

Business Plan

**ShareMyBiz,
Inc.**

*Where Ideas Become
Wealth*



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<i>Signature</i>	<i>Date</i>
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I. Executive Summary

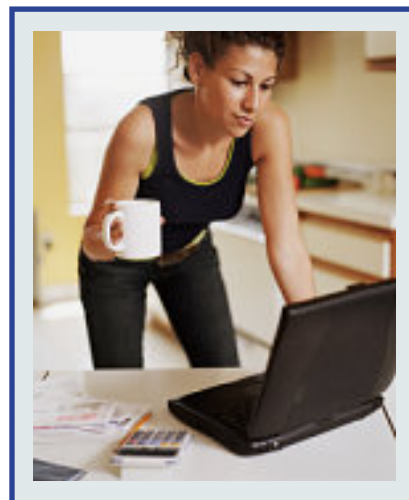
Introduction

ShareMyBiz, Inc. (SMB or the Company) SMB, is an integrated social and business networking site that allows people worldwide to earn wealth online. It combines the power of social networking with the ability to earn wealth in an intuitive, friendly and easy to use environment that utilizes the best that the Internet has to offer. The Company's aim is to allow people to share and sell culturally enriching digital information that they or someone else has created such as music, video, art, or e-books.

Membership in SMB is free to any Internet user worldwide without prejudice to nationality, age, intelligence, race, or economic means. Even people without an address, idea, credit card, or bank account will be allowed to fully participate. The Company is poised for rapid and profitable growth as it prepares to launch its site and begin acquiring members. **It already has a current pledge of over 1.3 million active users** whom wish to use the ShareMyBiz platform for their unique affinity community

Unique Business Model - SMB has a very unique business model. Members actually profit from networking activities such as sharing information, posting pictures, music, videos, and creating blogs. The site offers multiple revenue generating models in one integrated system, providing a location where money-making takes just two steps. Our proven and successful online revenue models combine Affiliate Marketing, Portal Applications, Peer-to-Peer Commerce, and Social Networking.

Huge Market Size - There are over one billion online users around the world and the number continues to grow. Every one of these users will have the ability to create wealth from their computer by using the SMB website. The Company expects the site to attract millions of users in a short period of time. They will come from other networking websites such as at *MySpace*, *YouTube*, *Flickr*, et.al. Additionally, any individual who is looking to earn wealth via the World Wide Web will potentially become part of SMB.



The Power of Social Networking - As individuals experience success with SMB they will also be connecting to a network of their friends, who will connect their friends and so on. With the array of choices for making money, such as owning a unique e-business, contests, or ad revenue the SMB model offers something for everyone in today's global

online economy. In addition, it is free to join and members can choose to be anonymous just like at *MySpace*.

An Array of Money Earning Features - To attract current social network members and Internet users, the SMB website has easy to use features that are guaranteed, when applied properly, to produce income without needing start-up capital. Teens, professional adults, grandparents and business entrepreneurs from around the world can create revenue by becoming a member and automatically receiving their own ready-to-go account with an array of features. These include:

- A free *ShareMyBiz* web store
Members can promote and sell their own products to other members and to the public directly. They can also post fun social news to communicate with others.
- A catalog of over 20 million products
Members can choose any of these products to sell on their *ShareMyBiz* web store. Comprised primarily of a number of successful, proven affiliate programs and members' digital products, members will earn a commission on each sale.
- Advertising space on their *ShareMyBiz* web store
Members receive a portion of the advertising revenue generated from their site. This means that members will still earn revenue even if they never sell a thing and simply network with friends.
- Click-4-Cash Program
Revenue earning program
- A Super Wealth Building Program
- Automated Merchant and Payment Processing

Simple and Easy to Use Site - One of SMB's primary goals is for the site to be simple, user-friendly, and easy to navigate. Some of the easy to use features include:

- Free *ShareMyBiz* domain with ready-to-go store, no HTML required – just click
- Free add-ons such as blogs, contests, video/audio viewer, and more
- Free newsletter and email updates; members create their own newsletter
- Free powerful marketing portal application tools
- Built in "Supermall" affiliate program to click n' choose products to sell
- Automated merchant and payment processing
- Real time display of earned funds in a private, audited escrow account
- A "private back-office community" where members may utilize value added goods, services, and software applications from strategic community partners

- Zero start-up costs for the member

SMB is perfect for the first time online entrepreneur or those already online who wish to expand their business. The Company is focused on generating viral behaviors among users. By enabling users to profit from what they might currently be doing for free (sharing information in the form of music, pictures, blogs, etc.), SMB is sure to have an instant winning website and business.

In its first twelve months, the Company will acquire 98 million members. This will generate revenue of \$245 million in that twelve month period. By its fifth year of business, SMB will achieve over \$6.68 billion in revenues and more than \$3.78 billion of net income.

The Market Opportunity

Global e-commerce continues to grow by leaps and bounds. This is particularly true outside the US as more people become familiar with online commerce. In an October, 2005, release, ACNielsen reported that more than 627 million people have shopped online, including over 325 million in September 2005 alone. Internet spending for the US alone hit \$143.2 billion for 2005 according to data from Comscore Networks. Europe and North America (both at 85%) have the highest number of online shoppers. Germany, Austria and the UK top the list, with at least 95 percent of Internet users having purchased online. In the U.S., 89 percent have made an online purchase.

Recent e-commerce studies show an upward trend in global online shopping. David Boyd, vice president of Internet Industry Research at ACNielsen has stated,

“While there is growth in nearly all global markets, the lesser developed markets are maturing faster than many of their more developed counterparts. It will not be long before we have a nearly level playing field across the globe.”

Social networking sites are adding to this leveling of the global playing field. Examples of user generated sites include *Napster, eBay, Flickr, YouTube, and FaceBook.*

Out of the existing 1+ billion Internet users, approximately 400 million are disenfranchised. This large section of users have access to a computer, but are unable or unwilling to participate in e-commerce for reasons such as lack of a credit card, funds, age, or due to personal security concerns. These users are actively seeking an opportunity to participate in global e-commerce.

In terms of conceptual and feature richness, existing social networking sites pale in comparison to the SMB design, which has integrated all of the functionalities offered by all of these websites, and more, into a single user interface.

The demand for creating wealth will increase worldwide creating a new global economy on the Internet. SMB has an excellent opportunity to become a significant player in this

global economy by integrating a wealth of services while offering:

- Anonymity
- Social Networking
- Affiliate Marketing

Business Model

SMB is a combination of applications and websites. It takes all the best of the Internet and integrates it into a single user interface. The interface provides each member with an anonymous account that provides an array of money-earning and social networking features. Success comes from combining automation with integration.



Members earn money from the sale of products or services on their user generated website. These can be their own products/services, other members' products/services or products from the SMB catalog. Once members earn into their accounts by activities on the site, they will have the option to purchase anonymously with the earnings in their account. Visitors to the site can also effect anonymous purchasing through the use of various reliable online gold exchangers such as E-Gold, Crowne-Gold, E-Bullion, and the like.

The Company earns money in three ways:

1. The sale of BizPaks to members:
A BizPak is a package (bundle) of four separate digital works (products), selected from a catalog of published materials and marketed as a single unit.
2. On the each sale of member goods or services
3. Affiliate and advertising revenue

The Company will market through a variety of traditional methods. It will launch its site in strategic partnership with the World Peace One broadcast set for August 2007, a 24 hour global TV, radio, and Internet event that is expected to reach 3 billion people. The follow up marketing will focus on strategic alliances with online edutainment resources. In addition, the Company has designed a multi pronged initiative including guerrilla, viral, and conventional marketing techniques.

Services and Products

SMB provides a range of products and services to its members. These are all provided anonymously and include:

1. User-generated website where members can share information and be paid on any sales of their own or other members' offerings from that site.
2. Product Registry for members to place items in the catalog on their *ShareMyBiz* store.
3. Affiliate program where the members are paid to market other members items from their SMB website "SuperMall", both parties are paid each time a transaction/sale is completed.
4. Distributive marketing option for digital products based on a straight "chain" compensation model; thereby automatically paying exponential returns. This is particularly significant because of how quickly it redistributes wealth, builds wealth in member's accounts, grows the Company's membership since each sale to a non-member creates a new member, and provides a economic motivation for viral marketing behavior.
5. A Communications Manager with e-mail, Skype like application, chat, video, and marketing applications.
6. P2P and B2B selling or purchasing of items.
7. Escrow functions to protect the integrity of transactions.
8. 3rd Party Payment Processing for holding, trading, transferring, or conversion of member earnings.
9. A private system for the resolution of disputes between members.
10. Free, powerful, easy to use marketing tools for members.

Growth Opportunity

The Company's growth opportunities are fantastic. First and foremost is to launch the website globally in August of 2007. Utilizing the Worldwide Peace Event and the already committed 1+ million users, word of the ShareMyBiz website will spread rapidly.

As SMB members interact with other members and with non-members, membership will grow very quickly. The Company will continue to market to the billion-plus Internet population using a wide array of viral and traditional marketing techniques.

Financial Projections

SMB's financial projections show that the Company can utilize the requested funding to catalyze its growth efforts. The Company projects a steady growth with significant net income over the next five years as its business plan is implemented.

Five Year Projections (\$1,000's)					
	Year 1	Year 2	Year 3	Year 4	Year 5
Revenues	\$245,412	\$2,653,731	\$3,146,629	\$5,164,867	\$6,682,318
COGS	\$0	\$0	\$0	\$0	\$0
Gross Profit	\$245,412	\$2,653,731	\$3,146,629	\$5,164,867	\$6,682,318
Total Expenses	\$15,740	\$200,275	\$311,100	\$424,800	\$530,300
Operating Income	\$229,672	\$2,453,456	\$2,835,529	\$4,740,067	\$6,152,018
	94%	92%	90%	92%	92%
Net Income	\$137,078	\$1,473,017	\$1,724,523	\$2,893,653	\$3,785,050
	56%	56%	55%	56%	57%
Change in Cash	\$147,435	\$1,492,131	\$1,768,450	\$2,956,491	\$3,866,355
Revenue Growth		1081%	119%	164%	129%
CapEx as % Revenue	3.9%	0.0%	0.0%	0.0%	0.0%

Financial Needs and Use of Funds

The Company is seeking a \$10.25 million equity investment to execute this business plan. SMB intends to use these funds primarily for programming, capital expenditures, sales, marketing and staffing expenses. Remaining funds will be used for administrative and general working capital needs.

Investor Return Strategy

The investor will share in the increased valuation of the Company as revenues grow, the balance sheet becomes stronger, and the Company attains a market leadership position. The pro forma projections indicate that the business will have sufficient excess cash to cover operations should sales not materialize as quickly as planned.

In conjunction with investors, SMB management will pursue viable exit strategies once the Company reaches a critical mass. Management believes that it can attain an attractive outcome for all shareholders. Based on current projections and reasonable valuations, the Company could be worth in excess of \$1 billion within five years.

II. The Enterprise

Mission Statement

ShareMyBiz, Inc. will become a world-leading website for social networking and the creation of wealth for individuals. The Company's website will be a premier destination for entrepreneurs seeking to sell goods and for people looking for goods. Our members' websites will provide the widest array of digital goods and services available.

Business Objectives

SMB will become a profitable and growing business. To accomplish this, the Company in the next twelve months will:

- Obtain 98 million members
- Sell a Bizpak to one in four members
- Facilitate the sales of member goods and services
- Build a professional staff
- Grow twelve month revenue in excess of \$245 million

In succeeding years, SMB will:

- Grow the annual number of members each year
- Develop a reputation that will exceed competitors in every area
- Achieve excellent member loyalty by placing strong emphasis in the areas of outstanding service and support
- Maintain an experienced and professionally trained staff
- Attain \$6.68 billion in annual sales in Year 5

Organization

1. Legal Structure

ShareMyBiz, Inc. is a C Corporation organized in the state of Nevada.

2. Location

The Company's principal place of business will be located in or near Las Vegas, NV. The Company will lease suitable facilities capable of supporting its efforts. This facility will include a reception area, meeting rooms, offices, and staff areas. It will provide easy access to employees with ample free parking. Options for additional office space will be included in the lease.

3. Intellectual Property

SMB intends maintains a website at www.sharemybiz.com to market its services. No other proprietary intellectual property is owned at this time.

Historical Background

The Company is a new business with no previous operations in this industry. However, much work has been done in preparation for launching this business. SMB has developed a substantial amount of research related to the viability, need, demand, operational difficulties and opportunities for this type of business.

Business areas assessed include, but are not limited to:

- Market Need
- Competition
- Economics
- Client demographics
- Start-up and Operational costs
- Availability of qualified personnel
- Facilities

Start-up Analysis

The Company anticipates an initial capital requirement of \$10.25 million to begin operations. The funds are required to launch the company's business, finalize the website, purchase equipment and hardware, hire key personnel and fund working capital requirements.

