under our contract with them. If you do not want to receive any of these marketing communications, you may opt out of receiving them.

Use of Information from Third Parties. We may obtain information about you from our participating companies and other third parties in order to provide you with college savings opportunities tailored to your interests. You may opt out of receiving these offers by updating your account profile at any time on our website, or by contacting a customer service representative at 1-800-877-6647. We may also use information obtained from our participating companies and other third parties in conjunction with member account and enrollment information for analytical and audit purposes.

Use of Non-Personally Identifiable Information. We may also provide aggregated, non-personally identifiable information about our members and their future college students to third parties for audit, marketing and other purposes. Because aggregated data is not associated with any particular person, these third parties will not have access to any personally identifiable information about you or your future college students.

What are my choices regarding the receipt of marketing messages?

We reserve the right to send you specific administrative notices that are required by law, regulation, or as needed to service your account. You may choose whether or not to receive messages from Upromise and our participating companies that may better suit your interests based on your preferences and transaction history. If you do not wish to receive these messages from Upromise and/or our participating companies, you may opt out by sending us an email at customercare@upromise.com containing your name, address, account number and request, or by calling the following toll free number: 1-800-877-6647. You may also opt-out of receiving marketing emails from Upromise and marketing messages from our participating companies by updating your Upromise account member profile opt-out preferences on our web site. Our participating companies reserve the right to contact you using information from sources other than Upromise.

How can I access and update my Upromise data?

You may access and update information stored in your account profile by visiting the Upromise site. Please keep your contact, account, and preference information up-to-date. Doing so ensures that your contributions are properly tracked and received. It also helps us inform you of new participating companies who may help you boost your college savings.

What about links to other sites and participating companies' use of information? Through our various online offerings, we may provide links to third-party websites, such as those of our participating companies or your investment manager. Each of these sites may have separate privacy and different data-collection practices from Upromise, and we are not responsible for the actions or practices of these third parties, nor for the content on these sites. We encourage you to review the privacy policies of their sites. In addition, our remindU service and the Personalized Offers feature of the Upromise Toolbar are provided by third parties, which also have separate

Offers feature of the Upromise Toolbar are provided by third parties, which also have separate privacy policies and data-collection practices which can be accessed when you down-load the remindU and Upromise Toolbar software. To learn more about privacy and the Upromise Toolbar, please read the Toolbar Privacy Statement. Finally, please remember that when you shop or do any other business with any of our participating companies, any information you provide to them is subject to their own privacy and data collection practices, for which Upromise is not responsible.

What is TRUSTe and why is it so important?

Upromise, a wholly-owned subsidiary of Sallie Mae, is a licensee of the TRUSTe Privacy Program. TRUSTe is an independent, non-profit organization whose mission is to build users' trust and confidence in the Internet by promoting the use of fair information practices. TRUSTe has agreed to review the practices of www.upromise.com because this website wants to demonstrate its commitment to your privacy. Please note that the TRUSTe program does not cover the privacy practices of Upromise, Inc. affiliates. Please also note that the TRUSTe program covers only information that is collected through this website, and does not cover information that may be collected through software downloaded from the site.

If you have questions or concerns regarding this statement, you should first contact Upromise (see below). If you do not receive acknowledgment of your inquiry or your inquiry has not been satisfactorily addressed, you should then contact TRUSTe. TRUSTe will then serve as a liaison with Upromise to resolve your concerns.

How do I contact Upromise about this Privacy Statement?

If you have any questions about this privacy statement, our information-handling practices, or other aspects of privacy at Upromise, please <u>contact us</u> by email or at Upromise, Inc., Customer Care - Privacy Policy Issues, 95 Wells Avenue, Suite 160, Newton, MA 02459.

Last Updated 6-12-08

Upromise Security Statement

Our members' security and privacy are critically important issues for Upromise. We are proud of the innovations we have made to protect your data and personal identity throughout the Upromise service.

Upromise protects your data by:

- Monitoring for intrusion attempts 24 hours a day, 7 days a week;
- SSL, Data, and Password encryption technology;
- Firewalls and systems monitoring;
- Security audits and inspections by leading security firms.

How Does Upromise Protect Your Security?

The security of your personal information, transactions and savings is our priority at Upromise. Using the Secure Sockets Layer protocol (SSL), Upromise automatically encrypts your sensitive information in transit from your computer to ours. Once your information reaches us, it resides on servers that are configured for maximum security and are continuously monitored for unauthorized changes. Upromise security architecture and security procedures are audited and inspected by industry leaders specializing in security processes and technologies.

How Can You Help Upromise Protect Your Security?

Username and Password

Choose a password that will be difficult for others to guess. Do not use obvious or easily accessed data such as your name, initials, Social Security number, mother's maiden name, phone number, address, family birthdays, family names, pets, or any combination of the previous. We emphasize the importance of choosing a unique and secure password to help ensure your protection. Upromise will never contact you to solicit your username or password. Never provide them to anyone.

Close Your Browser When Finished

After you have finished your session with Upromise, log out and close your browser to erase information that may have been stored on your computer during your session. Any information you entered during your session may be temporarily stored in the memory storage area of your computer until you close the browser. Logging off and closing your browser will clear this temporary storage area from your computer.

Verify authenticity of emails

Never click on a link in an email if you are unsure of its origins, especially if the email asks for personal or financial information. If you have any doubt about the authenticity of an email from Upromise, simply open a new Web browser, type in http://www.upromise.com, log in to your Upromise account safely and securely and then perform the requested activity.