

**Attorneys, Investment Bankers, Venture Capitalists, Business Brokers, Lenders, Commercial Real Estate Brokers, Private Equity Firms . . .**

## Eliminate the Paper Chase with our V-Room™ Virtual Deal Rooms

**Only \$300 per Month**

(See pricing options on the last page of this brochure)

### Due Diligence

**Physical “War Room”**

**OR**

**V-Room™ Virtual Room**



*Use our secure Virtual Rooms to save time and money.*

*Allow the information to be reviewed anytime, anywhere.*

*With our tracking reports, you know who is accessing the room.*

**Get rid of the physical due diligence “war rooms” where teams of accountants, attorneys and advisors may have to spend weeks plowing through mounds of documents on a conference room table.**

**Please visit our  
DEMO  
[www.DueDiligenceOnline.com](http://www.DueDiligenceOnline.com)**

**Dan R. Bradbary**

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**DUE DILIGENCE ONLINE™**

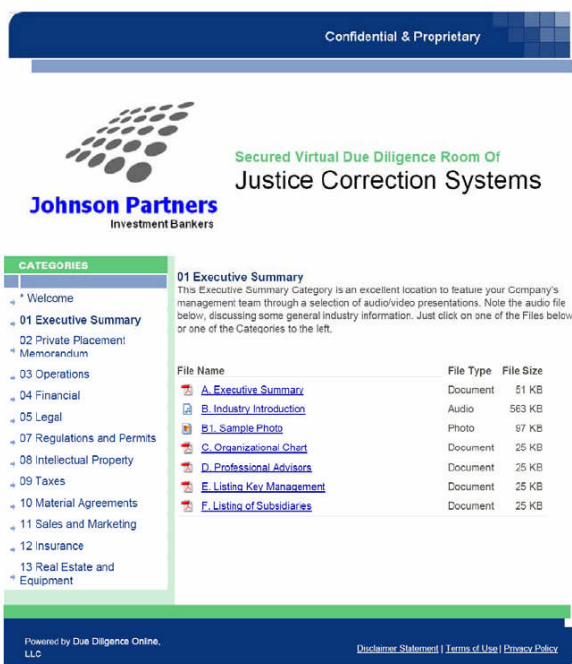
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**So how is our approach different from other online deal rooms?**

- **The cost for our Virtual Deal Room is far less than the thousands of dollars charged by others.**
- Secure SSL data encryption, the same as used by banks and Fortune 500 Companies.
- Multiple Security Levels to restrict access to certain information to only selected users.
- Dynamic “CONFIDENTIAL WATERMARKING” on every page of every document that shows the buyer’s name/identity and time of downloading.
- Private Label Branding opportunity with your logo prominently featured.
- Administer your own Virtual Room, add documents and users.
- Include your Virtual Roadshow (audio/video presentations) in addition to hundreds of documents.
- Our program requires absolutely no training for the buyer or investor to use. Just “point and click”.
- The number and arrangement of categories and files is virtually unlimited and completely flexible.
- Your Virtual Room will be set up for you within hours.
- Electronically distribute private equity Offering Memorandum/PPM.
- As a Group Administrator, manage up to 9,999 Virtual Rooms for your company.

**"Branding" Your Firm...**  
Below is how a typical virtual Due Diligence Room page appears on your computer screen... with the lead firm's logo prominently featured.

**Example**



## Is the information in your Virtual Deal Room secure?

Yes, your information is very secure. In today's age of network theft and electronic attacks, the last thing you want is to post sensitive data to a public Web site. Our Virtual Rooms provide a secured location to store and view the kind of information that companies searching for investment dollars want to keep private, but still kept convenient to view.

### Confidential Dynamic Watermarking on Documents (as seen on this page)

One of our key security features involves the dynamic watermarking of documents that are downloaded and viewed by users. With a watermark emblazoned on the document that includes their name, username, date and time of downloading and printing, users are discouraged from distributing copies of these confidential documents.



