



LANE CAPITAL MARKETS

October 2010

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Investment Banking Expertise

Why LANE CAPITAL MARKETS is the “right” banker

- Recently, LANE CAPITAL MARKETS bankers represented an oil and gas E & P company that needed to raise \$35 million to acquire a property in East Texas. Within 24 days of being retained, LANE CAPITAL MARKETS bankers were able to present the Company with a term sheet for the full amount of the financing
- The bankers at LANE CAPITAL MARKETS have successfully executed numerous transactions for their clients including most recently a premium priced \$15 million equity financing (CPTC), a \$10 million secondary offering (ARD) and a \$4 million registered direct offering (NVAX) and a private placement in the amount of \$10 million sold to Boston-based venture capital firms for Flatworld Technology Solutions.
- While LANE CAPITAL MARKETS is experienced in representing companies in areas such as, technology, life sciences and advanced materials, it does not focus on the technical aspects of the company but leaves that task to the fully capable management and founders, thus, allowing LANE CAPITAL MARKETS to be focused solely on identifying the right prospective investors and negotiating the highest value structure and terms. LANE CAPITAL MARKETS’ specialty is “completing successful transactions”
- One of LANE CAPITAL MARKETS’ greatest strengths is its ability to target the “highest probability” prospective investors. This ability is based on years of experience and extensive knowledge of the current investing profile of hundreds of investment funds, groups, firms and partnerships.

Why LANE CAPITAL MARKETS is the “right” banker

- Our knowledge of the capital markets landscape is extensive and the understanding of the capital needs of a growth company is proven
- Our network of buyers includes, strategic, fundamental, hedge and pure financial investors
- Included in this presentation is a sample listing of some of the former clients of LANE CAPITAL MARKETS bankers.
- Our professionals have successfully represented Fortune 500 companies such as Monsanto and General Atomics for strategic financings and M&A assignments.
- Our bankers bring “bulge bracket expertise to micro and small cap companies.”

The Transaction Process

Objective of the Transaction Process

OBJECTIVE

LANE CAPITAL MARKET'S ROLE

Maximize Value of the Business Opportunity

- ◆ Prepare an effective descriptive selling memorandum and management presentation
- ◆ Assist in identifying likely value-added sources of capital
- ◆ Valuation of the opportunity
- ◆ Package the opportunity to meet the specific deal criteria of institutional or corporate investors or, if appropriate, retail investors
- ◆ Focus investors upon dynamics of the industry, value of the company, comparative opportunities, markets, management, technology, products and competitive edge

Minimize disruption and time commitment by Company Management

- ◆ Determine most effective marketing approach
- ◆ Utilize a multi-stage deal process that is focused upon the highest probability of success with the best investors
- ◆ First Stage - Extensive initial due diligence to determine the facts and information that investors will want to know
- ◆ Second Stage - Information, materials, visuals and presentation packages prepared in a manner typically required by institutional and corporate investors
- ◆ Third Stage - Research and identify a broad universe of value-added corporate and institutional investor candidates
- ◆ Fourth Stage - Contact actual decision-makers and sell the opportunity
- ◆ LANE CAPITAL MARKET'S commits to optimizing the use of managements time

Control the Process

- ◆ All information is distributed through LANE CAPITAL MARKET'S in a controlled and confidential manner
- ◆ All potential investors are treated equally and given the opportunity to evaluate the business in a timely manner
- ◆ Keep investors on parallel paths of consideration until a term sheet is offered

The Five Phases of the Equity Financing Process

Company Evaluation	Marketing Preparation	Marketing and Solicitation of Investors	Evaluation of Initial Deal Proposal	Execution and Closing
<ul style="list-style-type: none"> ➤ Review Company's objectives 	<ul style="list-style-type: none"> ➤ Determine positioning and key selling points 	<ul style="list-style-type: none"> ➤ Contact prospective investors 	<ul style="list-style-type: none"> ➤ Evaluate summary of term proposals, including price and covenants 	<ul style="list-style-type: none"> ➤ Negotiate final terms
<ul style="list-style-type: none"> ➤ Perform due diligence 	<ul style="list-style-type: none"> ➤ Access and approve prospective investors list 	<ul style="list-style-type: none"> ➤ Distribute finished materials: Information Memorandum, Confidentiality and Business Plan 	<ul style="list-style-type: none"> ➤ Determine strategy to maximize the probability of a closing at the highest value 	<ul style="list-style-type: none"> ➤ Evaluate proposed financial structures
<ul style="list-style-type: none"> ➤ Identify roles and responsibilities 	<ul style="list-style-type: none"> ➤ Finalize Business Plan and financial operating projections 	<ul style="list-style-type: none"> ➤ Coordinate meetings with investors and due diligence 	<ul style="list-style-type: none"> ➤ Select final prospective investors 	<ul style="list-style-type: none"> ➤ Select final investors
<ul style="list-style-type: none"> ➤ Propose structure, valuation and range of deal considerations 	<ul style="list-style-type: none"> ➤ Prepare Management presentation, visuals, etc. 	<ul style="list-style-type: none"> ➤ Prepare proposed valuations 		<ul style="list-style-type: none"> ➤ Sign definitive purchase and sale agreement
<ul style="list-style-type: none"> ➤ Develop a detailed capital needs analysis to determine the amount of capital to be raised 	<ul style="list-style-type: none"> ➤ Determine positioning with each prospective institutional investor 	<ul style="list-style-type: none"> ➤ Create competition and/or syndicate participation 		<ul style="list-style-type: none"> ➤ Closing

Estimated Time of the Financing Process (cont.)

Timing	Activity	Responsibility
Weeks 2 to 3	<input type="checkbox"/> Contact corporate and institutional investors <input type="checkbox"/> Distribute appropriate materials <input type="checkbox"/> Arrange meetings, conference calls and visits for management presentations, review of information and materials, as appropriate <input type="checkbox"/> Investigate EB-5 Program and determine applicability	LANE CAPITAL MARKETS LANE CAPITAL MARKETS LANE CAPITAL MARKETS
Week 3	<input type="checkbox"/> Obtain indications of interest from prospective investors	LANE CAPITAL MARKETS
Weeks 3 to 4	<input type="checkbox"/> Determine final prospective investor candidate <input type="checkbox"/> Schedule additional due diligence, presentations and meetings <input type="checkbox"/> Distribute and explain updated information, if necessary	LANE CAPITAL MARKETS Company and LANE CAPITAL MARKETS LANE CAPITAL MARKETS
Week 4	<input type="checkbox"/> Distribute preliminary valuation memorandum including comparable companies, projects and/or transactions <input type="checkbox"/> Obtain additional investor due diligence requests <input type="checkbox"/> Distribute response to due diligence requests	LANE CAPITAL MARKETS LANE CAPITAL MARKETS LANE CAPITAL MARKETS
Week 5	<input type="checkbox"/> Request proposed term sheets from investors <input type="checkbox"/> Evaluate deal proposals and potential investors	LANE CAPITAL MARKETS Company and LANE CAPITAL MARKETS
Weeks 6 to 7	<input type="checkbox"/> Detailed negotiations with selected investors <input type="checkbox"/> Presentation to the Company and other advisors	Company and LANE CAPITAL MARKETS LANE CAPITAL MARKETS
Weeks 7	<input type="checkbox"/> Target date for signing Proposed Summary of Terms	Company and LANE CAPITAL MARKETS
Weeks 8 to 10	<input type="checkbox"/> Begin legal documentation process with investor counsel and company counsel <input type="checkbox"/> Review proposed Share Purchase Agreements, Covenants etc. <input type="checkbox"/> Negotiate required changes, amendments or adjustments <input type="checkbox"/> Schedule a final signing meeting and share distribution <input type="checkbox"/> Closing	LANE CAPITAL MARKETS and Company Counsel LANE CAPITAL MARKETS and Company Counsel LANE CAPITAL MARKETS LANE CAPITAL MARKETS Company and LANE CAPITAL MARKETS

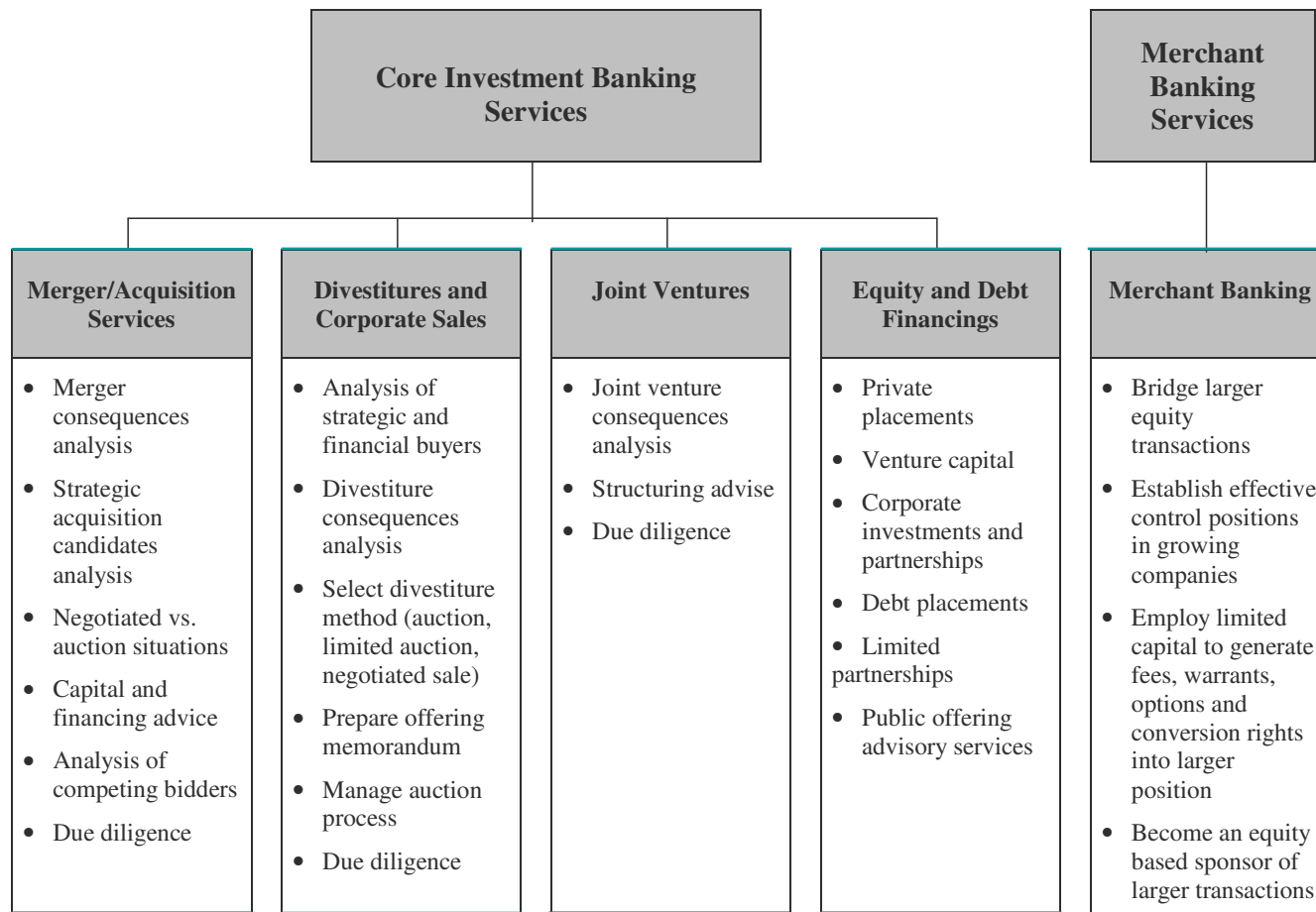
LANE CAPITAL MARKETS' Strengths

SERVICES

- Private placement of debt and equity
- Private investments in public entities (PIPES)
- Mergers, acquisitions and divestitures
- Leveraged and project financing
- Corporate and strategic joint ventures, partnerships and licensing programs
- Financial and strategic advisory
- Initial and Follow-on Public offerings
- Fairness & Qualified Opinions

Credentials

LANE CAPITAL MARKETS Professionals have provided the following services to their clients



Completed Transactions

The Professionals of LANE CAPITAL MARKETS have handled transactions and assignments on behalf of an ever-growing client list within a wide array of industries as follows:

- ◆ Educational companies
- ◆ Advanced materials
- ◆ Advertising and media
- ◆ Application services providers
- ◆ Biotechnology
- ◆ Chemicals
- ◆ Distribution of consumer and industrial products
- ◆ Electronic applications, connectors, devices
- ◆ Energy, oil and gas
- ◆ Enterprise resource planning software
- ◆ Environmental
- ◆ Financial services
- ◆ Health care service providers
- ◆ Healthcare IT companies
- ◆ Industrial equipment manufacturers
- ◆ Internet services, infrastructure and software
- ◆ Medical devices, products and services
- ◆ Security services
- ◆ Pharmaceuticals
- ◆ Portable storage
- ◆ Real estate development, sales and investments
- ◆ Retail
- ◆ Superconductivity materials
- ◆ Telecommunications
- ◆ Transportation and Logistics Suppliers

Selected Financing Transactions

Company	Size (mm)	Transaction Description
AdVal Communications	\$ 6.5	Information and data services communications provider
Arena Resources, Inc	10.1	Follow-on offering for a oil and gas E&P company
Able Energy, Inc.	NA	In-process
Chromatic Color Sciences	2.0	Healthcare testing system for bilirubin
Composite Technology	15.0	PIPE transaction for a advanced materials company
Able Energy		Financial Advisory---Fairness Opinion for the Board of Director
Bovie Medical	5.45	Medical device and technology company—sale of secondary shares
Practice Experts	5.80	Medical billing—financed acquisition
Insurance Holdings of America	11.0	Private placement of preferred equity
ITC Brazil	20.0	Private placement of preferred equity for wireless local access provider in Brazil
SFG Investors, LP	6.0	Private placement of limited partnership units
A21 Group	3.0	Raised acquisition financing for this media content provider
Storage Revolution	10.0	Private placement of preferred equity
Tech Online	6.8	Online DSP technology engineering site
Top Driver	20.0	Aggregator and builder of the world's largest chain of driver education
Transparent Language	7.8	Automated language translation software technology
TUTOR.com	2.6	On-line educational tutoring for K-12
Virtual Communities	19.0	PIPE transaction for a community aggregation site on Internet
Flat World Technology Solutions, Inc.	10.0	Virtualization management services provider

Note: Some of these transactions are representative of transactions completed by the professionals of LANE CAPITAL MARKETS while employed at other firms. Also, the transactions completed by the bankers are well over 100+ but these are purely for representative purposes.

Selected M&A Transactions

Company	Size (mm)	Transaction Description
Advanced Instruments, Inc.	\$ 7.0	Sale of Venodyne division, a medical device manufacturer
Novavax	4.0	Registered Direct Shelf Offering to institutional investors
Boston University	3.0	Acquisitions of two communications companies
Crystallume	13.0	Acquisition (including M & A advisory and fairness opinion) of Electronic Designs, Inc. by a maker of diamond coatings for industrial tools
Consumat Systems, Inc.	15.0	Sale of subsidiary landfill operation
Monsanto Company	8.0	Divestiture of the Metallized Materials Business group
Monsanto Corporation	50.0+	Acquisition of a series of European companies in the agribusiness sector
Montana Naturals International, Inc.	5.6	Initiated, negotiated and structured a stock-for-stock merger with Vitamin Specialties Corp., a nutraceuticals company
Specialty plastics manufacturer	7.0	Sale to strategic buyer based in London, England
Summit Acquisition Corp	10.0	Communications company acquisition and leveraged buy-out financing
Able Energy, Inc.	\$35	Fairness Opinion on their acquisition of All American Plazas

Selected Technical Businesses Transactions (M&A and Financings)

Company	Size (mm)	Transaction Description
American Superconductor Corp.	\$ 25.0	M&A advisory, acquisition of Superconductor Technologies
Bioquest Venture Leasing Partnership, LP	29.0	Private placement of limited partnership units in scientific laboratory equipment leasing company serving the biotechnology industry
Electric Fuel Cell	12.0	PIPE transaction; Hydrogen-based fuel cell technology
General Atomics	NA	Strategic and financial advisory for superconducting wire technology company
Imaging Automation, Inc.	22.5	Sale of company to De La Rue, plc – digitized photo imaging software systems
MediQuals Systems	4.0	Private placement of convertible preferred equity for medical database company
Nurture, Inc.	8.6	Private placement of convertible preferred
Quantum Magnetics	5.0	Private placement of preferred equity for maker of nuclear magnetic resonance instruments used in bomb detection
SATCON Technology	11.7	PIPE transaction
Software Systems Integrator	4.0	Private placement plus separate Joint Venture with document management and digitized imaging company
Synergy Technology	6.0	Sale of commons stock with warrants
Telequest Corp.	4.0	Private placement of convertible preferred equity for a tele-radiology company
Transparent Language	7.8	Automated language translation software technology