The Company balance sheet prior to this investment and immediately after start-up is shown in the table on the following page. Upon investment, SMB will spend \$4.2 million on capital expenses. Cash on hand after these expenditures will be \$6.02 million. (See table)

Balance Sheet Prior To and After Investment		
	Prior to Investment	After Investment
Assets		
Current Assets		
Cash	\$0	\$6,022,600
Accounts Receivable	\$0	\$0
Inventory	\$0	\$0
Other Current Assets	\$0	\$0
Total Current Assets	\$0	\$6,022,600
Fixed Assets		
Equipment and Other	\$0	\$4,227,400
Accumulated Depreciation	\$0	\$0
Total Fixed Assets	\$0	\$4,227,400
Intangibles		
Intangibles	\$0	\$0
Accumulated Depreciation	\$0	\$0
Total Intangible Assets	\$0	\$0
Total Assets	\$0	\$10,250,000
Liabilities and Equity		
Current Liabilities		
Accounts Payable	\$0	\$0
Other Current Liabilities	\$0	\$0
Total Current Liabilities	\$0	\$0
Long Term Liabilities		
Bank Note	\$0	\$0
Total Long Term Liabilities	\$0	\$0
Total Liabilities	\$0	\$0
Shareholder Equity		
Preferred Stock	\$0	\$10,250,000
Common Stock	\$0	\$0
Additional Paid in Capital	\$0	\$0
Retained Earnings	\$0	\$0
Current Year Income (Loss)	\$0	\$0
Total Shareholder Equity	\$0	\$10,250,000
Total Liabilities and Equity	\$0	\$10,250,000

III. The Business Concept and Need

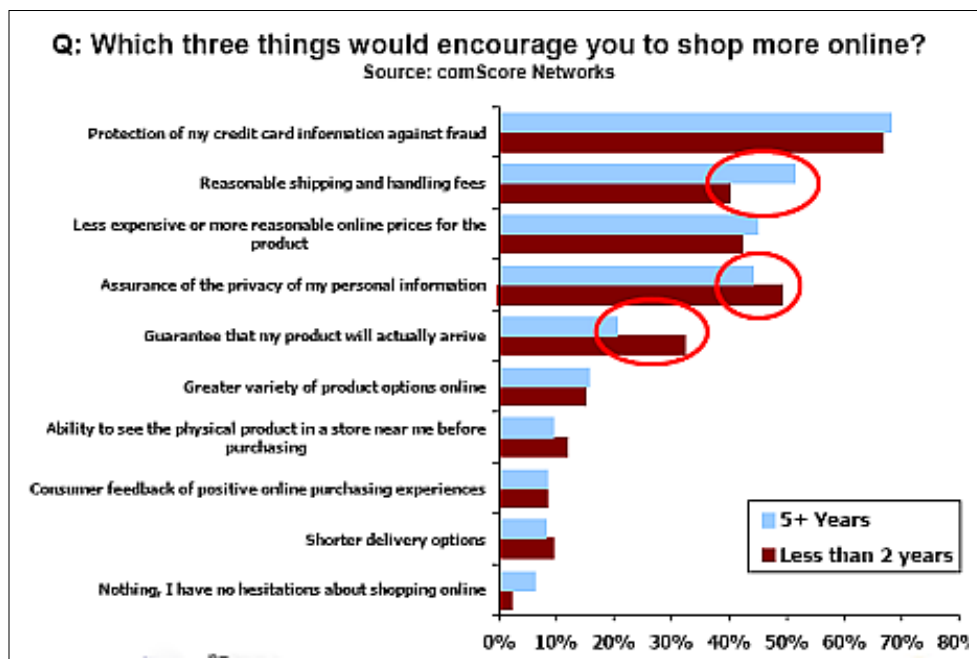
Market Need

Safety and Anonymity

Global Internet usage continues to grow and is projected to reach over 3 billion people in a few years. Likewise, global e-commerce continues to grow dramatically. However, many people do not participate in e-commerce for two reasons. They are concerned about privacy (loss of their personal data) and anonymity. A 2006 report from *Consumer Webwatch* reports that:

- 80% of Internet users want anonymity
- 25% stopped buying online all together for fear of identity theft, fraud, and security breaches that leak personal information
- 53% of people stopped giving out personal information on the Internet.

The following chart of a study performed by Comscore Networks in 2005 reveals that the number one reason people are reluctant to shop online is because of the fear that their credit card information will be compromised.



ShareMyBiz solves both these issues. It prevents credit card theft through the use of an alternative currency. It also provides complete anonymity to all its members.

Teens and Tweens

SMB is perfect for all Internet businesses who wish to expand their business, or for first time entrepreneurs. Marketing efforts are focused on generating viral behaviors amongst members, including teens. By enabling teens to profit from what they are currently doing for free right now – sharing information in the form of music, pictures, blogs, and the like from social networking sites – the Company will have a instant winner.

According to *Revenue* in August,2006, teens are a strong group. They're wired, they're affluent and they are a largely untapped market. *Alloy Media* says 10-to-24-year olds are a 60 million strong demographic with annual spending power of as much as \$250 billion. A recent Harris study reports that American kids, teenagers and young adults, aged 8 to 21 years old have annual incomes totaling \$211 billion.

Younger kids, the so-called "tween" set between ages 8 and 12, are also a huge market. They spend \$51 billion per year (*Revenue*, August 2006). Although they are not currently the Company's target market, these 12 – 17 year olds from all over the globe are using *MySpace* or other networking sites. These kids of today are the Company's market of the immediate tomorrow. They are using computers in schools and at their homes on a daily basis. They are the first generation to be born and immersed in the Information Age.

These 12–24 year olds should not be overlooked, they are already in the perfect position to prosper from this system since they are highly competent in the use of the Internet, and already using it. A study called Teen Content Creators and Consumers, found that 57% now create and share online content, including blogs, music, web pages, and photos. (*Source: Pew Internet & American Life Project*). Forty-four percent of 'Teens' have purchased something online and 'Teens' spent an average of \$73.00 on their last online purchase. (*Source: Teen Research Unlimited*)

Teens are often much more enthusiastic authors and readers of blogs than their adult counterparts. Teen bloggers, led by older girls, are a major part of this tech-savvy crowd. Teen bloggers are more fervent Internet users than non-bloggers and have more experience with almost every online activity in the survey. 51% download music files, while 33% share artwork, photos, or stories online. (*Source: Teen Research Unlimited*) 32% have created a website for themselves or others. (*Source: Teen Research Unlimited*) 87% of (Americans) between the ages of 12 and 17 are online. Compared to four years ago, teens' use of the Internet has intensified and broadened as they log on more often and do more things.

3rd World Users

SMB can empower, many people in the 3rd world countries who have no credit card, or bank account which restricts them from e-commerce sites such as *eBay*. Due to the viral nature of the SMB system, the Company expects to capture a great deal of the 3rd world market approximately six months after launch. It will thereby empower a new market of



prime profit producing SMB members who will emerge from economically depressed countries where computer access is common, such as India, Brazil, and Russia. These members will be at a relative advantage over the members of developed countries because of the difference in cost of living as reflected in currency exchange rates.

In this way SMB will equalize the gap in wealth between these members and their counterparts in the highly industrialized countries. No other system currently exists that can compete with the potential that SMB offers to unemployed people across the globe to generate self-sustainable wealth for themselves.

The Company will be providing the site in multiple languages (currently 8) to make it easier for non-English reading members from across the globe. Multi-lingual step by step Internet marketing instructions for capitalizing on this opportunity will be provided, as will the ability for members to have their written works translated.

Products and Services

SMB provides a wide array of products and services to its members.

Digital Distribution – BizPak

A BizPak is a package (bundle) of four separate digital works (products), selected from a catalog of published materials and marketed as a single unit. Digital works can include any video, e-books, software applications, music or audio files, subscriptions, licenses, and the like.

To originate a BizPak, a member must purchase four products from the digital catalog and pay an origination fee. The BizPak then becomes a permanent part of the members' SMB catalog and can be purchased by the public at large, or any other members. Some pre-packaged bundles are available for members to sell without having first purchased them. These are called FreeBizPak. FreeBizPak allow members to earn starting with nothing.

When the creator of a digital product registers it, the creator gives permission for other members and visitors to purchase the work, offer it to the people in their circle of influence, and receive generous compensation when that exposure results in a purchase. Everyone wins with this plan!

Imagine a chain that:

- Has valuable products you want, would purchase anyway, and can choose from, instead of recipes
- Requires no envelopes or mailing;
- Automatically collects funds a user receives into an account
- Remunerates the author as well as distributors on every sale
- Is totally digital, automated, immediate, and global

- Gives any user in the world a website from which to offer the products and earn revenue
- Automated delivery of the product on each member's behalf to their purchasers
- Builds an automated digital business community that users can utilize to market future offerings with the click of a button

SMB believes that this concept alone will set it apart from any competitors. Payouts become exponential in this system and members will love it because it's easy to use and has enormous potential return.

The variety and number of BizPak pages available for circulation is for all practical purposes, unlimited. There will be BizPaks to suit every conceivable taste in music, videos, and e-books on such wide ranging topics such as spirituality, art, cooking, culture, games, etc. If a member doesn't find a BizPak of value, they can originate their own BizPak from any four products of their choice, or publish their own work for circulation.

The Company expects the BizPak system to be sincerely profitable and gratifying for creators of digital products due to the ease with which they can bring their creative works to market, realizing near instant exposure and profitability very quickly. There will be no more long delays, profit eating intermediaries such as agents, and the marketing expenses associated with gaining exposure.

Marketing Tools

SMB provides free, powerful, easy to use marketing tools and portal applications that enable its members to grow their community, make and close sales. These include:

- Themed Bizness and Fun Pages for our members to choose from, such as for bands, artists, bloggers, videographers, product manufacturers, sales people, etc.
- Refer a friend or potential client to a particular product page using professionally crafted e-marketing templates with various themes
- Publish music, software, art, or other digital products for distribution across the system
- Automated options to create an art gallery, radio station, or unique theme based community
- Free give-away items provided by SMB, including games, astrological readings, video, e-books, and music downloads
- Search engine submission with meta-tags unique to the members content or promo products;
- Run a Contest, SMB will provide the prize; Write a blog on favorite products then sell those items right from the blog itself
- Banner exchanges, within and without the SMB members network that create multiple links – automatically – pointing to a unique page within the members SMB website

- Instant Messaging capabilities
- Personal organizational tools with utilities ranging from a calendar to a trip planner.

Market Segment Analysis for e-Publisher Markets

Authors of E-Books, Blogs, and Subscription Newsletters

E-book sales are reported as rising at over 100% per year (Morris Rosenthal). Kate Tentler, Publisher of Simon & Schuster Online states in *Publishing Trends*, said, “*E-book growth is exponential. From month to month it can be anywhere from 50% to 70% growth over the previous year.*”

Corporate America spends roughly \$46.5 billion per year on business information services, including subscriptions, training material, research reports, and books. The good news is, corporate content buyers are highly interested in online content. In fact they're beginning to disdain print because it can't be shared with the global enterprise (MarketingSherpa).

Business Week Magazine states that blogs are “. . . simply the most explosive outbreak in the information world since the Internet itself.” The Pew Internet Study estimates that there are about 50 million regular blog readers. And MSNBC reports that there are approximately 23,000 blogs created every day.

Just four years ago, when ContentBiz held its first Selling Subscriptions Summit, the entire industry was around \$100 million in size. According to ComScore Networks and the Online Publisher's Organization (OPA) data released at this year's summit, the industry is \$1.56 billion strong (MarketingSherpa)

Music

Worldwide Internet music sales will generate \$3.3 billion by the year 2004, according to a report by Market Tracking International (MTI). Song track sales also led to a significant shift in the overall single purchase versus subscription mix, with single purchases accounting for 15% of online content sales in 2004, compared to only 11% in 2003(OPA).

Software – Games, Business Applications, and Web Services

According to International Data Corp. (IDC), software vendors are increasingly recognizing the need to provide end users with more options for acquiring software, including direct Internet sales and the electronic delivery of both software and licenses. IDC estimates that \$2.3 billion was spent worldwide on total Web services software in 2004, more than double the amount from the previous year. IDC expects spending to continue to increase dramatically over the next five years, reaching approximately \$14.9 billion by 2009.

Video

Sanford C. Bernstein analyst Tom Wolzien is quoted as saying "We're right at the cusp of the Internet TV revolution." Powerhouses such as ABC, ESPN, CBS, Fox News, MTV, the BBC, Telemundo, and Major League Baseball are already investing in subscription and ad-supported ventures offering TV-like video online (Marketingvox).

The number of video streams increased 80.7 percent in 2004, for a total of 14.2 billion streams, according to AccuStream iMedia Research. Video streams are forecast to grow by 48% in 2005 to over 21 billion served. Music videos accounted for the largest share of streaming video usage in 2004, with 34 percent of total views. News and information was second.

Art

Can a vendor profit by selling high volumes of content extremely cheaply online? www.istockphoto.com claims to be revolutionizing the stock photo industry by offering photo rights at just one buck a pop. Estimates suggest, they will gross, at minimum, \$4,000,000 this year alone. Every year art directors and designers spend several billion dollars on stock photography (MarketingSherpa).

Anonymous Purchasing and Sales


Electronically initiated debits and credits will become the dominant payment modes, creating the potential for private money to compete with government-issued currencies, according to Jerry L. Jordan, President and CEO of the Federal Reserve Bank of Cleveland (January 16, 1996).

According to *BizBrick*, James Van Dyke, Senior Analyst, Jupiter Communications reported, *"Internet privacy is an important issue with consumers. Some individuals are reluctant to interact online because they want to protect personal information, and they are ideal targets for solutions that meet this demand. Solutions with privacy and anonymity features address this need and will help drive consumers to transact online."*

Example of a ShareMyBiz Transaction

Automation combined with integration is the key to SMB's success. All the different functionalities of the members' sites positively impact one another. For example, let's say a woman is looking to purchase a Local Artist music download. She does a search for the artist and finds the band's *ShareMyBiz* Store where she can purchase the album for download. She is able to view and listen to a sample. The member even provides a blog to let others talk about their band. The user reads the blog and decides to buy the product.

When this digital sale is made the following automated events take place:

- 
1. Band/Musicians account is credited,
 2. Distributor (affiliate) – in this case the band itself - is credited,
 3. Purchaser is given a **SMB** web account of their own for tracking, receiving, and (if they wish) redistributing their purchase.
 4. Receipt is issued to all parties from the Communications Manager,
 5. Product is sent to the Purchaser's new **SMB** email (located in their Communications Manager) and notification of that delivery is also sent to their public e-mail,
 6. Purchaser receives notification they will earn revenue from visitors to their website and then are prompted to choose a three click marketing method for inviting people to their site.

The transactions are complete and everyone involved is paid and a new member comes online. Because everything is both automated and integrated, all our members need do is “Share” their *ShareMyBiz* URL with products or opportunities they have chosen to promote or participate in. The Company even provides instructions for new entrepreneurs whom have never had a business of their own, giving them easy to follow step by step instructions to immediately start such businesses as a record label, publishing company, video production company, travel business, or a simple online storefront.

IV. The Market

Industry Overview and Trends

U.S. Internet Usage

According to Nielsen/Net Ratings, as of August 2006 there were 207,161,706 Internet users, representing 69.3% of the population. According to the Federal Communications Commission, the number of U.S. subscribers to broadband high-speed Internet service jumped 32.3% to 42.9 million lines for the year ended June 2005; an increase of 10.4 million lines over the 12-month period, with 5 million added during the second half of that period. (See chart below) ¹

Internet Usage and Population Growth

YEAR	Population	Users	% Pop.	Broadband	Usage Source
2000	281,421,906	124,000,000	44.1 %	n/a	ITU
2001	285,317,559	142,823,008	50.0 %	n/a	ITU
2002	288,368,698	167,196,688	58.0 %	n/a	ITU
2003	290,809,777	172,250,000	59.2 %	n/a	ITU
2004	293,271,500	201,661,159	68.8 %	n/a	Nielsen//NetRatings
2005	299,093,237	203,824,428	68.1 %	n/a	Nielsen//NetRatings

Nielsen Media Research recently released the latest “Hone Technology Report” showing 95% of U. S. consumers with Internet access go online *at least* once a week. And, 37% go online more than once a day. Furthermore, 78% of online users have made purchases over the Internet and 47% of online users over the age of 12 have used the Internet to download and play music.

Not surprising, the amount of homes with computers is up, too; 73% of U.S. homes have a computer! Studies show that homes with children and teens are more likely to have a computer. ²

World Internet User Demographics

Recently, in an Internet World Stats’ report, “The Market: Global Purchasing & User Demographics”, substantial growth was seen in the world’s population and in the use of the Internet (see chart on next page) ³

WORLD INTERNET USAGE AND POPULATION STATISTICS						
World Regions	Population (2006 Est.)	Population % of World	Internet Usage, Latest Data	% Population (Penetration)	Usage % of World	Usage Growth 2000-2006
<u>Africa</u>	915,210,928	14.1 %	32,765,700	3.6 %	3.0 %	625.8 %
<u>Asia</u>	3,667,774,066	56.4 %	378,593,457	10.3 %	35.2 %	231.2 %
<u>Europe</u>	807,289,020	12.4 %	311,406,751	38.6 %	28.9 %	196.3 %
<u>Middle East</u>	190,084,161	2.9 %	19,028,400	10.0 %	1.8 %	479.3 %
<u>North America</u>	331,473,276	5.1 %	231,001,921	69.7 %	21.5 %	113.7 %
<u>Latin America/Caribbean</u>	553,908,632	8.5 %	85,042,986	15.4 %	7.9 %	370.7 %
<u>Oceania / Australia</u>	33,956,977	0.5 %	18,364,772	54.1 %	1.7 %	141.0 %
WORLD TOTAL	6,499,697,060	100.0 %	1,076,203,987	16.6 %	100.0 %	198.1 %

Online Networking and Blogs

According to Nielson/Net Ratings, a global leader in Internet media and market research firm, the top ten Internet social networking sites grew from an unduplicated unique audience of 46.8 million in 2005 to 68.8 million in 2006, representing a 47% increase reaching 45% of active Web users.

MySpace saw the biggest growth increase at 367%; MSN Spaces increased by 286%. Additionally, the report revealed that 61% of 13-to-17 year olds have a personal profile on sites such as *MySpace*, Xanga, and Friendster. And, about 6.7% of adults have visited blogs, a 163.9% increase from a year ago. The report showed videos are watched by 11.4% of U.S. adults, up 123.7% over 2005 data.⁴

The free blogging site Blogger.com increased its visitor growth by 80% to 18.5 million unique users; this places it at number two on the list, just ahead of Classmates.com. In 2005 YouTube.com wasn't even measured by Nielsen/NetRatings, but quickly developed an audience of 12.5 million unique users placing it in fourth on the list.

The report placed Blogger in the second most popular site, garnering 18.5 million unique visitors and growing 80% year-over-year, followed by Classmates Online with 12.9 million unique visitors and a 10% year-over-year increase. Newcomer YouTube and the more established MSN Groups rounded out the top five, with 12.5 million and 10.6 million unique visitors, respectively.

Jon Gibbs, senior director of media, Nielsen//NetRatings, said, *“Social networking sites are the reality television of the Internet. The content is relatively inexpensive for publishers to produce, and social networking is not a fad that will disappear. If anything, it will become more ingrained in mainstream sites, just as reality TV programming has become ubiquitous in network programming.”*

Gibbs added, *“However, again like reality programming, the concept of ‘reality’ alone, or in this case ‘social networking,’ is not enough. In this competitive marketplace, sites also have to provide consumers with distinct content they can identify with.”*

Top 10 Social Networking Sites* for April 2006 (U.S., Home and Work)

Site	Apr-05 UA (000)	Apr-06 UA (000)	YOY Growth
MySpace	8,210	38,359	367%
Blogger	10,301	18,508	80%
Classmates Online	11,672	12,865	10%
YouTube	N/A	12,505	N/A
MSN Groups	12,352	10,570	-14%
AOL Hometown	11,236	9,590	-15%
Yahoo! Groups	8,262	9,165	11%
MSN Spaces	1,857	7,165	286%
Six Apart TypePad	5,065	6,711	32%
Xanga.com	5,202	6,631	27%

Source: Nielsen//NetRatings, May 11, 2006

* Note: This is a custom category and does not appear in Nielsen//NetRatings' syndicated service.

Website visitors continue to visit networking sites because of their interactive nature. When comparing repeat visitors on these sites, *MySpace* enjoyed the highest rate among the group, with 67% of all March at-home visitors returning in April (see chart below). MSN Groups and Facebook also benefited from a loyal following, with 58% and 52% of visitors returning month-over-month, respectively. Xanga.com and MSN's new social networking site MSN Spaces rounded out the top five sites ranked by retention rate, with 49% and 47%, respectively.

Children, Teen and Young Adult Online Market

As stated earlier in this report, recent studies show children, specifically teenagers, are spending more time online. According to three-year study, *“the top sites among teens 12-17 have shifted from those offering a selection of instant messaging buddy icons to those providing assistance with social networking profiles and page layouts.”*

With teens composing 77.6% of its unique audience, the No. 1 site among teens in 2003 was Originalicons.com. Buddy4u.com and Badass Buddy also made it into the top 10 sites among teens three years ago; teens accounted for 73.5% and 66.6%, respectively. Other popular sites among teens were Blunt Truth, a forum for sharing opinions on movies and music, and Teen People, a celebrity gossip magazine. Ken Cassar, chief

analyst, Nielsen//NetRatings said, *"It is not a surprise that teens are actively engaged in social networking sites like MySpace and YouTube. What is surprising, however, is the extent to which a wide array of supporting Web sites has developed in conjunction with these bigger, more well-known Web destinations. MySpace and YouTube have spawned a vibrant online ecosystem."*⁵

Social Networking Site Shopping

ShopWiki is a shopping search site that lets users submit text reviews and video, and add to or edit product category guides. Through its "Shoposphere" communities, Yahoo's ThisNext has a similar tool allowing users to deck their sites with lists of products, called "shopcasts." Yahoo aims to socialize online shopping. Enabling people to grab product images and links, add them to their sites, write reviews, and share information about chosen items with others, sites such as Stylehive, Kaboodle and Wists have similar offerings.

Kids on the Web have cruised endlessly over sites like *MySpace*, like thrill-seeking teens driving up and down a main drag. And, now they want more -- more action, that is. Matthew Gorman, a 21-year-old San Francisco resident says, *"I still go on MySpace and Facebook, but it's like a revolving door. You check your messages and you leave. There's just nothing to do."* Then Gorman found a new site, Xuqa.com; this site entertains him enough to keep him coming back for 40 hours a week.

Forbes Magazine writes, *"Xuqa relaunched in August as a social-networking-site-cum-contest, where users compete for popularity points by accumulating virtual kisses and hugs, winning poker games, spending "peanuts," and even filling out surveys and looking at ads, all to attain status levels."*^{6,7,8,9}

Target Market

Market Segmentation

There are eight unique market segments associated with the digital publishing and distribution system offered at **SMB**. Additional market segments will be attracted to the other opportunities. Market segments include:

1. Authors of e-books, blogs, and other written content
2. Musicians, books on tape, and educational audio files
3. Software Designers offering games, business applications, and licenses
4. Videographers of sporting events, children's events, concerts, cultural activities, How-To video's, and the like
5. Those wishing access to an affiliate marketing community
6. Individuals who wish to purchase from their own online storefronts

7. Individuals who wish to create exponential wealth for themselves by distributing others digitally published products using the automated BizPak cooperative compensation mode offered exclusively at the site
8. Users of online e-currencies such as E-Gold, E-Bullion, Crowne-Gold, and the like

Target Members

SMB will target the following types of persons as members:

- Entrepreneurs
- Existing online businesses
- Those people who cannot participate in e-commerce because of lack of credit cards, etc.
- People who have been afraid of identity theft
- Users of other social networking sites
- Internet users worldwide, including people in third world countries
- Young adults from 12 to 24

Membership Decision Making

SMB has identified the following factors that can be used to encourage potential Internet users to become members:

- Ability to create wealth
- Anonymity
- No need for credit cards
- Ease of use of site
- Wide collection/catalog of digital material
- Competitive pricing
- Reliability and functionality of website
- Excellent service and support
- Excellent referrals

The Company believes it is well positioned to take advantage of these key factors to help assure its success.

Market Size

SMB is focused on attracting customers throughout the world. The following table shows some statistics for various online digital content and social networking sites.

iTunes Statistics

Description	Value
iTunes downloads expected for 2007	2 billion
iTunes grew in 2005	241%
iTunes members 2004	6.1m
iTunes members 2005	20.7m
Net population regularly using iTunes	14%

Flickr Statistics

Description	Value
Flickr's 3.5 million photos that are public	82%
Flickr photos have human-added metadata	71%

eBooks Statistics

Description	Value
Publishers reported eBook units sold	1,692,964
Revenues for 2005	\$11,875,783
eBooks published in 2005.	5,242

YouTube Statistics

Description	Value
Videos per day YouTube is serving	100m
Videos being uploaded daily	65,000
Videos watched online through YouTube	60%
Time people are spending on the site	17 min.
Unique users per month	20m

MySpace Statistics

Description	Value
Registered users	84m
New registered users per week	2m
Unique users per month	48m
Rated for content consumption	2nd
Indie film profiles	29,000
Registered bands	1.4m
Music profiles	1.8m
Band blogs	35,000
Stories in the database	87m
% of 13-17 year olds online	51%
% of the site is 18+	79%
Users that are 30+	25m
Times a day average page is visited	30
Volunteers police school site	25,000

Competition and Competitive Advantage

MySpace (www.MySpace.com) is an online social networking service, allowing users to share messages, interests and photos with a growing body of friends. Users can send emails, post videos, listen to music, and write blogs. The site also includes classified ads and posting of events.

Following is a comparison of the *MySpace* versus **SMB** models.

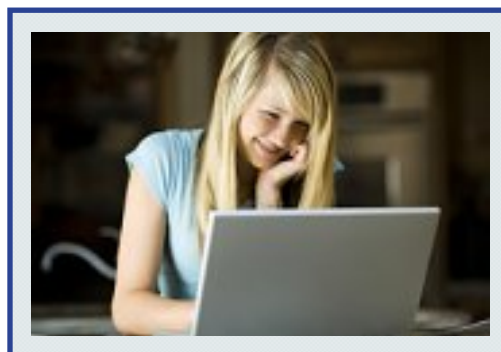
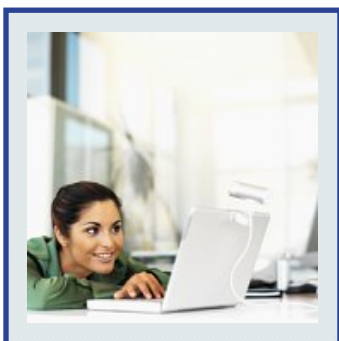
MySpace	SMB
Users do not make money from "sales" generated through ads clicked on at their MySpace Page.	Members are PAID for sales of their own or others products and services generated from their SMB website.
Users have no option for "Offering/Selling" their music, videos, or anything else.	Members can sell their own, or others, products directly to those Visiting their website.
80% of the Users Web Page is taken up on MySpace with ads, Bulletins, photos of other Users, and the like.	80% of the Members Web Page is defined by the Member; we use less than 20% because we direct purchasers to a SuperMall within the member's SMB site.
Creates return to investors off ad revenue only.	Creates return to investors off ads, commercial sales, financial transaction fees, and multiple other potential revenue generators.
The site is not easy to use or navigate; difficult to get your Page looking the way you want it as HTML knowledge is REQUIRED!	Simple easy User-Interface and navigational design. No HTML knowledge needed.
Users can send emails, post videos, listen to music, and write blogs; the site also includes classified ads and posting of events.	Users can send emails, post videos, listen to music, and write blogs; the site also includes classified ads and posting of events, <u>plus the ability to sell things and be paid.</u>

The Company believes this will be enough to compete, particularly given its marketing strategy which focuses on the sales of digital music from strategic alliances with grass roots record labels from around the globe. The bands on these record labels want to do two things: 1) sell their music and 2) share information about their band. *MySpace* lets them share information whereas the **SMB** system makes it easy for them to accomplish both goals. The motivation for economic return should not be under estimated.

There are also some issues that members encounter with *MySpace*:

- Poorly constructed *MySpace* profiles have been known to freeze web browsers due to malformed CSS coding, or as a result of users placing many high bandwidth objects such as videos and flash in their profiles.
- *MySpace* homepage sometimes takes too long to load, only partially loads, or has a notice from "Tom" saying that *MySpace* is down and will be up shortly
- Many users encounter problems involving logging on, uploading pictures, viewing profiles, signing off, signing up, and so on. This can be tied to the enormous amount of ads that feature on the site.
- When viewing, a user can expect to be flooded with pop-ups and see an average of 2-4 ads per page. Many times users have received the "Page Cannot be Found" when logging in to *MySpace* (especially during peak hours). This is a good indication that the website doesn't have enough server space to match the demand.
- As of March 2006, the *MySpace* instant messaging (IM) feature is not working. The IM feature lets *MySpace* users talk to each other in real-time via the users' web browsers. A message from Tom posted on the site states it will stay broken for several weeks. (Source: <http://www.answers.com/topic/MySpace>)

If you believe Malcolm Gladwell's principles from *The Tipping Point*, you believe that all it takes is the right group of 50 influential kids in New York City to start using another social networking service and the pendulum will begin to swing. **SMB** has every reason to believe it will be that new site. **To the Company's knowledge it is the only one who allows the users to prosper while handling all processing requirements.**



V. Growth Strategy

Strategic Initiatives

The Company's underlying long-term strategy builds on and captures consumer confidence in the products and applications developed by SMB. They provide users with a working, virally profitable system designed to enhance personal freedom, privacy, and wealth creation.

SMB's focus is on empowering its members to easily capitalize on the inherent prosperity potentials designed into its system. The Company's software applications, used in conjunction with the supporting applications of its strategic partners, will provide SMB with a competitive edge while simultaneously allowing users to share concepts, products, and services with others as a tool to enhance personal wealth and freedom.

SMB has developed the following initiatives to achieve its growth goals:

- Launch its website in a worldwide event in August, 2007
- Initiate its marketing efforts to reach its target audience
- Establish an aggressive sales program to identify and secure members
- Hire and train qualified staff
- Provide the a wide array of services and wealth creation opportunities
- Provide a satisfying experience for every member

The Company believes it can reasonably achieve these goals with the proper financing.

Brand Strategy

Building a strong Company brand will require a coordination of many factors. As such, SMB will focus on several core elements that will help build and strengthen the backbone of the brand:

Wealth Creation Opportunities

SMB will be known as the website to help aspiring entrepreneurs create wealth

Wide Array of Social Networking Services

SMB will be known for its wide array of online services

Safety and Anonymity

The Company's website will be recognized as safe and anonymous

Easy to Use Site

SMB's site will be known as an intuitive and easy to use place for people to create revenue generating opportunities for themselves

Effectiveness

The Company will utilize testimonials and endorsements to promote the effectiveness of its business model for members

Member Satisfaction

The Company will develop a reputation for providing the highest level of member service and satisfaction.

Marketing Strategy


SMB's marketing strategy will be focused on the value that is provided through its products and services. Marketing efforts will emphasize the convenience, financial rewards, and security that members would receive by utilizing the website.

The Company will launch the website in strategic partnership with the World Peace One broadcast set for August 2007. This 24 hour global TV, Radio, and Internet event is expected to reach 3 billion people, and SMB is the free account location for any person wishing to participate Live in the World Peace One Events.

After the event, SMB will maintain a World Peace One sub-community with a 10% override being donated from SMB profits generated out of that sub-community to the WP1 Foundation.

In order to get the attention of the youth of the world, the Company has a marketing plan that focuses on strategic alliances with online edutainment resources (fun learning programs,) record labels, independent bands, and successful authors. These products address the wants of the teen and young adult audiences across the globe. This demographic of musical publishers' compliments distribution by a teen market. Both are generally young, tech-savvy, driven, and they are networking physically either at school or playing gigs in the case of the musicians themselves.

Record labels will also bring in a large quantity of good digital product from their current catalogs for stocking the SMB Digital Catalogue for single sales and creation of variable BizPak pages. The Label has nothing to lose by releasing their catalog for sale through the Company's network since it will not compete with their business and it will give them access to a potentially huge affiliate sales network. SMB offers something of great value to the labels, and the bands, and even the individual band members. The Company can get them all paid their particular portions on each sale of their music, without hassle, in real time.



Musicians are always looking for any way to earn and get their music/dream out to the public. SMB offers a unique affiliate device that gives millions the ability to market any of the labels bands, all the while providing each band with a site to sell their recordings, video, etc. It is a win-win match.

To compliment the over 1,000 online Record Labels the Company has identified and begun contacting, the SMB partners have designed a multi pronged initiative including guerrilla, viral, and conventional marketing techniques. It has identified multiple online communities with over 500,000 members to whom it will be directing its guerrilla marketing efforts in pre-launch of the system.

Additionally, SMB has a current pledge of over 1.3 million active users whom wish to use the Company's platform for their unique affinity community. This group can be located at www.kingdomofya.com.

Marketing Activities

The Company will closely integrate all of its marketing and sales efforts to project a consistent brand image and a consistent positioning of its products and services. SMB will employ a variety of marketing activities to fuel it member acquisition process. These include:

- **Optimize its website to describe and promote the business**

The Company will build its website to communicate to all targeted market segments. It will present a consistent message to all market segments. The website will also present useful information and assurances to members wanting to utilize the product.

The comprehensive strategy will focus providing a professional appearance of the site, demonstrating the value of the products and services to a varied audience, increasing competitive edge within the marketplace, and addressing internal and external security and identify theft content issues.

- **Web advertising (pay-per-click)**

The Company will buy ads for various search words and phrases on Google and Yahoo.

- **Search engine optimization (SEO)**

The Company will optimize its website so that people doing 'natural' searches will see the website link on the first page of the search. SMB will invest in improving its yield in search engine results. The Company will continue to refine its SEO strategy by optimizing to new key words. The Company may also engage an SEO expert to help in its SEO strategy.

- **Viral Marketing**

The Company will develop and support strong viral marketing initiatives to assure that its membership grows quickly.

- **Referrals**

The Company will develop referral programs whereby existing customers receive incentives to refer friends or associates as members.

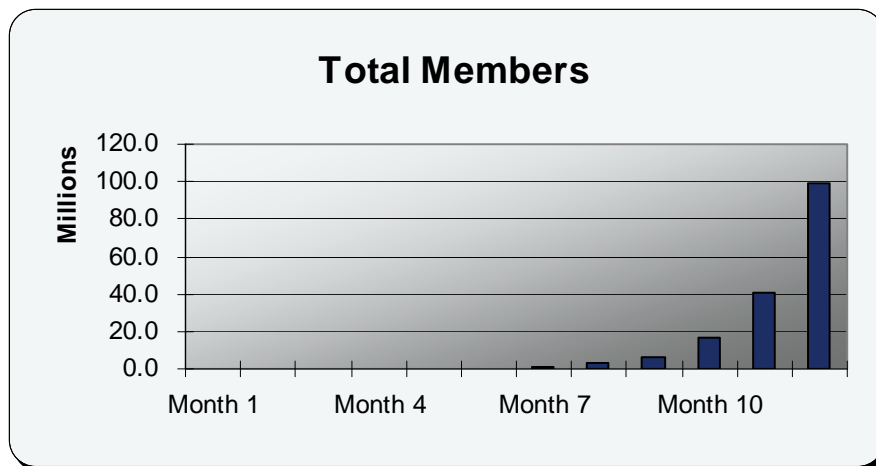
Sales Strategy

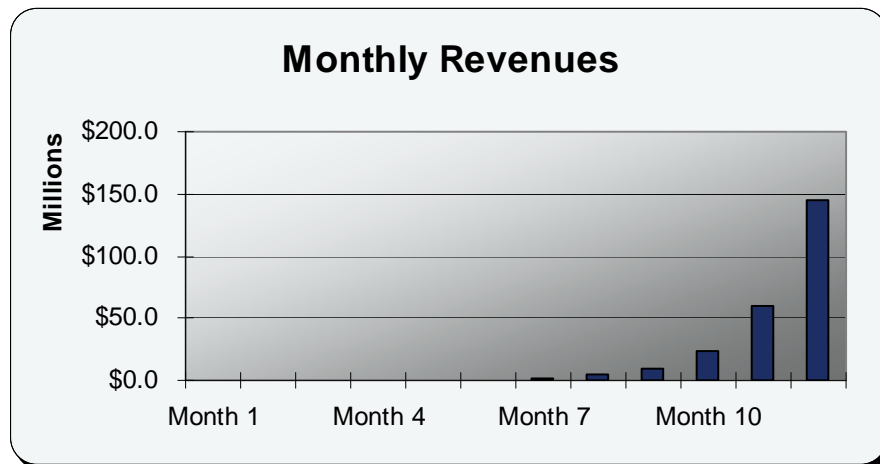
Like *eBay* where users make the sales and provide the products for sale, the SMB platform simply facilitates the sale and makes a percentage for doing so. The Company's products are supplied by affiliates, including one special affiliate which allows members to publish their digital products for sale from the SMB site. The Company's system induces more sales to be realized by empowering members with powerful marketing tools so they can easily attract, capture, and close sales.

The largest profit center for revenue, aside from advertising, is sales fees from the proprietary Digital Distribution Model (BizPak) program. SMB makes \$1.25 each time a sale is realized by any member selling a BizPak or a FreeBizPak. The BizPak cooperative compensation model allows for revenue generation to be exponential, automated, and unlimited. Therefore, the Company expects it to be an extremely popular option for SMB members.

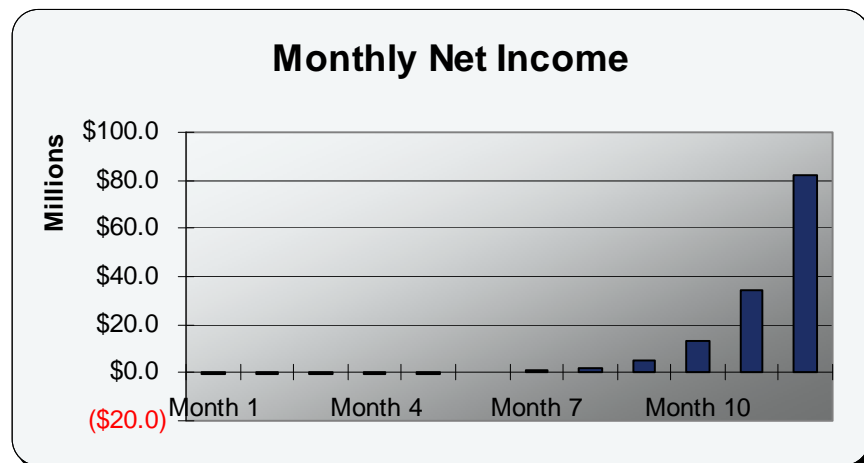
Sales Forecast First Year

The Company will achieve significant sales in the next twelve months. By the end of twelve months, SMB expects to have secured 98 million members. This will result in twelve-month revenues of \$245.4 million. This is shown in the following graphs.





Based on these sales, SMB believes it will obtain the following net income targets in the next twelve months.



VI. Management and Personnel

Management

The SMB management team is comprised of experienced entrepreneurs and business professionals who possess a breadth of functional experience in Internet sales, marketing, affiliate programs, strategic partnering, professional services and corporate law.

Chief Operating Officer: **Mr. Stephen Milden**

As Chief Operating Officer, Stephen Milden's role is to coordinate company-wide implementation of all business policies, operating procedures, and legal compliance (contract) obligations. Specifically he is to:

- ◇ Oversee Board and committee evaluation and development
- ◇ Evaluate management performance and development
- ◇ Oversee corporate governance
- ◇ Set compensation for Directors and Executives
- ◇ Oversee management development and succession policies
- ◇ Assist the Chief Financial Officer in SMB financial relationships

Mr. Milden brings a breadth of experience to his position as CEO having been the CEO for both an airline and a large multi-national real estate development trust during his esteemed career. In recent years Stephen has become an internationally renowned Executive Consultant and Trainer in the fields of operational effectiveness and management working with Fortune 100 & 500 companies such as AT&T, Price Waterhouse, G.E. Capital, Citibank, United Airlines, Pacific Bell, and Bank One. Internationally Stephen has worked with companies and governments ranging from Credit Suisse to the United Arab Emirates.

Chief Financial Officer: **Mr. Michael Swartzburg**

Michael Swartzburg is responsible for all aspects of SMB finance, including; controllership, financial planning and analysis, tax, treasury, audit, mergers and SEC compliance. Specifically the CFO is to:

- ◇ Oversee accounting and financial reporting processes and audits of the financial statements
- ◇ Review judgments and decisions affecting financial statements
- ◇ Review all financial data to be released
- ◇ Monitor compliance with applicable laws and regulations and review significant cases of misconduct

- ◇ Oversee internal controls and procedures
- ◇ Oversee disclosure controls and procedures
- ◇ Oversee implementation of the Code of Business Ethics
- ◇ Oversee internal audit function
- ◇ Oversee independent auditors
- ◇ Appoint and approve compensation
- ◇ Pre-approve permitted services
- ◇ Evaluate performance

Mr. Swartzburg recently served as the Director of Finance for Align Technology, Inc., where he was in charge of corporate reporting and creating financial reporting policies for the company's international operations. Prior to Align Technology, Inc, Mr. Swartzburg spent three years at Cardiac Pathways as its Corporate Controller where he helped lead the successful financial turnaround and profitable sale of Cardiac Pathways to Boston Scientific. Mr. Swartzburg also served in financial management roles at Hewlett Packard and Verifone, Inc., both Bay Area technology companies, and prior to that led an initial public offering for an Internet service provider.

Mr. Swartzburg began his financial career with Ernst & Young, LLP, has a Masters Degree in Business Administration and graduated from California State University, Northridge with a BS degree in Business Administration and Accounting. Mr. Swartzburg is a Certified Public Accountant in the state of California.

President: Ms. Kyra Storojev

As President, Kyra Storojev oversees marketing, website design implementation, strategic relationships, and integrates the efforts of the company's three Vice Presidents. Kyra's responsibilities are to:

- ◇ Oversee all company departments approve all significant obligations.
- ◇ Seek business opportunities and strategic alliances with other organizations.
- ◇ Plan, develop and establishes policies and objectives of the business organization in accordance with the company charter.
- ◇ Directs and coordinates financial programs to provide funding for new or continuing operations, in order to maximize return on investments and increase productivity.

Ms. Storojev has been in the technology industry for almost two decades, initially selling and designing closed communication networking systems to Fortune 500 companies such as Boeing, Hewlett-Packard and Lockheed Martin

in her position as the Regional Sales Manager of TargetVision. Kyra left TargetVision when she founded FutureWorld Inc., her own IT consulting company which provided Internet and communication planning services to Roy Disney, HBO, Allied Signal and several school districts in Southern California. While running FutureWorld, Kyra was also the on-air technology expert for CBS in Los Angeles, appeared in Northwest Airlines's inflight on-air program as a technology expert, and had numerous articles published including a cover article for Knowledge Management Magazine. Kyra is truly a pioneer in the Internet industry, in 1996 she produced and wrote an instructional manual called "Enter the Internet," and her company FutureWorld oversaw the Internet training of hundreds of government employees at the first Internet trade show in southern California.

CIO: Mr. Bob Lee

As CIO, Bob Lee will be overseeing all aspects of the website design, User-Interface, and back-end programming integration with his front-end design:

- ◇ Oversee, coordinate and implement SMB website design.
- ◇ Develop interface improvements for Users to Network more efficiently.
- ◇ Oversee, coordinate and implement the SMB multi website JIAM mechanism.
- ◇ Coordinate with the Marketing VP to drive SMB Marketing and Advertising Sales through improvements in site content or design.
- ◇ Oversee, coordinate and implement SMB special applications developments.

Mr. Lee has been involved in the world of Internet application design for well over a decade. For the past five years, he has been the senior application designer for an event management company based in San Rafael, CA. Prior to that, he was President and Chief Creative Officer at Stone Ground Solutions, a web development firm in San Francisco whose client list included Bank of America, Boeing, Charles Schwab, and Excite@Home.

Vice President Marketing: Mr. Robert Dean

As Vice President of Marketing, Robert Dean oversees the marketing, strategic planning, and business development needs on a global level. He is to:

- ◇ Oversee, coordinate and drive Guerilla, and Advertising Marketing Team.
- ◇ Oversee, coordinate and drive advertising Sales department.
- ◇ Oversee, coordinate and drive Affiliate relationships such as with Amazon.



- ◇ Develop Global Marketing Strategy, integrating Regional strategies.
- ◇ Oversee, coordinate and drive strategic and tactical operations of marketing in coordination with long-term goals.

Mr. Dean is an Internet affiliate marketing and computer technician specialist who successfully brought in over \$50 million in online affiliate sales from Amazon.com alone over a five year period. An innovator, Robert also has expertise in enterprise design and related computer sub-systems. Robert is ecologically self-sufficient with his own homestead in Washington State and enjoys studying law, history, physics, philosophy, and holistic medicine.

Vice President Technology: **Mr. Eric Evans**

As VP of Technology, Eric Evans is responsible to:

- ◇ Oversee major information technology (IT) related projects and technology architecture decisions
- ◇ Direct management to implement IT programs that support objectives and strategies
- ◇ Monitor the effectiveness of IT security and disaster recovery capabilities
- ◇ Provide guidance to IT team
- ◇ Advise the Board of Directors on IT-related matters

Mr. Evans brings a wealth of cutting edge and legacy systems technology experience to the administrative team and to the position of Vice President of Technology. Having worked almost 15 years in the fields of Electrical Engineering, Electro-Optical Engineering, Software Engineering, Quality/Reliability Assurance, Project Management, and Manufacturing; Eric has an expansive cross-platform knowledge base to lead many major technological projects through full life cycle. Eric has worked for and with several national defense contract corporations such as Northrop Grumman, Lockheed Martin, TRW, Boeing, JPL, General Electric, General Dynamics Land Systems, TACOM/ RDECOM, and the DCS Corporation on a vast array of classified programs and systems. Eric has also lead many dedicated multiplatform engineering teams to successfully complete and implement various different IT, and Quality/ Reliability Assurance deliverables to companies such as General Motors, Cardiac Pacemakers, Eli Lilly, and Anobi Technologies. Eric has BS degrees in both Electrical Engineering and Mathematics and is currently finishing his Masters Degree in Business Administration with a dual Juris Doctorate Degree.

Vice President Sales: **Mr. David Parker**

As Vice President of Sales, David Parker oversees the maximization of SMB advertising sales and revenue. He is to:

- ◇ Identify and deploy ancillary revenue streams through innovative technologies.
- ◇ Oversee, coordinate and assist advertising Sales department.
- ◇ Oversee, coordinate, collect, and expand advertising revenue.
- ◇ Develop global regional sales strategies.
- ◇ Oversee, coordinate and drive strategic and tactical operations of the marketing in coordination with the long-term goals.

Mr. Parker has been in sales and marketing for 20 years. He was formerly in the Real Estate and Insurance industry for six years in North Carolina, and then became a contractor. He is the President and Operational Manager for Davishar Financial Services, LLC which markets a variety of financial and financial literacy education products. David specializes in the area of sales negotiations, contracts, and financial asset solutions.

VII. Risk Factors

Distinguishing the Company to Internet Users

The Company generates its revenues through the activities of its members. The Company must be able to reach these members in an economical fashion and prove itself as a reliable vendor.

Mitigation Strategy:

Execute marketing programs. Develop strong online affiliations. Maximize viral marketing activities.

Attracting and Retaining Qualified Staff

SMB must be able to attract qualified professionals to its staff. This is critical to the growth and reputation of the business. It will be imperative that the Company develops loyalty among its employees in order to reduce turnover.

Mitigation Strategy:

Provide excellent working conditions. Provide competitive pay. Implement an industry competitive benefit plan. Provide an enjoyable work environment and give incentives. Compensate employees fairly and timely. Implement employee recognition programs.

Retaining a Loyal Member Base

SMB must be certain that it continues to garner rave member reviews.

Mitigation Strategy:

Exceed member expectations to assure continued use. Continually add new digital materials for sale. Mitigate member issues fairly and expeditiously

No Barriers to Entry

Competitors could enter the market.

Mitigation Strategy:

Execute business plan. Provide highest quality and best service.

VIII. Financial Projections

Assumptions

Membership Projections

The growth projections provided in the table below is based on the presumption that each new member will only introduce 1.1 new members to **SMB** by means of invitation, selling something, offering a free gift, or through advertising. While it is possible that some members will never sell or invite anyone to the website, many members will market both digital and physical products to a great number of people, not to mention share for fun. Therefore, the Company feels that the average of 1.1 new members generated per member (on average across the board over the life of a member) to be very conservative. While the growth rate of 1.1 is conservative, the member growth expands quickly. The new members also have an economic motivation to share the opportunity, which in turn creates new members with the same motivation.

The Company will launch starting with 2,500 members who have already subscribed and been trained in the use of **SMB** during the pre-launch beta testing. Additionally the Company has strategic alliances for launch promotions with current online content providers receiving over 6 million unique hits a month. And, **SMB** has over 1 million pledged member users via the African organization mentioned previously.

mybiz Membership Growth Projections				
SMB has over 1.3 million pledged Users.				
Year 1				
The growth projections provided in the table below for year 1 are based on the presumption that each new member will only introduce 1.1 new members to sharemybiz.com				
	Week 1	Week 2	Week 3	Week 4
Month 1	2,750	3,438	4,297	5,371
Month 2	6,714	8,392	10,490	13,113
Month 3	16,391	20,489	25,611	32,014
Month 4	40,018	50,022	62,528	78,160
Month 5	97,700	122,125	152,656	190,820
Month 6	238,524	298,156	372,694	465,868
Month 7	582,335	727,919	909,899	1,137,373
Month 8	1,421,717	1,777,146	2,221,432	2,776,790
Month 9	3,470,988	4,338,735	5,423,419	6,779,273
Month 10	8,474,092	10,592,615	13,240,768	16,550,960
Month 11	20,688,701	25,860,876	32,326,095	40,407,618
Month 12	50,509,523	63,136,904	78,921,130	98,651,412

The growth projections provided in the following table for years 2-5 are based on the presumption that each new member will generate an average 1.08 new members during year 2; 1.06 during year 3; 1.03 during year 4; and 1.015 during year 5.

mybiz Membership Growth Projections

Years 2 - 5

The growth projections provided in the table below for years 2-5 are based on the presumption that each new member will only introduce 1.08 during year 2; 1.06 during year 3; 1.03 during year 4; and 1.015 during year 5.

	Year 1	Year 2	Year 3	Year 4	Year 5
Month 1	5,371	106,543,525	263,326,300	514,868,093	723,388,321
Month 2	13,113	115,067,007	279,125,878	530,314,136	734,239,146
Month 3	32,014	124,272,367	295,873,430	546,223,560	745,252,733
Month 4	78,160	134,214,157	313,625,836	562,610,267	756,431,524
Month 5	190,820	144,951,289	332,443,386	579,488,575	767,777,997
Month 6	465,868	156,547,392	352,389,989	596,873,232	779,294,667
Month 7	1,137,373	169,071,184	373,533,389	614,779,429	790,984,087
Month 8	2,776,790	182,596,879	395,945,392	633,222,812	802,848,848
Month 9	6,779,273	197,204,629	419,702,116	652,219,496	814,891,581
Month 10	16,550,960	212,980,999	444,884,243	671,786,081	827,114,955
Month 11	40,407,618	230,019,479	471,577,297	691,939,663	839,521,679
Month 12	98,651,412	248,421,037	499,871,935	712,697,853	852,114,504

Revenue Projections

Assumption	Market Data
25% of the SMB membership, averaged out across the board, will shop or sell at SMB sites.	95% of Austria, German, and Canadian Online users shop online. Europe and North America are both at 85%. 44% of Teens have purchased something online.
Of the 25% that do Purchase (or sell) each will make an average of only 1 purchase and 1 sale each month.	UK and German shoppers average seven and six purchases respectively each month. In Asia Pacific, the average number of purchases per month is five, in the U.S. 4, Canada 5, and Latin America is at 3.
The average purchase or sale by each member will be \$29.00 – the min. price of a BIZPAK Page.	Teens spent an average of \$73.00 on their last online purchase.
Each SMB member will generate at most 1.1 new members over their entire membership life.	User-Generated sites like SMB are growing in membership at rates between 185% and 580%.
SMB receives \$1.25 each time a BIZPAK Page is sold.	Set price with affiliate alliance provider.
SMB will earn ½ of the BIZPAK Page revenue from single sales each month.	Best guess.
SMB will earn \$1.00 in advertising revenue per member in years 1 & 2. In years 3-5 it drops to .50 cents.	This as a result of all advertising across the board from SMB ad space sales, Google Ad Sense clicks, Amazon sales by SMB members to public, all SMB affiliate revenue.