### SSL Encryption

Our Virtual Rooms use Secure Socket Layer (SSL) Encryption, which is the choice for over 93% of the Fortune 500 and the top 10 U.S. banks, businesses that know the most about Internet security.

### Customized Password Security

The data in your Virtual Room is secured through multiple layers of protection. One of those security layers involves member passwords. It is a proven fact that the overwhelming majority of data security breaches occur because users inadvertently or purposely "pass along" their usernames and passwords. Depending on the level of security your site needs, you can choose from standard to very high levels of password security.

### Restrictions on Printing, Saving and Viewing

Due to the sensitivity of the information contained in certain documents, it may be desirable to restrict the saving or printing of these files. We are able to limit the printing, saving and viewing of information that is downloaded from the Virtual Room. Therefore you are able to determine exactly how your information will be distributed and viewed.

### Arrange the Room in Levels of Security

Consider the Virtual Room as an online filing cabinet with a series of drawers where one can store documents, presentations and audio/video files. Organize the Virtual Room by levels of security:

- **Entry Level** - Contains general information such as a virtual road show, executive summary, outline business plan, CEO video and other general information.
- **Mid Level** – This level often can contain the Offering Memorandum or the Private Placement Memorandum (PPM) if a private equity investment is being sought.
- **High Level** – In order to gain access to this level, a Non-Disclosure / Confidentiality Agreement is required.

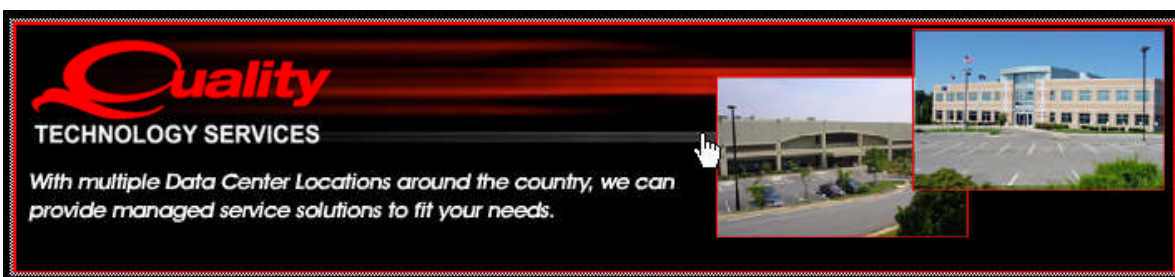


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### Where is Your Information stored?

We partner with a world class data center provider, Quality Technology Services, to assure the security of your information. The Suwanee, Georgia data center, located only 30 minutes outside of Atlanta, GA, boasts 376,000 square feet of secure space, and is one of the largest constant power systems in the world with a robust and redundant network. In addition to the flag-ship facility in Georgia, Quality has facilities in Indianapolis, Kansas City, Topeka and Wichita.



**Quality**  
TECHNOLOGY SERVICES

*With multiple Data Center Locations around the country, we can provide managed service solutions to fit your needs.*

The image contains two small photographs of data center buildings. The left one shows a modern, multi-story building with a glass facade. The right one shows a large, industrial-style building with a flat roof and many windows. A mouse cursor is pointing at the left photograph.



#### Computer Redundancy

The world-class data center located in Suwanee, Georgia, is the heart of Quality Technology Services. Its unique design includes multiple, redundant and diverse high-speed Internet connections, state-of-the-art security systems and procedures, fully redundant power, cooling and environmental systems, and a variety of colocation options. Secured customer access is available on a 24 x 7 x 365 basis.

#### Environmentals

Quality Tech has deployed a truly state-of-the-art uninterruptible power architecture delivering industry leading power density with total capacity of more than thirty megawatts (MW). A fully redundant cooling plant that accommodates more than 240 Liebert air handlers, moving more than 13 million cubic feet of air per minute ensures that even the highest density systems stay cool.

#### Data Center Security

Quality Tech provides layered security to safeguard the data center 24x7x365. The comprehensive physical site security includes: single point of entry, coded key cards, biometric fingerprint and iris scanners, onsite security force, surveillance cameras located throughout the facility and a database of individuals authorized to access facility. The security model is based on authentication, authorization and accountability to provide customers with the peace of mind knowing their assets are secure.

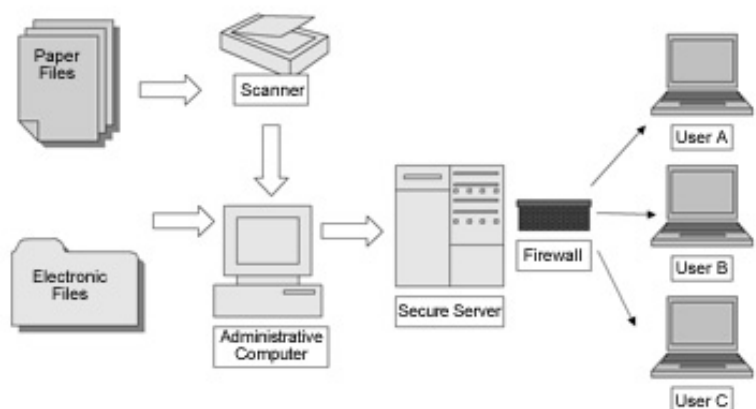
## Who handles the set-up and administration?

We can take care of all of the details, or we can quickly train your staff to upload files and issue usernames and continue to administer the Virtual Room.

As soon as you authorize us to proceed, we immediately assign a Virtual Deal Room project manager to coordinate the information being provided by the different groups. Our target is to get your Virtual Room up and running within hours. We can provide all of the administrative support to do this, and here are the steps:

- 1) **Kick-Off Meeting** – Introduce the team members, streamline communication channels and establish operating procedures.
- 2) **Presentations** – We work with your executives to “put your best foot forward” with audio/video or narrated presentations for your Virtual Roadshow.
- 3) **Identify Categories** – Since our program provides total flexibility, we help you to create a category and file organizational structure that meets your needs.
- 4) **Assemble Files** – We help you identify the selection of electronic and paper files (to be scanned if provided in hard copy format), and we uploaded them (or train your staff to upload them) to the Virtual Room.
- 5) **Generate Usernames** – Train your staff to set up usernames and passwords for your distribution to select individuals.
- 6) **Invite Buyers/Investors** – You are now armed with activated usernames and an online Virtual Room for the benefit of your buyers and investors.
- 7) **Coordination Meetings** - Hold weekly coordination meetings to discuss any technical issues and updated or obsolete information to maintain the Virtual Room.
- 8) **DVD Archive** - At the conclusion, you can produce a CD/DVD that contains all documents and a complete history of all files viewed by all users.

### Setting Up the Virtual Due Diligence Room



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### How much does a Virtual Deal Room cost?

At Due Diligence Online we want to make it economical and simple to get your customized Virtual Room up and running.

### Pricing – (Multiple Room Discounts Available)

#### OPTION A:

##### No Set-up Fee

##### Monthly Fee (\$300 Program Fee + \$2 per Document)

- Includes setting-up and training your staff to administer the Virtual Room
- **No Set-Up Costs** – Virtual Room may be set-up and ready within hours
- **\$300 per Month** – A cost of only \$300 per month for utilization of the **V-Room™ Virtual Room** program
- **\$2 per Document/File** – A monthly hosting fee of only \$2 dollars per document/file. A document may be only 1 page or hundreds of pages
- **Up to 500 Usernames and Passwords** - Up to 500 Usernames included at no additional cost.



#### OPTION B:

##### \$1,900 Set-up Fee

- Includes setting-up and training your staff to administer the Virtual Room
- **100 Files** – Includes set-up of up to 100 Files (or Documents) in your Virtual Deal Room with additional files at \$5.00 each
- **\$100 per Month** – For Activity Reports, Maintenance, Coordination and Changes, with additional data storage in excess of the initial 100MB at \$1/month per MB
- **Up to 500 Usernames and Passwords** - Up to 500 Usernames included at no additional cost.