

READYONE CODE OF CONDUCT

The ReadyOne Code of Conduct is the code by which we put our core values into practice. Our core values are simple: Be honest, respectful, and responsible.

This Code of Conduct is not merely a set of rules for specific circumstances but an intentionally expansive statement of principles meant to guide all our actions. We expect all our employees, temporary workers, consultants, contractors, officers and directors to study these principles and do their best to apply them to any and all circumstances which may arise.

Please read this Code of Conduct, and then read it again. Remember that the specifics of this Code of Conduct will change, but our core values will not change. Finally, always bear in mind that each of us has a personal responsibility to do everything we can to incorporate these principles into our work and our lives.

1. Legal Compliance: ReadyOne is committed to complying with all governmental laws, rules and regulations in all its operations. Because violations of laws can result in civil damages, criminal penalties and fines for ReadyOne, you must avoid any activity that involves or could lead to the involvement of ReadyOne, its assets or its directors, officers, employees or contractors in any unlawful practice. You are personally responsible to acquaint yourself with the laws, rules and regulations applicable to your duties and responsibilities and to conduct yourself accordingly. You are also expected to acquaint yourself with industry standards and regulations applicable to your duties and responsibilities and to perform your duties and responsibilities in accordance with those standards and regulations.

2. Ethical Compliance: Over and above the strictly legal aspects, you are expected to observe the additional standards of business and personal ethics specified in this Code of Conduct and to conduct yourself in a manner that would not be an embarrassment or detriment to ReadyOne.

3. Communication: All internal and external corporate communications shall be accurate and complete. Only persons who have been specifically assigned the responsibility to make public communications on behalf of ReadyOne may do so.

4. Fair Dealing: You should endeavor to deal fairly with all parties, including ReadyOne's customers, suppliers, competitors and employees. You must not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice.

5. Confidential Information: You may have access to information not generally known the general public ("Confidential Information") as a consequence of your employment with ReadyOne. Confidential Information includes information regarding ReadyOne's financial and accounting books, reports and records, products, methods, designs, inventions, processes, directors, officers, employees, contractors, services, suppliers, and related matters. You must

protect all Confidential Information you have access to, including any Confidential Information discovered or developed by you during your employment with ReadyOne. The unauthorized use or disclosure of Confidential Information is prohibited. You may disclose Confidential Information within ReadyOne only on a need-to-know basis. You may only disclose Confidential Information outside ReadyOne when, as determined by the Board, the disclosure is required by law or necessary to further ReadyOne's business interests. Additionally, you must fully comply with both the spirit and the letter of all laws and regulations protecting the rights of others to their Confidential Information.

6. Conflicts of Interest: You must avoid any relationships, transactions or arrangements (collectively, "Arrangements") that would impair your independence of judgement and effect your ability to act in ReadyOne's best interests. You must disclose to the Board any Arrangements that appear to create a conflict of interest. For example, you may have a conflict of interest (a) when your private interest interferes, or appears to interfere, with ReadyOne's interests as a whole; (b) when you take actions or have interests that may make it difficult to perform your work for ReadyOne objectively and effectively; or (c) when you or a relative receives improper personal benefits as a result of your position in ReadyOne. The Board will decide whether the Arrangement you disclosed is a conflict of interest that requires a waiver of this Code of Conduct, termination of the activity or disciplinary action. If you have any question whether a particular Arrangement you are about to enter into may create a conflict of interest, you should request the Board's approval before you enter into that Arrangement. Additionally, if applicable, you must comply with ReadyOne's Conflict of Interest Policy for certain transactions or arrangements covered by that policy.

7. Gifts and Gratuities: You must not accept gifts, gratuities, entertainment and similar favors if offered, or if apparently offered, to try to cause you to perform an act that is not in ReadyOne's best interest or if your acceptance would place you under an obligation to the provider. If you accept or pay kickbacks or bribes that are in any way related to the performance of your duties for or on behalf of ReadyOne, you will be in violation of this Code of Conduct.

8. Corporate Opportunities: You are prohibited from (a) taking for yourself opportunities that are discovered through the use of ReadyOne's property, information or position; (b) using ReadyOne's property, information, or position for personal gain, and (c) directly or indirectly competing with ReadyOne.

9. Protection and Proper Use of Corporate Property: You are charged with safeguarding corporate property and ensuring its efficient and proper use.

a. Property: You must use all corporate assets for legitimate business purposes. The unauthorized personal use, borrowing or removal of corporate property is prohibited. You must not give away, sell, trade or otherwise dispose of corporate property without proper authorization.

b. Records: If you prepare, maintain or have custody of ReadyOne's records and reports, you should exert your best efforts to see that these documents are: (i) accurate and

complete and clearly reflect ReadyOne's assets and transactions; (ii) safeguarded from loss or destruction; and (iii) maintained in confidence.

c. Political Contributions: You may not directly or indirectly use any funds or other assets of ReadyOne for political contributions in any form (including gifts, entertainment, services or use of facilities).

10. Harassment and Discrimination: ReadyOne is committed to maintaining a work place free from illegal discrimination, intimidation, harassment, and retaliation. You are expected to do your utmost to promote a respectful workplace culture that is free of illegal discrimination, intimidation, harassment, and retaliation. If you know of a situation in which you feel these conditions are not being met, you should immediately report the situation to your supervisor.

11. Safe Work Place: ReadyOne is committed to maintaining a safe work place. You are expected to follow the standards that have been established by ReadyOne for wearing personal protective equipment. Please report unsafe conditions or any accidents, no matter how minor, to a supervisor.

12. Alcohol, Drugs and Weapons: You may not use alcohol or unlawful drugs or possess weapons while on ReadyOne's property. As a condition of your employment, ReadyOne reserves the right to search and inspect, at any time and without notice, any of your belongings that are in or on ReadyOne's premises, vehicles or other property for alcohol, unlawful drugs and weapons.

13. Electronic Mail and Internet Use: You must use ReadyOne's electronic mail and internet access responsibly at all times. Your limited personal use of electronic media is acceptable, as in the case of personal telephone calls, but only when you use it responsibly and do not abuse the privilege. You may not use electronic media to transmit, retrieve, store, or access any communications that are, in purpose or effect, discriminatory, harassing, or derogatory to any individual or group; obscene, defamatory or of a threatening nature; a misuse of confidential or proprietary information; or for any purpose which is illegal, against corporate policy or contrary to ReadyOne's best interest. ReadyOne reserves the right to monitor, review and disclose electronic mail as it deems appropriate without your consent. Additionally, you are prohibited from illegally copying software or other copyrighted material.

14. Whistleblower Policy: If you become aware of or have a reasonable good faith belief that this Code of Conduct has been violated or ReadyOne's internal controls, auditing functions, accounting systems, compliance or governance policies have otherwise been compromised or threatened, you should report your concerns immediately in accordance with ReadyOne's Whistleblower Policy without fear of dismissal or retaliation of any kind. ReadyOne will not tolerate retaliation, whether direct or indirect, against you for making a good faith report in accordance with the Whistleblower Policy or for cooperating with an investigation of a report.

Adopted December 12, 2006
Amended September 14, 2007

Amended September 14, 2007