Revenue Assumptions					
	Year 1	Year 2	Year 3	Year 4	Year 5
Members					
	\$52,215,242	\$421,227,072	\$616,985,999	\$1,012,719,049	\$1,310,258,339
Members Sales Goods/Services					
	\$26,107,621	\$210,613,536	\$308,492,999	\$506,359,525	\$655,129,170
Affiliates Revenue					
	\$167,088,774	\$2,021,889,944	\$2,221,149,595	\$3,645,788,577	\$4,716,930,021

For purposes of adding in the additional 1.1 referral, the Company projected 7 days (a week) before new authors and affiliates will start offering products, invitations, or freebie to contacts within their circle of influence. The reason for this confidence is that the Company facilitates this process by giving members the necessary tools and instructions to accomplish this in a few easy steps. Statistics for ‘socially networked’ and ‘user generated’ sites support this presumption and have growth rates that exceed the overall growth rate of the Internet by orders of magnitude.

Projected expenses

Expenses					
	Year 1	Year 2	Year 3	Year 4	Year 5
Personnel	\$5,065,000	\$31,000,000	\$97,500,000	\$154,000,000	\$174,000,000
Programming	\$365,000	\$3,500,000	\$6,000,000	\$6,000,000	\$6,000,000
Legal	\$580,000	\$775,000	\$1,600,000	\$2,100,000	\$2,100,000
Hardware	\$5,896,600	\$6,750,000	\$7,500,000	\$6,000,000	\$20,000,000
Software	\$1,450,000	\$3,250,000	\$3,000,000	\$1,200,000	\$1,200,000
Miscellaneous	\$1,083,000	\$5,000,000	\$15,500,000	\$15,500,000	\$27,000,000
Marketing	\$1,300,000	\$150,000,000	\$180,000,000	\$240,000,000	\$300,000,000
Total Expenses	\$15,739,600	\$200,275,000	\$311,100,000	\$424,800,000	\$530,300,000

Capital Expenditures

a) Capital expenditures for the next five years are shown below

Capital Expenditures					
	Year 1	Year 2	Year 3	Year 4	Year 5
CapEx Expenses	\$9,563,600	\$1,000,000	\$1,000,000	\$1,000,000	\$1,000,000

Taxes

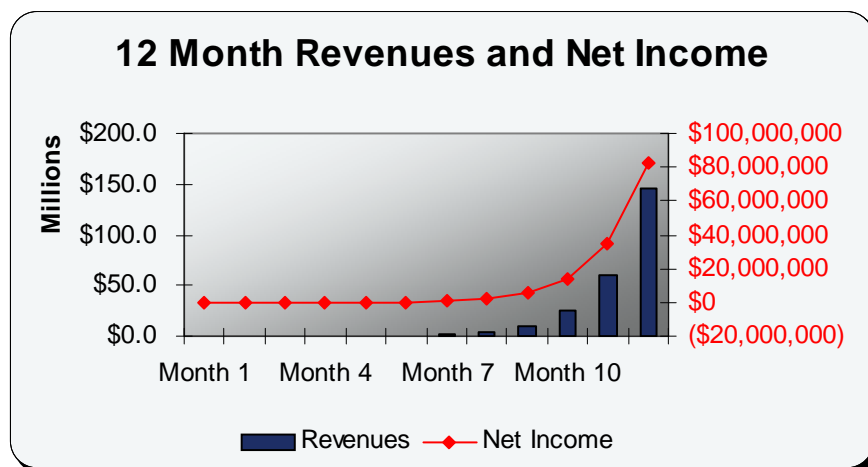
Taxes are calculated at a combined state and federal rate of 40%.

Cash Flow

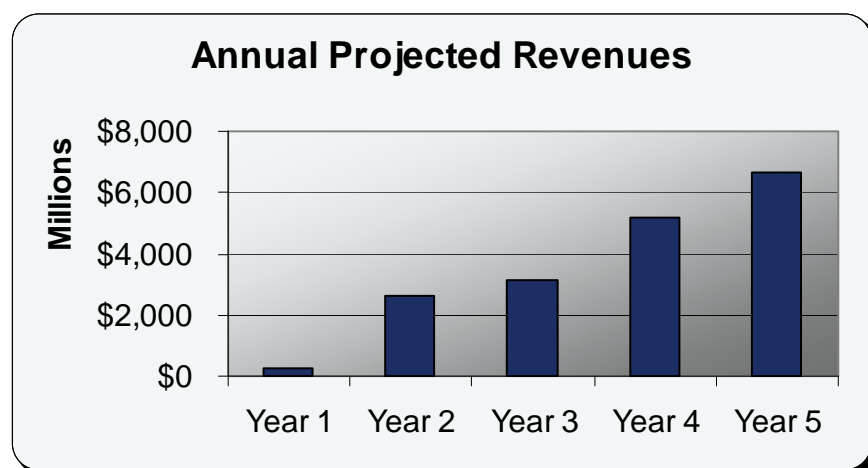
- a) Receivables average 0 days
- b) Payables average 30 days.

Profit and Loss

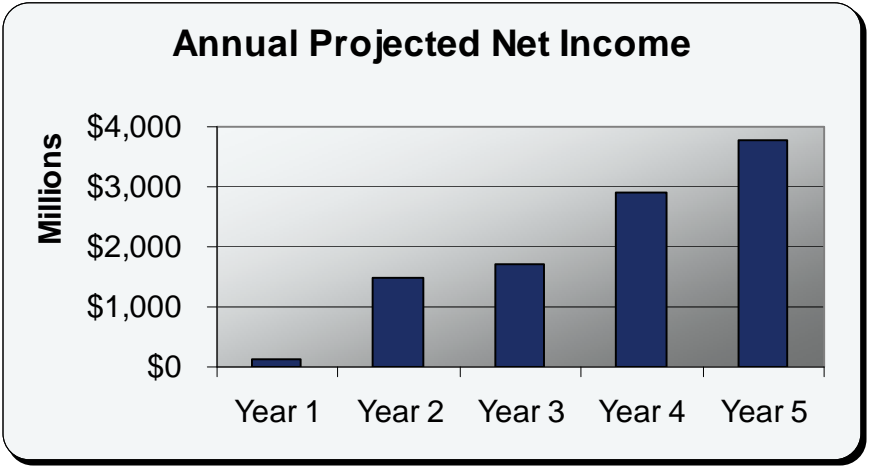
SMB projects significant revenue growth over the next twelve months. The Company anticipates it can grow monthly revenues to \$144 million. This will generate a net income of more than \$137 million in this twelve-month period. The graph below shows the twelve-month growth in revenues and net income.



On an annualized basis, SMB's planned operations will result in a revenue stream of \$2.6 billion in Year 2 and in excess of \$6.7 billion within five years. (See graph)



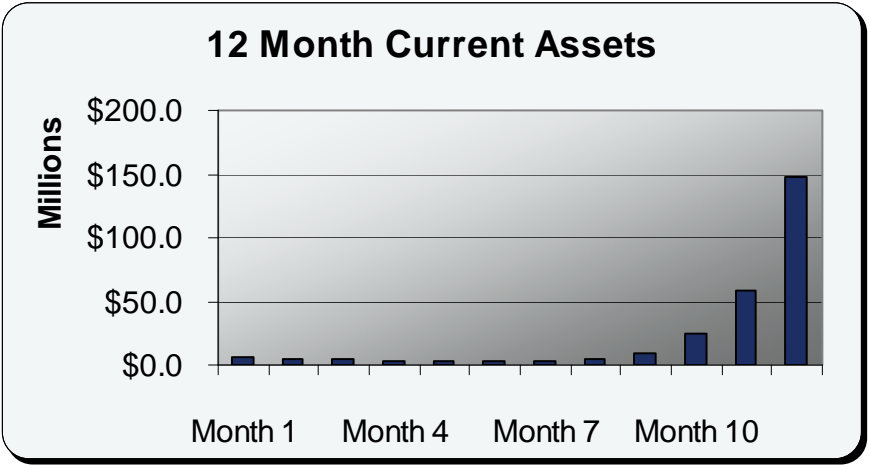
The Company believes it will be profitable on an annual basis. Profitability (net income) grows to \$3.8 billion in Year 5.



A full set of P&L projections (monthly for twelve months and annually for five years) is shown in the Appendix.

Balance Sheet

With the projected top line revenues, management of expenses and the expected financial investment the Company’s balance sheet remains strong. (See graph below)

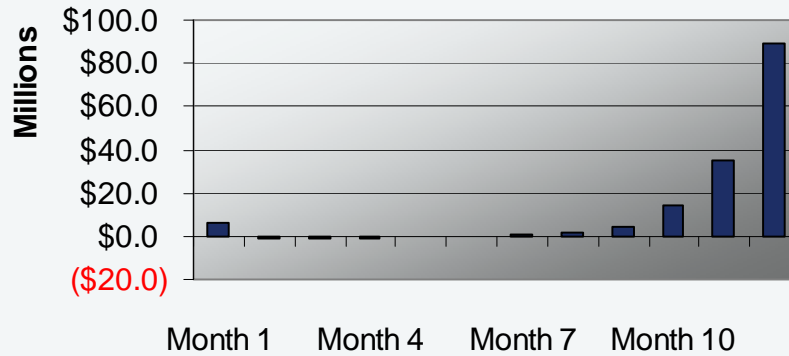


Full balance sheet details (monthly for twelve months and annually for five years) are shown in the Appendix.

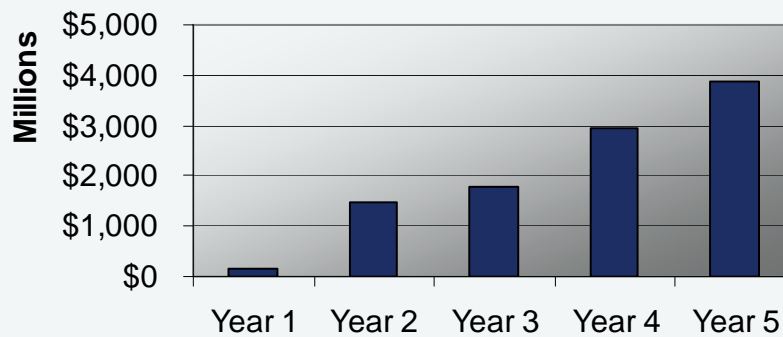
Cash Flow

SMB’s operations show adequate cash flow to support the business. The twelve-month and five-year cash projections are positive, as profitability remains strong. This is shown in the following graphs.

12 Month Cash Flow



Annual Projected Cash Flow

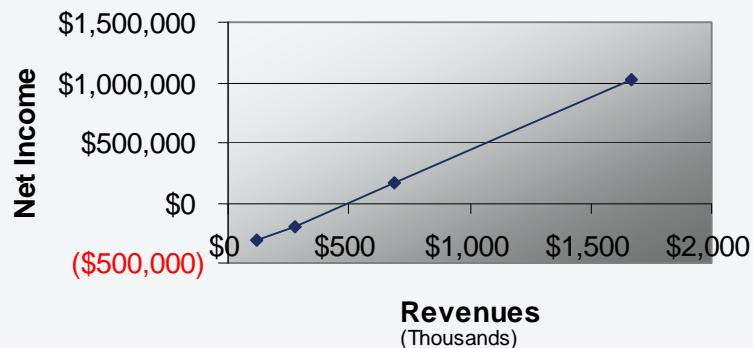


Complete monthly cash flow statements for the next twelve months and annually for the next five years are shown in the Appendix.

Break Even Analysis

SMB's operations reach monthly profitability with about \$500,000 in monthly revenues.

Monthly Break Even Analysis



IX. Use of Proceeds

Use of Proceeds

The Company requires \$10.25 million in capital to execute this business plan. The following table shows the sources and uses of those funds.

Sources and Uses of Proceeds	
Sources	
Loan	\$0
Equity	\$10,250,000
Total Sources	\$10,250,000
Uses	
Pre-launch expenses	\$173,200
Pre-launch marketing	\$4,000,000
Pre-launch software	\$0
Pre-launch hardware	\$14,200
Pre-launch legal	\$15,000
Pre-launch programming	\$0
Misc	\$25,000
Working Capital	\$6,022,600
Total Uses	\$10,250,000

Capital Improvements

The Company will open operations by leasing its office space. It is anticipated that minimal capital improvements will be needed.

Equipment, Computer, Software, and Other Purchases

SMB will spend \$9.56 million in Year 1 and \$1.0 million in Year 2 on items to equip the office area and install necessary IT infrastructure. These purchases will include, but not be limited to, the following:

Capital Expenditures					
	Year 1	Year 2	Year 3	Year 4	Year 5
Pre-launch expenses	\$3,410,300	\$0	\$0	\$0	\$0
Pre-launch marketing	\$4,000,000	\$0	\$0	\$0	\$0
Pre-launch software	\$421,000	\$0	\$0	\$0	\$0
Pre-launch hardware	\$185,300	\$0	\$0	\$0	\$0
Pre-launch legal	\$85,000	\$0	\$0	\$0	\$0
Pre-launch programming	\$605,500	\$0	\$0	\$0	\$0
Misc	\$856,500	\$1,000,000	\$1,000,000	\$1,000,000	\$1,000,000
Total Expenditures	\$9,563,600	\$1,000,000	\$1,000,000	\$1,000,000	\$1,000,000



Staff Additions

As has been detailed earlier in this plan, the Company will be hiring professional staff to support operations and service customers. Some of the funds will be used to cover hiring and employee start-up expenses.

Working Capital

The remaining capital investment will be used for working capital to support sales, marketing, and administrative expenses.

X. Investor Return Strategy

SMB is seeking a \$10.25 million equity investment to execute its business plan. The Company believes that the investor can achieve a fair return on this investment.

The amount requested provides the Company with adequate cash reserve should revenue targets take longer to reach. Furthermore, management believes the business plan and pro forma's presented here illustrate that this investment carries a reasonable level of risk to the investor.

Potential Valuations

Investor return should come through increased valuation of the Company as revenues grow, the balance sheet becomes stronger, and the Company attains a market leadership position.

The Company believes that it can achieve an excellent valuation in the next five years. The following table shows some analogous industry players and their current (12/23/06) P/E (Price to Earnings or Price to EBITDA) ratios.

Industry Comparisons		
Internet Services	PE	42.40
eBay	PE	40.90
Amazon	PE	58.50
Yahoo	PE	32.30
Google	PE	57.80

Using the above multiples as the high end and current private equity financing P/E ratios as the low end, SMB believes it can achieve potential valuations as follow.

Potential Valuations (millions)		
	Year 4	Year 5
EBITDA Multiple		
10.00	\$47,401	\$61,520
20.00	\$94,801	\$123,040
40.00	\$189,603	\$246,081

The Company plans to expand its markets served and thereby increase the scale, market value and attractiveness of the business. Management of the Company will work with

investors to pursue appropriate investor exit strategies.

Value Comparison Data

- July 2005 - News Corp (Rupert Murdoch) engineered a \$580 million takeover of Intermix Media Inc., which held *MySpace.com*.
- May 2006 – Facebook, started by Mark Zuckerberg and sophomores at Harvard University, turns down offer from Viacom for \$750 million. As the seventh-most trafficked site on the Internet, according to comScore Media, it hopes to fetch a bid of \$2 billion.
- April 2006 - Now a startup called Visible Path is hoping to harness the popularity of Web-networking to create a tool for businesses. The closely held company in Foster City, Calif., has just raised \$17 million in a second round of venture-capital funding, BusinessWeek Online has learned. The fund includes \$10 million from Menlo Ventures, \$5 million from Kleiner Perkins, and \$2 million from Integral Capital Partners, according to Visible Path CEO Antony Brydon .
- October 2006 – Google purchases YouTube for \$1.65,000,000,000.00 (Billion) after less than a year from it's official launch.

Exit Alternatives

Depending upon the level of success achieved by the Company, and investment in SMB is likely to provide several attractive exit alternatives. These include:

Exit Opportunity	Value Proposition
Financial Buyer	<ul style="list-style-type: none"> - Strong cash flow - Market leadership
Worldwide Media Company	<ul style="list-style-type: none"> - Complimentary product - Large customer base - Ability to leverage media assets
Internet Portal or Business	<ul style="list-style-type: none"> - Adds to existing core Internet business - Expands online community - Enhances revenue through focused advertising opportunities

XI. References

- ¹ 2006 “Internet Usage and Broadband Usage Report”, (Internet World Stats Usage and Population, 2006) Article Found at:
<<http://www.hollywoodreporter.com>>
- ² 2006 “U. S. Internet Usage”, (E-Marketer Internet, Business and E-Commerce Statistics, December 22, 2006) Article Found at:
<<http://www.emarketer.com/>>
- ³ 2006 “The Market: Global Purchasing & User Demographics, (Internet World Stats December 31, 2005) Article Found at:
<<http://www.internetworldstats.com>>
- ⁴ 2006 “Top 10 Social Networking Sites See 47% Growth”, (By Marshall Kirkpatrick, Social Networking, May 17, 2006) Article Found at:
<<http://www.socialsoftware.weblogsinc.com/2006/05/17/top-10-social-Networking-sites-see-47-growth>>
- ⁵ 2006 “U.S. Teens Graduate from Choosing IM Buddy Icons to Creating Elaborate Social Networking Profiles”, (By Suzy Bausch & Leilani Han, Net Ratings, October 11, 2006) Article Found at:
<http://www.netratings.com/pr/pr_061011.pdf>
- ⁶ 2006 “Social-Networking Sites Still Showing Healthy Growth”, (By Gary Bourgeault Alpha Marketer, May 13, 2006) Article Found at:
<http://www.thealphamarketer.com/2006/05/socialnetworking_sites_still_s.html>
- ⁷ 2006 “Social Media and E-Commerce Converging: Report”, (By Matthew G. Nelson Clickz, E-Commerce and Social Media, October 12, 2006) Article Found at:
<<http://www.clickz.com/showPage.html?page=3623667>>
- ⁸ 2006 “Sites Have Caught on to Social Shopping, But Have Shoppers”, (By Kate Kaye, Clickz News; November 27, 2006) Article Found at:
<<http://www.clickz.com/showPage.html?page=3624025>>
- ⁹ 2006 “Online Holiday Spending Up 26% Over 2005; Procrastinators Fuel Last Minute Rush”, (ComScore Networks, RTO, December 22, 2006) Article Found at:
<<http://www.rtoonline.com/Content/Article/Dec06/HolidayOnlineSpendingReport122206.asp>>

APPENDICES

APPENDICES

Pro Forma - 12 Month P & L

Profit and Loss Statement															
		Month 1	Month 2	Month 3	Month 4	Month 5	Month 6	Month 7	Month 8	Month 9	Month 10	Month 11	Month 12	12 Month Total	
		Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj		
Revenues															
	BizPaks Revenue	\$1,678	\$4,098	\$10,004	\$24,425	\$59,631	\$145,584	\$355,429	\$867,747	\$2,118,523	\$5,172,175	\$12,627,381	\$30,828,566	\$52,215,242	
	Members Sales Goods/Services	\$839	\$2,049	\$5,002	\$12,212	\$29,816	\$72,792	\$177,715	\$433,873	\$1,059,261	\$2,586,088	\$6,313,690	\$15,414,283	\$26,107,621	
	Affiliates Revenue	\$5,371	\$13,113	\$32,014	\$78,160	\$190,820	\$465,868	\$1,137,373	\$2,776,790	\$6,779,273	\$16,550,960	\$40,407,618	\$98,651,412	\$167,088,774	
	Total Revenues	\$7,889	\$19,260	\$47,021	\$114,797	\$280,266	\$684,244	\$1,670,517	\$4,078,411	\$9,957,058	\$24,309,223	\$59,348,689	\$144,894,261	\$245,411,636	
				\$74,169			\$1,079,307			\$15,705,986			\$228,552,174		
Expenses															
	Personnel	\$213,000	\$213,000	\$228,000	\$228,000	\$263,000	\$290,000	\$310,000	\$410,000	\$510,000	\$650,000	\$750,000	\$1,000,000	\$5,065,000	
	Programming	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$15,000	\$25,000	\$25,000	\$25,000	\$50,000	\$50,000	\$100,000	\$365,000	
	Legal	\$5,000	\$5,000	\$5,000	\$5,000	\$5,000	\$5,000	\$10,000	\$10,000	\$10,000	\$10,000	\$10,000	\$500,000	\$580,000	
	Hardware	\$800	\$800	\$10,000	\$10,000	\$10,000	\$15,000	\$50,000	\$100,000	\$100,000	\$500,000	\$100,000	\$5,000,000	\$5,896,600	
	Software	\$0	\$0	\$10,000	\$10,000	\$10,000	\$20,000	\$25,000	\$25,000	\$250,000	\$50,000	\$50,000	\$1,000,000	\$1,450,000	
	Miscellaneous	\$18,000	\$18,000	\$18,000	\$18,000	\$18,000	\$18,000	\$50,000	\$100,000	\$100,000	\$125,000	\$250,000	\$350,000	\$1,083,000	
	Marketing	\$50,000	\$50,000	\$50,000	\$50,000	\$50,000	\$50,000	\$50,000	\$50,000	\$150,000	\$250,000	\$250,000	\$250,000	\$1,300,000	
	Total Expenses	\$301,800	\$301,800	\$336,000	\$336,000	\$371,000	\$413,000	\$520,000	\$720,000	\$1,145,000	\$1,635,000	\$1,460,000	\$8,200,000	\$15,739,600	
Operating Profit (Loss) - EBITDA		(\$293,911)	(\$282,540)	(\$288,979)	(\$221,203)	(\$90,734)	\$271,244	\$1,150,517	\$3,358,411	\$8,812,058	\$22,674,223	\$57,888,689	\$136,694,261	\$229,672,036	
Other Income/Expense															
	Depreciation	(\$70,457)	(\$82,405)	(\$91,020)	(\$99,637)	(\$107,237)	(\$114,932)	(\$126,048)	(\$140,777)	(\$159,393)	(\$159,393)	(\$159,393)	(\$159,393)	(\$1,470,085)	
	Other Income/(Expense)	\$0	\$12,564	\$10,508	\$8,922	\$7,402	\$6,352	\$6,056	\$7,299	\$10,528	\$20,248	\$49,769	\$121,961	\$261,607	
	Loan Interest	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
	Total Other	(\$70,457)	(\$69,841)	(\$80,512)	(\$90,715)	(\$99,834)	(\$108,580)	(\$119,993)	(\$133,478)	(\$148,865)	(\$139,146)	(\$109,624)	(\$37,433)	(\$1,208,478)	
EBT		(\$364,368)	(\$352,382)	(\$369,492)	(\$311,918)	(\$190,568)	\$162,664	\$1,030,524	\$3,224,933	\$8,663,193	\$22,535,077	\$57,779,065	\$136,656,829	\$228,463,558	
	Taxes	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$1,131,758	\$3,465,277	\$9,014,031	\$23,111,626	\$54,662,731	\$91,385,423	
Net Income		(\$364,368)	(\$352,382)	(\$369,492)	(\$311,918)	(\$190,568)	\$162,664	\$1,030,524	\$2,093,175	\$5,197,916	\$13,521,046	\$34,667,439	\$81,994,097	\$137,078,135	

Pro Forma - 12 Month Balance Sheet

Balance Sheet			Month 1	Month 2	Month 3	Month 4	Month 5	Month 6	Month 7	Month 8	Month 9	Month 10	Month 11	Month 12
		Opening	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj
Assets														
Current Assets														
Cash	\$0	\$6,030,489	\$5,043,612	\$4,282,440	\$3,553,159	\$3,048,828	\$2,906,723	\$3,503,296	\$5,053,548	\$9,718,857	\$23,889,297	\$58,541,129	\$147,434,620	
Accounts Receivable	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Inventory	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Other Current Assets	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Current Assets	\$0	\$6,030,489	\$5,043,612	\$4,282,440	\$3,553,159	\$3,048,828	\$2,906,723	\$3,503,296	\$5,053,548	\$9,718,857	\$23,889,297	\$58,541,129	\$147,434,620	
Fixed Assets														
Equipment and Other	\$0	\$4,227,400	\$4,944,300	\$5,461,200	\$5,978,200	\$6,434,200	\$6,895,900	\$7,562,900	\$8,446,600	\$9,563,600	\$9,563,600	\$9,563,600	\$9,563,600	
Accumulated Depreciation	\$0	(\$70,457)	(\$152,862)	(\$243,882)	(\$343,518)	(\$450,755)	(\$565,687)	(\$691,735)	(\$832,512)	(\$991,905)	(\$1,151,298)	(\$1,310,692)	(\$1,470,085)	
Total Fixed Assets	\$0	\$4,156,943	\$4,791,438	\$5,217,318	\$5,634,682	\$5,983,445	\$6,330,213	\$6,871,165	\$7,614,088	\$8,571,695	\$8,412,302	\$8,252,908	\$8,093,515	
Intangibles														
Intangibles	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Accumulated Depreciation	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Intangible Assets	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Assets	\$0	\$10,187,432	\$9,835,050	\$9,499,759	\$9,187,841	\$9,032,273	\$9,236,937	\$10,374,461	\$12,667,636	\$18,290,552	\$32,301,598	\$66,794,038	\$155,528,135	
Liabilities and Equity														
Current Liabilities														
Accounts Payable	\$0	\$301,800	\$301,800	\$336,000	\$336,000	\$371,000	\$413,000	\$520,000	\$720,000	\$1,145,000	\$1,635,000	\$1,460,000	\$8,200,000	
Other Current Liabilities	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Current Liabilities	\$0	\$301,800	\$301,800	\$336,000	\$336,000	\$371,000	\$413,000	\$520,000	\$720,000	\$1,145,000	\$1,635,000	\$1,460,000	\$8,200,000	
Long Term Liabilities														
Bank Note	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Long Term Liabilities	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Liabilities	\$0	\$301,800	\$301,800	\$336,000	\$336,000	\$371,000	\$413,000	\$520,000	\$720,000	\$1,145,000	\$1,635,000	\$1,460,000	\$8,200,000	
Shareholder Equity														
Preferred Stock	\$0	\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000	
Common Stock	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Additional Paid in Capital	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Retained Earnings	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Current Year Income (Loss)	\$0	(\$364,368)	(\$716,750)	(\$1,086,241)	(\$1,398,159)	(\$1,588,727)	(\$1,426,063)	(\$395,539)	\$1,697,636	\$6,895,552	\$20,416,598	\$55,084,038	\$137,078,135	
Total Shareholder Equity	\$0	\$9,885,632	\$9,533,250	\$9,163,759	\$8,851,841	\$8,661,273	\$8,823,937	\$9,854,461	\$11,947,636	\$17,145,552	\$30,666,598	\$65,334,038	\$147,328,135	
Total Liabilities and Equity	\$0	\$10,187,432	\$9,835,050	\$9,499,759	\$9,187,841	\$9,032,273	\$9,236,937	\$10,374,461	\$12,667,636	\$18,290,552	\$32,301,598	\$66,794,038	\$155,528,135	

