SWIFTSURE CAPITAL LLC

AdMission

Confidential Information Memorandum

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ALL INQUIRIES AND REQUESTS FOR FURTHER INFORMATION SHOULD BE DIRECTED TO ONE OF THE FOLLOWING:

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I. Executive Summary

Objective. Management buyout of business unit from a publicly-held parent company.

Funding. \$3.5 million in equity funding

Business.

- Web-based enhanced ad creation and display tools that enable publishers to accelerate and monetize the migration of individual & small business advertisers online
- Client licenses its technology as an ASP service to content aggregators, newspaper classifieds, yellow pages and local search publishers
- Publishers generate incremental revenue with 70-85% gross margins by up-selling Client's products as a premium advertisement enhancement, online and in print
- Reoccurring revenue streams of monthly transaction fees based on # ads sold, Client retains 15-30% of transaction value
- 75% of 2005 revenues expected to be generated from customers under contract today
- First to market with significant barriers to entry for competition
- Dominant channel position in newspapers and early entry into yellow page market

Market Opportunity.

- Market Trend. Local SME advertising is migrating from print to online; online U.S. revenues will grow 2.5 times from \$8.4 billion in 2004 to \$21.3 billion in 2008, print will remain flat
- **New Competition.** New online entrants (eBay, Google, Yahoo) are placing traditional print publishers (newspaper classifieds, yellow pages) under attack for local SME advertising dollars
- **Defense.** Traditional publishers need to offer better, easier tools for SME's to create and display ads online, but lack expertise to do so
- Solution. Client sees an opportunity to provide traditional publishers with a world-class online ad creation & display capability today
- Addressable Market. Client estimates its addressable market will grow from \$1.2 million in 2004 to \$45.6 million in 2008
- Market Share. Client expects to achieve over 40% market share by 2008

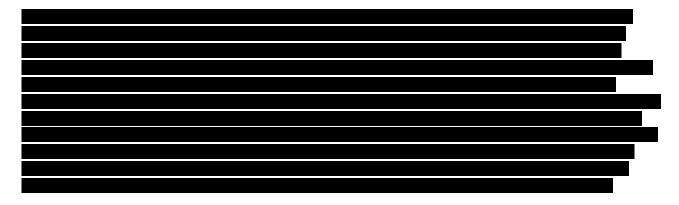
Intellectual Property. Client owns broad-based patents on technology and processes related to the collection, transformation and distribution of media on the Internet.

Exit Strategy. Strategic sale to a newspaper group, yellow pages or local search provider

The Transaction: Swiftsure is sponsoring a management buyout of the IPIX AdMission assets and on November 24, 2004 Swiftsure and IPIX signed a letter of intent outlining the terms of the proposed transaction, which the parties intend to close prior to December 31, 2004. A new company, AdMission, Inc., has been formed and all related IPIX AdMission assets will be transferred or licensed to the new entity,

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including customer contracts, employees, equipment, facilities, vendor relationships and intellectual property.



Summary Pro Forma Financial Information

| | - 8 | | | | | |
|-----------------------------|----------------|-------------|--------------|--------------|--------------|--------------|
| I | Annual | | | | | |
| | 2003 | 2004 | 2005 | 2006 | 2007 | 2008 |
| (\$US) | | | | Projected | | |
| Revenues | | | | | | |
| Newspapers | \$ 72,579 | \$ 323,156 | \$ 1,554,810 | \$ 3,452,152 | \$ 5,471,572 | \$ 7,961,214 |
| Directories & Yellow Pages | 230,899 | 38,536 | 575,696 | 3,003,567 | 6,731,450 | 11,257,400 |
| Aggregators | 660,529 | 543,162 | 775,800 | 823,800 | 823,800 | 823,800 |
| Directional Advertising | 964,007 | 904,855 | 2,906,306 | 7,279,519 | 13,026,822 | 20,042,414 |
| Other | 25,372,826 | 257,612 | 181,108 | 181,108 | 181,108 | 181,108 |
| Total Revenues | 26,336,833 | 1,162,467 | 3,087,414 | 7,460,627 | 13,207,929 | 20,223,522 |
| Cost of Revenues | 6,698,944 | 2,307,365 | 1,185,945 | 1,492,125 | 2,641,586 | 4,044,704 |
| Gross Profit | 19,637,889 | (1,144,899) | 1,901,469 | 5,968,501 | 10,566,344 | 16,178,817 |
| Gross Profit | 75% | -98% | 62% | 80% | 80% | 80% |
| Operating Expenses | | | | | | |
| Sales & Marketing | 3,985,000 | 2,058,551 | 1,962,967 | 2,618,379 | 3,283,564 | 4,853,645 |
| Research & Development | 3,157,000 | 1,837,232 | 1,250,197 | 1,625,062 | 2,361,238 | 3,499,257 |
| General & Administrative | - | - | 447,971 | 596,114 | 755,576 | 1,213,411 |
| Total Operating Expenses | 7,142,000 | 3,895,783 | 3,661,135 | 4,839,554 | 6,400,379 | 9,566,313 |
| Operating Profit | 12,495,889 | (5,040,681) | (1,759,666) | 1,128,947 | 4,165,964 | 6,612,504 |
| Interest Expenses | - | - | - | - | - | - |
| Pre-tax Income | 12,495,889 | (5,040,681) | (1,759,666) | 1,128,947 | 4,165,964 | 6,612,504 |
| Income Taxes @40% _ | | | | | | |
| Net Income | 12,495,889 | (5,040,681) | (1,759,666) | 1,128,947 | 4,165,964 | 6,612,504 |
| Depreciation & Amortization | 2,971,038 | 674,474 | 488,200 | 77,478 | 64,353 | 69,978 |
| EBITDA (Cash Flow) | 15,466,927 | (4,366,208) | (1,271,466) | 1,206,425 | 4,230,317 | 6,682,482 |

Figure 1 - Income Statement

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