



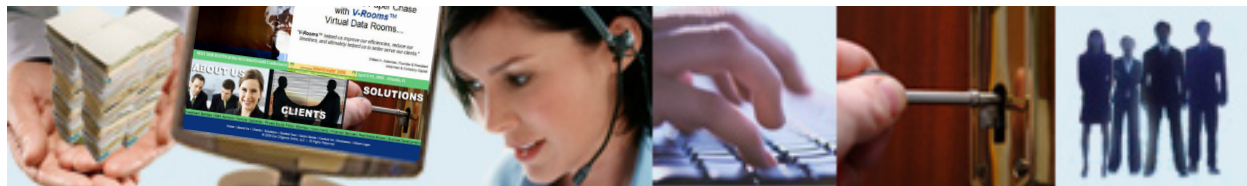
Eliminate the Paper Chase

V-Rooms™ Virtual Data Rooms is an Internet-based, on demand hosted service designed to speed the completion of financial transactions which may involve hundreds of participants and require the distribution of thousands of pages of documents. Our Virtual Data Rooms enable clients to accelerate these complex, information-intensive business transactions and processes, while reducing the time and expenses associated with data distribution, courier, printing and travel.



Why Use **V-Rooms™** Virtual Data Rooms?

- Economical, full-featured Virtual Data Room alternative
- Secure access provided to sensitive documents - anytime, anywhere
- Personalized Data Room Branding Capabilities
- Knowledgeable customer and technical support 24/7
- Quick setup and easy administration of data room, documents and users



V-Rooms™ Provides Solutions for these Clients

- Bankruptcy/Restructuring
- Business Capital PPM/PIPE
- Document Repository
- Distressed Real Estate
- Private Equity
- M&A Buy-Side
- Venture Capital
- Fund Administration
- Compliance/SOX
- M&A Sell-Side
- Legal Transactions



Our Clients

Since 2004, domestic and international companies have trusted **V-Rooms™** as their full service Virtual Data Room solution provider. Our solution focuses on the need of mid-cap businesses to securely and quickly share sensitive and confidential documents online. Our clients include many nationally known industry-leading companies.

Our staff can handle all of the administrative details of scanning, uploading and organizing documents. We have facilitated projects with hundreds of users and thousands of files. Our dedication to quality, security, and confidentiality has helped to build these and many other loyal clients relationships.

“ Our secure, robust, online hosted service and 24/7 customer support create the peace of mind needed throughout the deal cycle. ”

What Do Our Clients Say About **V-Rooms™** Virtual Data Rooms?

*“We were extremely pleased with our **V-Rooms™ Virtual Data Room**. The room allowed us to provide all of the requested data in a clear and concise manner. Our ultimate purchaser repeatedly commented that this due diligence process was one of the cleanest and easiest they had performed. I am certain that the due diligence room was a big reason for a quick and smooth transaction.”*

Cris Cristea - Chief Operating Officer
Mercy CarePlus

*“Having been through this process previously, I believe that **V-Rooms™ Virtual Data Rooms** saved us hundreds of man hours managing the data query process and dealing with the version-control problems associated with a paper system. Several prospective buyers commented that it was the most efficient and orderly bidding process they had been through.”*

Robert Picchi - Principal
Blue Ridge Advisory Services Group

*“...being a small privately held company **V-Rooms™** proved to be the most economical yet highly functional solution for our needs during our due diligence period. The system was set up within hours and was extremely easy to use both at the administration and end users levels. **V-Rooms™** was key in meeting our closing target.”*

Ralph Genesi - President and CEO
Swantech, Inc.



The **V-Rooms™** Difference

Economically Priced

- **Pricing Model:** The cost of **V-Rooms™** is often considerably less than that of other providers.

Secure Solution

- **Multiple Security Levels:** Allow users access to information within nine (9) security levels.
- **Individualized Security:** Customizable security sections for individual users or departments.
- **Dynamic Watermark:** Dynamic confidential watermarking on every PDF document.
- **Secured Server:** SSL data encryption with remote redundant servers and nightly backups.
- **Certified Data Center:** 99.5% or greater availability - SAS-70 compliant and ITIL certified.

Data Room Branding

- **Branding Features:** Customize page headers with your firm's name and color scheme.
- **Logo Branding:** Include the company logo to further customize your data room.
- **Login Screen:** Ability to login with username and password from within your website.

Excellent Customer Service

- **24/7 Customer Service:** Our friendly customer service team is available when you need them.
- **Knowledgeable Support Staff:** Extensive industry and technical experience keeps customers happy.

Easy to Administer and Easy to Use

- **Quick Setup:** Your Virtual Data Room can be set up and fully loaded within hours.
- **Simple Administration:** Easily add documents and users to your Virtual Data Room
- **User Friendly Interface:** No training required - just point and click
- **Group Administration:** Manage up to 1,000 **V-Rooms™** for your organization
- **Electronic Document Distribution:** Electronically distribute offering documents or PPMs
- **User Access Tracking:** Exportable reports show user access and document history
- **Virtual Roadshow:** Improve deal marketing by including documents, photos, audio, video, and PowerPoint Presentations





Features and Capabilities

Our **V-Rooms™ Virtual Data Rooms** solution is a robust, online hosted service. Here are a number of compelling features:

- **Access Levels:** Provide access to specific users within nine (9) security levels
- **Activity Reports:** Save time and money - track prospects' interest during the process
- **Archiving:** Create backup copies of all documents and reports
- **Audit Requirements:** Satisfied with document access tracking and file history reporting
- **Branding:** Brand your Virtual Data Room by prominently featuring your company logo
- **Collaboration:** Enable selected users to download, revise and upload documents
- **Client Control:** Add, move or remove documents & users anytime - with changes logged
- **Cost Savings:** A paperless due diligence process requires no software or hardware investment
- **Data Center Security:** 24/7 site security with coded key cards, fingerprint scanners, etc.
- **Deal Management:** Compress deal cycle time with multiple-group management capabilities
- **Disaster Recovery:** Our robust data hosting infrastructure offers maximum reliability
- **Document Control:** Maintain complete control of "who can see what and when"
- **Document Repository:** A master repository eliminates couriers, faxes and emails
- **Dynamic Watermark:** Confidential stamp (shown here) restricts redistribution of sensitive information
- **Email Alerts:** Automatically notifies and prompts selected users to view new content
- **Encryption:** Secure SSL encryption technology used by banks and Fortune 500 companies
- **Flexibility:** Administrative login to manage room, documents, and user functions
- **Folders and Sub Folders:** Customize your folder hierarchy to allow highly organized access
- **Passwords:** Customize passwords and assign security levels to ensure single user access
- **Project Management:** Turnkey solution includes converting, scanning and posting documents
- **Search Files:** Optical Character Recognition (OCR) documents searchable via key words
- **Security Sections:** Additional security for further segmentation of confidential documents
- **Self Management:** Manage your **V-Rooms™** - upload, download, delete, add users anytime
- **Simultaneous Access:** Share documentation with multiple parties 24/7
- **Templates:** Allow for rapid creation and management of **V-Rooms™**
- **User Friendly Interface:** Intuitive web interface requires no training or additional software
- **Viewing Rights:** Control viewing rights of users
- **Website Login Frame:** Insert a data room login frame on your company website.



Information Security

With **V-Rooms™**, 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 website. Our **V-Rooms™ Virtual Data Rooms** solution provides a secure location to store and view the kind of information that companies want to keep private, yet convenient to access.

Dynamic Confidential Watermarking

One of our key features involves the dynamic watermarking of PDF documents accessed by users. Each page of an accessed document contains an emblazoned watermark that includes the authorized viewer's name, username, download date and time, and computer IP address. This feature creates peace of mind for our clients and discourages unauthorized redistribution of confidential documents.

Security Access Levels

Consider **V-Rooms™ Virtual Data Rooms** as your online filing cabinet with a series of drawers where one can store documents, presentations and audio/video files. Varying levels of access and security may be granted to users as the deal progresses. Administrators have the ability to assign up to nine (9) security levels and an unlimited number of security sections, as well as change a user's access level within minutes.

Security Sections

Security sections provide further segregation of user access. Users that are assigned a security section (i.e. "Legal"), in addition to being able to access other documents at their security level, are the only users who may view "Legal" documents. Other users may not view those documents that have been restricted to viewing by the "Legal" team.

Customized Password Security

The data in your **V-Rooms™ Virtual Data Room** is secured through multiple layers of protection. One of these security layers involves user password protection. Only the client administrator is authorized to issue usernames and passwords for access to information.

SSL Encryption and Server Security

V-Rooms™ Virtual Data Rooms servers use Secure Socket Layer (SSL) encryption, an internet security standard used by 93% of Fortune 500 Companies and the top 10 U.S. banks and businesses.



Authentication.

Authorization.

Accountability.





Data Center Security

For clients involved in international transactions, the protection of data is crucial. We partner with a world class data center provider, Quality Technology Services, to assure the security of your information.

Our Data Center boasts 376,000 sq. ft. of secure space, and is one of the largest constant power systems in the world with robust and redundant networks. Quality Technology Services' data centers are highly secure with 99.5% or greater availability, SAS-70 compliant and ITIL Certified. In addition to their flagship facility in Georgia, they have facilities in Indianapolis, Kansas City, Topeka and Wichita.

Computer Redundancy

Quality Technology Services' unique data center design includes multiple high-speed internet connections, redundant and diverse fiber networks, state-of-the-art security systems and procedures, fully redundant power, cooling and environmental systems, and a variety of co-location options.

Data Center Security

Quality Technology Services provides layered security to safeguard the data center 24 hours a day, 365 days a year. The comprehensive physical site security includes:

- **Single Point-of-Entry**
- **Coded Key Cards**
- **Biometric Fingerprint and Iris Scanners**
- **On-Site Security Force**
- **Surveillance Cameras Located Throughout Facility**
- **Authorized Access Database**

Our data center's security model is based on authentication, authorization and accountability to provide clients with peace of mind - knowing their assets are secure.