APPENDICES

Pro Forma - 12 Month Cash Flow

Cash Flow Analysis														
	Month 1	Month 2	Month 3	Month 4	Month 5	Month 6	Month 7	Month 8	Month 9	Month 10	Month 11	Month 12	Totals	
	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj	Proj		
Cash from Operations														
Net Income	(\$364,368)	(\$352,382)	(\$369,492)	(\$311,918)	(\$190,568)	\$162,664	\$1,030,524	\$2,093,175	\$5,197,916	\$13,521,046	\$34,667,439	\$81,994,097	\$137,078,135	
Accounts Receivable Increase	(\$7,889)	(\$19,260)	(\$47,021)	(\$114,797)	(\$280,266)	(\$684,244)	(\$1,670,517)	(\$4,078,411)	(\$9,957,058)	(\$24,309,223)	(\$59,348,689)	(\$144,894,261)	(\$245,411,636)	
Accounts Receivable Paid	\$7,889	\$19,260	\$47,021	\$114,797	\$280,266	\$684,244	\$1,670,517	\$4,078,411	\$9,957,058	\$24,309,223	\$59,348,689	\$144,894,261	\$245,411,636	
Change in Inventory	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Accounts Payable Increase	\$301,800	\$301,800	\$336,000	\$336,000	\$371,000	\$413,000	\$520,000	\$720,000	\$1,145,000	\$1,635,000	\$1,460,000	\$8,200,000	\$15,739,600	
Accounts Payable Paid	\$0	(\$301,800)	(\$301,800)	(\$336,000)	(\$336,000)	(\$371,000)	(\$413,000)	(\$520,000)	(\$720,000)	(\$1,145,000)	(\$1,635,000)	(\$1,460,000)	(\$7,539,600)	
Add Back Note interest	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Add Back Depreciation&Amortization	\$70,457	\$82,405	\$91,020	\$99,637	\$107,237	\$114,932	\$126,048	\$140,777	\$159,393	\$159,393	\$159,393	\$159,393	\$1,470,085	
Total Cash from Operations	\$7,889	(\$269,977)	(\$244,272)	(\$212,281)	(\$48,331)	\$319,596	\$1,263,573	\$2,433,952	\$5,782,309	\$14,170,440	\$34,651,833	\$88,893,490	\$146,748,220	
Cash from Investing														
Purchases of P&E	(\$4,227,400)	(\$716,900)	(\$516,900)	(\$517,000)	(\$456,000)	(\$461,700)	(\$667,000)	(\$883,700)	(\$1,117,000)	\$0	\$0	\$0	(\$9,563,600)	
Purchases of Intangibles	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Total Cash from Investing	(\$4,227,400)	(\$716,900)	(\$516,900)	(\$517,000)	(\$456,000)	(\$461,700)	(\$667,000)	(\$883,700)	(\$1,117,000)	\$0	\$0	\$0	(\$9,563,600)	
Cash from Financing														
Proceeds from Debt	\$0													
Payments on Debt	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	
Equity	\$10,250,000												\$10,250,000	
Total Cash from Financing	\$10,250,000	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$10,250,000	
Change in Cash	\$6,030,489	(\$986,877)	(\$761,172)	(\$729,281)	(\$504,331)	(\$142,104)	\$596,573	\$1,550,252	\$4,665,309	\$14,170,440	\$34,651,833	\$88,893,490	\$147,434,620	
Opening Balance	\$0	\$6,030,489	\$5,043,612	\$4,282,440	\$3,553,159	\$3,048,828	\$2,906,723	\$3,503,296	\$5,053,548	\$9,718,857	\$23,889,297	\$58,541,129		
Ending Cash Balance	\$6,030,489	\$5,043,612	\$4,282,440	\$3,553,159	\$3,048,828	\$2,906,723	\$3,503,296	\$5,053,548	\$9,718,857	\$23,889,297	\$58,541,129	\$147,434,620		

Pro Forma – 5 Year P & L

Profit and Loss Statement						
		Year 1	Year 2	Year 3	Year 4	Year 5
		Proj	Proj	Proj	Proj	Proj
Revenues						
	BizPaks Revenue	\$52,215,242	\$421,227,072	\$616,985,999	\$1,012,719,049	\$1,310,258,339
	Members Sales Goods/Service	\$26,107,621	\$210,613,536	\$308,492,999	\$506,359,525	\$655,129,170
	Affiliates Revenue	\$167,088,774	\$2,021,889,944	\$2,221,149,595	\$3,645,788,577	\$4,716,930,021
	Total Revenues	\$245,411,636	\$2,653,730,552	\$3,146,628,593	\$5,164,867,151	\$6,682,317,530
Expenses						
	Personnel	\$5,065,000	\$31,000,000	\$97,500,000	\$154,000,000	\$174,000,000
	Programming	\$365,000	\$3,500,000	\$6,000,000	\$6,000,000	\$6,000,000
	Legal	\$580,000	\$775,000	\$1,600,000	\$2,100,000	\$2,100,000
	Hardware	\$5,896,600	\$6,750,000	\$7,500,000	\$6,000,000	\$20,000,000
	Software	\$1,450,000	\$3,250,000	\$3,000,000	\$1,200,000	\$1,200,000
	Miscellaneous	\$1,083,000	\$5,000,000	\$15,500,000	\$15,500,000	\$27,000,000
	Marketing	\$1,300,000	\$150,000,000	\$180,000,000	\$240,000,000	\$300,000,000
	Total Expenses	\$15,739,600	\$200,275,000	\$311,100,000	\$424,800,000	\$530,300,000
Operating Profit (loss)		\$229,672,036	\$2,453,455,552	\$2,835,528,593	\$4,740,067,151	\$6,152,017,530
		93.6%	92.5%	90.1%	91.8%	92.1%
Other Income/Expense						
	Depreciation	(\$1,470,085)	(\$2,112,720)	(\$2,312,720)	(\$2,512,720)	(\$2,712,720)
	Other Income/(Expense)	\$261,607	\$3,685,865	\$40,989,144	\$85,200,402	\$159,112,668
	Loan Interest	\$0	\$0	\$0	\$0	\$0
	Total Other	(\$1,208,478)	\$1,573,145	\$38,676,424	\$82,687,682	\$156,399,948
EBT		\$228,463,558	\$2,455,028,698	\$2,874,205,018	\$4,822,754,833	\$6,308,417,478
	Taxes	\$91,385,423	\$982,011,479	\$1,149,682,007	\$1,929,101,933	\$2,523,366,991
Net Income		\$137,078,135	\$1,473,017,219	\$1,724,523,011	\$2,893,652,900	\$3,785,050,487
		55.9%	55.5%	54.8%	56.0%	56.6%

Pro Forma – 5 Year Balance Sheet

Balance Sheet		Year 1	Year 2	Year 3	Year 4	Year 5
		Proj	Proj	Proj	Proj	Proj
Assets						
Current Assets						
Cash		\$147,434,620	\$1,639,565,775	\$3,408,016,089	\$6,364,506,709	\$10,230,861,582
Accounts Receivable		\$0	\$0	\$0	\$0	\$0
Inventory		\$0	\$0	\$0	\$0	\$0
Other Current Assets		\$0	\$0	\$0	\$0	\$0
Total Current Assets		\$147,434,620	\$1,639,565,775	\$3,408,016,089	\$6,364,506,709	\$10,230,861,582
Fixed Assets						
Equipment and Other		\$9,563,600	\$10,563,600	\$11,563,600	\$12,563,600	\$13,563,600
Accumulated Depreciation		(\$1,470,085)	(\$3,582,805)	(\$5,895,525)	(\$8,408,245)	(\$11,120,965)
Total Fixed Assets		\$8,093,515	\$6,980,795	\$5,668,075	\$4,155,355	\$2,442,635
Intangibles						
Intangibles		\$0	\$0	\$0	\$0	\$0
Accumulated Depreciation		\$0	\$0	\$0	\$0	\$0
Total Other Assets		\$0	\$0	\$0	\$0	\$0
Total Assets		\$155,528,135	\$1,646,546,570	\$3,413,684,164	\$6,368,662,064	\$10,233,304,217
Liabilities and Equity						
Current Liabilities						
Accounts Payable		\$8,200,000	\$26,201,217	\$68,815,800	\$130,140,800	\$209,732,467
Other Current Liabilities		\$0	\$0	\$0	\$0	\$0
Total Current Liabilities		\$8,200,000	\$26,201,217	\$68,815,800	\$130,140,800	\$209,732,467
Long Term Liabilities						
Bank Note		\$0	\$0	\$0	\$0	\$0
Total Long Term Liabilities		\$0	\$0	\$0	\$0	\$0
Total Liabilities		\$8,200,000	\$26,201,217	\$68,815,800	\$130,140,800	\$209,732,467
Shareholder Equity						
Preferred Stock		\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000	\$10,250,000
Common Stock		\$0	\$0	\$0	\$0	\$0
Additional Paid in Capital		\$0	\$0	\$0	\$0	\$0
Retained Earnings		\$0	\$137,078,135	\$1,610,095,353	\$3,334,618,364	\$6,228,271,264
Current Year Income (Loss)		\$137,078,135	\$1,473,017,219	\$1,724,523,011	\$2,893,652,900	\$3,785,050,487
Total Shareholder Equity		\$147,328,135	\$1,620,345,353	\$3,344,868,364	\$6,238,521,264	\$10,023,571,750
Total Liabilities and Equity		\$155,528,135	\$1,646,546,570	\$3,413,684,164	\$6,368,662,064	\$10,233,304,217

Pro Forma – 5 Year Cash Flow

Cash Flow Analysis		Year 1	Year 2	Year 3	Year 4	Year 5
		<i>Proj</i>	<i>Proj</i>	<i>Proj</i>	<i>Proj</i>	<i>Proj</i>
Cash from Operations						
Net Income		\$137,078,135	\$1,473,017,219	\$1,724,523,011	\$2,893,652,900	\$3,785,050,487
Accounts Receivable Increase		(\$245,411,636)	(\$2,653,730,552)	(\$3,146,628,593)	(\$5,164,867,151)	(\$6,682,317,530)
Accounts Receivable Paid		\$245,411,636	\$2,653,730,552	\$3,146,628,593	\$5,164,867,151	\$6,682,317,530
Change in Inventory		\$0	\$0	\$0	\$0	\$0
Accounts Payable Increase		\$15,739,600	\$200,275,000	\$311,100,000	\$424,800,000	\$530,300,000
Accounts Payable Paid		(\$7,539,600)	(\$182,273,783)	(\$268,485,417)	(\$363,475,000)	(\$450,708,333)
Add Back Note interest		\$0	\$0	\$0	\$0	\$0
Add Back Depreciation&Amortization		\$1,470,085	\$2,112,720	\$2,312,720	\$2,512,720	\$2,712,720
Total Cash from Operations		\$146,748,220	\$1,493,131,155	\$1,769,450,314	\$2,957,490,620	\$3,867,354,873
Cash from Investing						
Purchases of P&E		(\$9,563,600)	(\$1,000,000)	(\$1,000,000)	(\$1,000,000)	(\$1,000,000)
Purchases of Intangibles		\$0	\$0	\$0	\$0	\$0
Total Cash from Investing		(\$9,563,600)	(\$1,000,000)	(\$1,000,000)	(\$1,000,000)	(\$1,000,000)
Cash from Financing						
Proceeds from Debt		\$0				
Payments on Debt		\$0	\$0	\$0	\$0	\$0
Equity		\$10,250,000	\$0	\$0	\$0	\$0
Total Cash from Financing		\$10,250,000	\$0	\$0	\$0	\$0
Change in Cash		\$147,434,620	\$1,492,131,155	\$1,768,450,314	\$2,956,490,620	\$3,866,354,873
Opening Balance		\$0	\$147,434,620	\$1,639,565,775	\$3,408,016,089	\$6,364,506,709
Ending Cash Balance		\$147,434,620	\$1,639,565,775	\$3,408,016,089	\$6,364,506,709	\$10,230,861,582



Development Requirements

Hardware

- 16 P4 Dual Processor Windows Servers
- Two Cisco 503 PIX Firewall
- Associated Cabling

Software

- Windows 2003 Enterprise Server x 8 (Operating System)
- Microsoft SQL 2003 Standard Server x 8 (Database)
- Custom Shopping Application on .NET Framework (Shopping Cart)
- Classified Ads Application (Digital Publishing)
- E-Mailing List Application (Product Promotions)
- Macrobank (Inter-Account Banking Software)
- DynaPortal Software as needed

Programming

- Custom Shopping Application
- Server Configuration (Three Servers)
- Classified Ads Configuration
- SQL Configuration (Three Servers)
- Dual/Triple Server Integration for Online Redundancy and Backup
- Configuration/Programming Refinements
- Publishing Programming allowing; Upload, Placement, & Pricing
- Distribution BIZPAK Model Programming for SMB interface
- Macrobank Programming
- SMB interface Programming



Available Stock Summary

Five million shares of Private Preferred stock have been allocated as follows:

- 2% (one-hundred thousand) shares are available to investors immediately for \$2.50 (two dollars and fifty cents) per share – SOLD OUT!
- 20% (one million) shares are intended to become available January 1, 2007 for \$10.00 (Ten Dollar) per share.
- 9% (450,000) shares are reserved for trade in exchange for services, strategic alliances, or IC service contracts.
- 18% (1,800,000) shares are reserved for use as needed.
- 51% (2,550,000) shares are held by a Trust under direction of Dolphin Management