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Chicago, IL 60606 US

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Kurt J. Pritz  
Senior Vice President, Services  
ICANN  
4676 Admiralty Way, Suite 330  
Marina del Rey, CA 90292 US

6/17/2009

Dear Kurt,

I am writing on behalf of RegistryPro which operates the .PRO top-level domain (TLD) under an agreement with ICANN 3 May 2002 (the Registry Agreement). This letter constitutes RegistryPro's formal request to amend Section 3.14 of the Registry Agreement, the fees it pays to ICANN which this calendar year will be \$121,900.

The .PRO TLD currently has nearly 36,000 registrations and we feel the number will continue to increase if RegistryPro is better positioned to invest in various growth strategies that might make .PRO names more accessible to the community. However, the current fee structure is burdensome given the size of the TLD and is disproportionately high compared to the fees other registries pay to ICANN. A lower fee would enable the registry to invest in marketing and branding initiatives that will make us competitive with other similarly sized registries. Further, resources that would be available for these new initiatives would enable RegistryPro to continue to grow in its ability to answer to the demands of the community of registrars (e.g., promotions and end-user marketing campaigns, etc.), potential registrants and ICANN.

The current .PRO Registry Agreement is due to expire on 27 May 2010. RegistryPro expects that during the term of the renewal agreement that fees will come into line with those in the current draft base agreement for new gTLDs.

RegistryPro proposes to amend Section 3.14 with the following provisions:

“Registry Operator shall pay ICANN a Registry-Level Fee equal to (i) the Registry Fixed Fee of US\$2,500 per calendar quarter and (ii) the Registry-Level Transaction Fee. The Registry-Level Transaction Fee will be equal to the number of annual increments of an initial or renewal domain name registration (at one or more levels, and including renewals associated with transfers from one ICANN-accredited registrar to another, each a “Transaction”), during the applicable calendar quarter multiplied by US\$0.20, provided, however that the Registry-Level Transaction Fee shall not apply until and unless more than 50,000 domain names are registered in the TLD and shall apply thereafter to each Transaction.”

The proposed change does not have any impact on the security or stability of the registry or the DNS, and the proposed changes do not impact the registry-registrar provisioning system or Whois.

RegistryPro requests that ICANN approve this change as quickly as possible.

Yours truly,

Catherine Sigmar

Cc: Craig Schwartz

Enc: Proposed Draft Amendment

Amendment No. 5 to the .PRO Registry Agreement

ICANN and Registry Services Corporation agree that the following modification is made to the .PRO Registry Agreement:

[Old Text]

Fee Caps. The Fixed Registry-Level Fee Cap shall be US\$80,000 per year until and including 30 June 2002; shall automatically increase by 15% on July 1 of each year beginning in 2002; and may be increased by a greater amount in the manner provided by Subsection 4.3 The sum of the Fixed Registry-Level Fees and the Variable Registry-Level Fees due to be paid in any year ending on any 30 June during or within one year after the Term of this agreement by all TLD sponsors and registry operators having sponsorship or registry agreements with ICANN shall not exceed the Total Registry-Level Fee Cap described in the following sentence. The Total Registry-Level Fee Cap shall be US\$5,500,000 for the fiscal year ending 30 June 2002; shall increase by 15% each fiscal year thereafter; and may be increased by a greater amount in the manner provide by Subsection 4.3.

[New Text]

Fee Caps: Registry Operator shall pay ICANN a Registry-Level Fee equal to (i) the Registry Fixed Fee of US\$2,500 per calendar quarter and (ii) the Registry-Level Transaction Fee. The Registry-Level Transaction Fee will be equal to the number of annual increments of an initial or renewal domain name registration (at one or more levels, and including renewals associated with transfers from one ICANN-accredited registrar to another, each a "Transaction"), during the applicable calendar quarter multiplied by US\$0.20, provided, however that the Registry-Level Transaction Fee shall not apply until and unless more than 50,000 domain names are registered in the TLD and shall apply thereafter to each Transaction."

The parties have duly executed this Amendment as of the date first written below.

THE INTERNET CORPORATION  
FOR  
ASSIGNED NAMES AND NUMBERS

By: \_\_\_\_\_

Name: Kurt J. Pritz

Title: Senior Vice President, Services

Date:

REGISTRY SERVICES  
CORPORATION

By: \_\_\_\_\_

Name: Catherine Sigmar

Title: General Manager

Date: