

Business Brokers...

Close Deals Faster with your own "Private Label" Virtual Deal Rooms ...

Use our Deal Marketing and Due Diligence Solution to get rid of the physical "war rooms" where teams of accountants, attorneys and advisors can spend weeks plowing through mounds of documents on your conference room table. Use our Virtual Deal Rooms to deliver information, instead of copying documents or burning CD's and then rushing to FedEx to get them delivered overnight.



Biz Sell Dox™

Due Diligence

Physical "War Room" OR V-Room™ Virtual Room



- Private Label Branding opportunity with your logo prominently featured.
- Your Virtual Room can be set-up and fully loaded within hours.
- You can administer your own Virtual Room. Create folders and usernames, and manage documents.
- Include virtual tours, video or audio interviews in addition to hundreds of documents.
- Users of your Virtual Room will have simultaneous access to the documents on a 24X7 basis.

Virtual Room Set-Up in 3 Easy Steps...

1. **Folder Checklist** - Our staff sets-up your Virtual Room Folder Checklist.
2. **Fax / Upload Documents** – Send documents to our secure electronic fax number. We upload them.
3. **Invite Potential Buyers** – Only you may issue usernames and passwords to invite buyers.

You are now ready to Close Deals Faster.....

- Run Tracking Reports to see who is really interested in the deal.
- Generate interest with Email Alerts when new documents are added.
- Get an Archive CD with all reports and documents for your permanent file.

From only \$50 per Month

(See pricing options on attached Order Form)

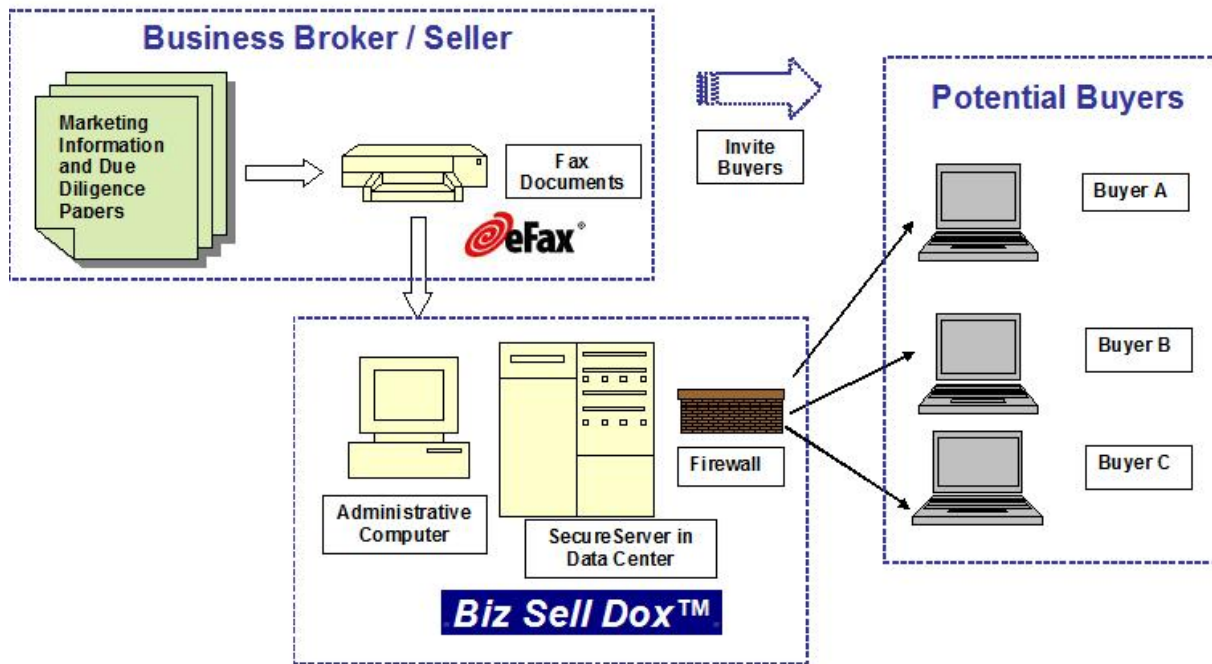
www.BizSellDox.com

(800) 731-6379

How fast can a Virtual Room be set-up?

Within hours. 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.

The Virtual Deal Room



1. Marketing and Due Diligence Folder Checklist

Our staff sets-up a Virtual Room Checklist with Folders for a new listing within 5 minutes. You may subsequently tailor the Folder Checklist to meet your requirements.

2. Upload or Fax Documents

Upload the documents directly into the Folders in the Virtual Room as easily as by clicking a mouse. Paper documents are faxed to our secure electronic fax number where they are automatically converted into a secure electronic format, and we will then upload the documents for you.

3. Invite Potential Buyers

You may begin issuing Usernames and Passwords to selected individuals with Security Access Levels 1-5. Within seconds you may change a user's access level, allowing for the review of more confidential information, or terminate their access entirely.

FOLDERS	
01	EXECUTIVE PRESENTATION
02	PRIVATE PLACEMENT MEMO
03	OPERATIONS
03.1	REAL ESTATE & EQUIP
03.2	INTELLECTUAL PROPER
04	FINANCIAL
04.1	TAXES
05	LEGAL
05.1	INSURANCE
05.1.1	REGULATIONS & P
05.2	MATERIAL AGREEMENT
06	SALES & MARKETING
80	DEAL DOCUMENTS
90	OWNER PRIVATE FOLDER

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

- The cost for our Virtual 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.

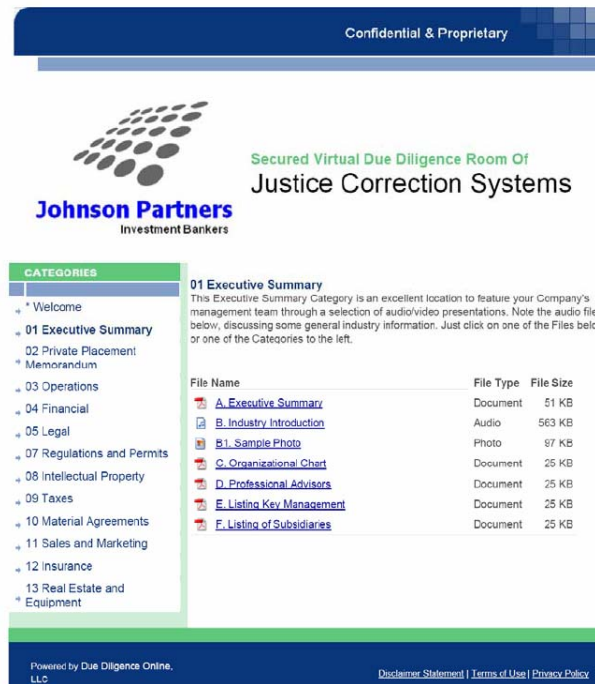
- Administer your own Virtual Room. Create folders and users, and manage documents.

“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.

- Include virtual tours, video or audio interviews in addition to hundreds of documents.

Example

- Our program requires absolutely no training for the potential buyer to use. Just “point and click”.



- The number and arrangement of folders, sub-folders and files is virtually unlimited and completely flexible.

- Your Virtual Room will be set up for you within hours.

- Electronically distribute a Private Placement Memorandum/PPM if you are trying to obtain funding.

- Immediately send automatic email alerts notifying other users of new content and prompting them to access the information in the virtual room.

- Users of your Virtual Room will have simultaneous access to the documents on a 24X7 basis.

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 want to keep private, but still kept convenient to view.

Dynamic Confidential Watermarking

(As Shown on this Page)

One of our key security features involves the dynamic watermarking of documents that are downloaded by users. With a watermark emblazoned on each page of the documents that includes the user's actual name, username, date and time of downloading, and computer IP address, users are discouraged from distributing copies of these confidential documents.



Data Remains within the United States

Given the global span of today's business environment, it is important to emphasize that the data within the Virtual Room remains "on U.S. soil". This is very important for clients who rely upon the protection of U.S. laws.

Customized Password Security

The data in your Virtual Room is secured through multiple layers of protection. One of these security layers involves user passwords. It is a proven fact that the overwhelming majority of data security breaches occur because users inadvertently or purposely "pass along" their username and password.

Security Access Levels

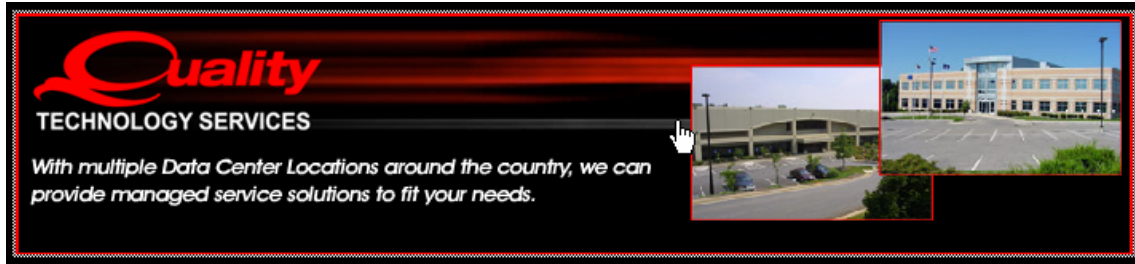
Consider the Virtual Room as an online filing cabinet with a series of drawers where one can store documents, presentations and audio/video files. Clients have the ability to assign up to five access levels based on a hierarchy with virtual room users, allowing clients to grant varying levels of access to a given user. A user's access level may be changed within minutes.

SSL Encryption

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

Are Your Documents and Files Safe?

Yes. We partner with a world class U.S. based 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.



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 co-location options. Secured customer access is available on a 24 x 7 x 365 basis.

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.

ORDER FORM

Agreement for Virtual Room Secure Web Site (Please print Order Form, fill-in the blanks, sign and fax)

Agreement Date. ____/____/____

Parties. This Agreement is made between The Client Company (“the Client”) and Due Diligence Online, LLC.

The Client Company is:

Company Name	Address / City / State / Zip
Contact Name (Room Administrator)	Contact E-Mail Address

Contract Amount. – Please check which package you elect:

- \$95 per Month – 1 Virtual Deal Room**
 - **1 Virtual Room** – A single Virtual Deal Room
 - **50 Documents** – Up to 50 total Documents or Files
 - **50 MB** – Up to 50 MB of total Data Storage
 - **50 Usernames** – Up to 50 Username and Passwords

- \$395 per Month – Package of 5 Virtual Rooms (Only \$80 each)**
 - **5 Virtual Rooms** – Up to 5 Virtual Rooms running simultaneously
 - **250 Documents** – Up to 250 total Documents or Files
 - **250 MB** – Up to 250 MB of total Data Storage
 - **250 Usernames** – Up to 250 Username and Passwords

- \$595 per Month – Package of 10 Virtual Rooms (Only \$60 each)**
 - **10 Virtual Rooms** – Up to 10 Virtual Rooms running simultaneously
 - **500 Documents** – Up to 500 total Documents or files
 - **500 MB** – Up to 500 MB of total Data Storage
 - **500 Usernames** – Up to 500 Username and Passwords

- \$995 per Month – Package of 20 Virtual Rooms (Only \$50 each)**
 - **20 Virtual Rooms** – Up to 20 Virtual Rooms running simultaneously
 - **1,000 Documents** – Up to 1,000 total Documents or files
 - **1 GB** – Up to 1,000 MB of total Data Storage
 - **1,000 Usernames** – Up to 1,000 Username and Passwords

Monthly Additional Cost for Overages:

Documents at \$1 each - Data Storage \$1 per MB - Usernames at \$1 each

Payment Amount– Please check time period of payment:

- 15% Discount for Annual Payment** - **Invoiced Quarterly in Advance** **Monthly (Automatic Credit Card Only)**

Payment Method – Please check method of payment:

- Pay by Check from Invoice** **Pay by Credit Card**



Initials _____ / _____

