

C PORT Solutions, Inc.



(A Georgia Corporation)

Summary Business Description

Dated: February 15, 2010

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I. Notice to Recipients

This confidential Summary Business Description (“SBD”) relates to the offering by C PORT Solutions, Inc., a Georgia Corporation (“C PORT Solutions”) of Investor Shares of C PORT Solutions at a purchase price of \$1.00 per Investor Share. The minimum purchase is 250,000 Investor Shares for \$250,000. However, C PORT Solutions reserves the right to accept less than 250,000 Investor Shares in its sole discretion. The Investor Shares are being offered on a “best efforts” basis during an offering period commencing on the date hereof and expiring on March 31, 2010, unless extended by C PORT Solutions. C PORT Solutions reserves the right to accept any subscriptions and issue Investor Shares prior to the expiration of the offering period. There is no public market for any Investor Shares or other equity interests in C PORT Solutions, and there can be no assurance that any market will develop after this offering.

THESE INVESTOR SHARES INVOLVE A HIGH DEGREE OF RISK. INVESTORS SHOULD CAREFULLY CONSIDER THE MATTERS SET FORTH UNDER THE HEADINGS “CAUTIONARY STATEMENTS” AND “RISK FACTORS”. THE SECURITIES BEING OFFERED HEREBY HAVE NOT BEEN REGISTERED OR APPROVED BY THE SECURITIES AND EXCHANGE COMMISSION (THE “SEC”) OR ANY STATE SECURITIES REGULATORY AUTHORITY, NOR HAS THE SEC OR ANY SUCH AUTHORITY OF ANY STATE PASSED UPON THE ACCURACY OF ADEQUACY OF THIS MEMORANDUM. ANY REPRESENTATION TO THE CONTRARY IS UNLAWFUL.

All checks shall be made payable to the order of “C PORT Solutions, Inc.” and delivered together with a completed Subscription Agreement to David Kassens, 359 East Paces Ferry Road, Suite 300, Atlanta, Georgia 30305. C PORT Solutions reserves the right, in its sole and absolute discretion and for any reason whatsoever, to accept or reject any tendered subscription for the Investor Shares offered hereby. Such rejection may take place after deposit of a tendered check by C PORT Solutions in its account. This offering is being made pursuant to Rule 506 of Regulation D promulgated under Section 4(2) of the Securities Act of 1933, as amended (the “Securities Act”), solely to “accredited investors” as that term is defined under Rule 501 of the Securities Act and has not been registered under any state securities laws.

II. Cautionary Statements

THE SECURITIES OFFERED HEREBY ARE BEING OFFERED AND SOLD ONLY TO SELECTED PERSONS WHO ARE, OR WHOM C PORT SOLUTIONS REASONABLY BELIEVES TO BE "ACCREDITED INVESTORS" AS SUCH TERM IS DEFINED IN RULE 501(A) PROMULGATED PURSUANT TO THE SECURITIES ACT. INVESTORS WILL BE REQUIRED TO MAKE REPRESENTATIONS WITH RESPECT TO THEIR NET WORTH AND INCOME AND TO REPRESENT, AMONG OTHER THINGS, THAT THEY ARE ACCREDITED INVESTORS AND ARE FAMILIAR WITH AND UNDERSTAND THE TERMS OF THIS OFFERING. EACH PROSPECTIVE INVESTOR WILL ALSO BE REQUIRED TO REPRESENT THAT SUCH INVESTOR IS PURCHASING THE SHARES FOR HIS OR HER OWN ACCOUNT AND NOT WITH A VIEW TOWARD DISTRIBUTION OF SUCH SECURITIES IN VIOLATION OF THE SECURITIES ACT OF 1933.

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IS ACCURATE AS OF ANY TIME SUBSEQUENT TO THE DATE SET FORTH ON THE COVER HEREOF.

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EACH OFFEREE IS HEREBY GIVEN AND URGED TO USE FULL AND FREE ACCESS, AS OF THE DATE HEREOF AND THROUGHOUT THIS PRIVATE OFFERING, TO C PORT SOLUTIONS BOOKS AND RECORDS AND TO ALL DOCUMENTS DESCRIBED HEREIN. OFFEREES WHO DESIRE TO EXAMINE ANY DOCUMENT, INCLUDING BUT NOT LIMITED TO DOCUMENTS REFERRED TO IN THIS DOCUMENT, AND ANY AND ALL OTHER INFORMATION CONCERNING C PORT SOLUTIONS SHOULD CONTACT LEE HICKS AT (678) 592-1434.

III. Summary Business Description



www.cportsolutions.com

Background

In 2005, Washington Post writer Thomas L. Friedman introduced us to the idea that “The world is flat,” releasing a well-known book by that title. Friedman’s original epiphany came in conversation with the CEO of the Indian technology giant, Infosys Technologies, who told Friedman that the explosion of information technologies had “created a platform where intellectual work, intellectual capital, could be delivered from anywhere. It could be disaggregated, delivered, distributed, produced and put back together again – and this gave a whole new degree of freedom to the way we do work, especially work of an intellectual nature.”

This executive’s observations have since proven to be true ... sort of. One might say that they are true *in theory*. Intellectual and creative work certainly *can* now be distributed globally, however the extent to which corporations, government enterprises and institutions of higher education have *in fact* distributed intellectual capital and intellectual tasks is far more limited than one would have predicted after reading Friedman’s book in 2005. If you doubt this statement, think about the last time your “team” (however you may define it) came together physically in a particular location because of the deemed importance of a “face-to-face meeting” to promote collaboration and move the creative process of your work forward at a faster rate.

So why aren’t the implications of the “flat world” more apparent as we move into the second decade of the 21st century? Why is intellectual work still done largely as it has always been done – by small teams, working together in one physical location, rather than on a truly distributed basis?

In short, we believe that the dizzying array of digital technologies and applications that have emerged in the last 10 to 15 years have made the experience of shared technology by workers within and among enterprises (corporations, government entities and institutions of higher education) more fragmented and more complicated than ever before. So while the advancement of technology has been quite useful (and become quite pervasive) at the individual level – think iPhone – at the corporate, group or shared experience level, the use of technology to effect enterprise or group objectives has not been materially enhanced.

C PORT Solutions, Inc. (“C PORT” or the “Company”) exists to change this state of affairs. C PORT’s mission is to introduce simple and effective collaboration solutions into the enterprise marketplace. If we are successful, “enterprise collaboration” will cease to be a corporate buzz word and will instead become a reality at corporations, government entities and institutions of higher education around the world.

The Company

C PORT is an early-stage, revenue-generating, sales, marketing and delivery company, founded and based in Atlanta, that is changing the collaborative experience for knowledge workers. Consequently, we are also changing the way that large enterprises perceive, buy and use collaborative technologies. Our suite of collaborative solutions accomplishes three tasks relative to our overall mission of introducing simple and effective collaboration solutions into the enterprise marketplace:

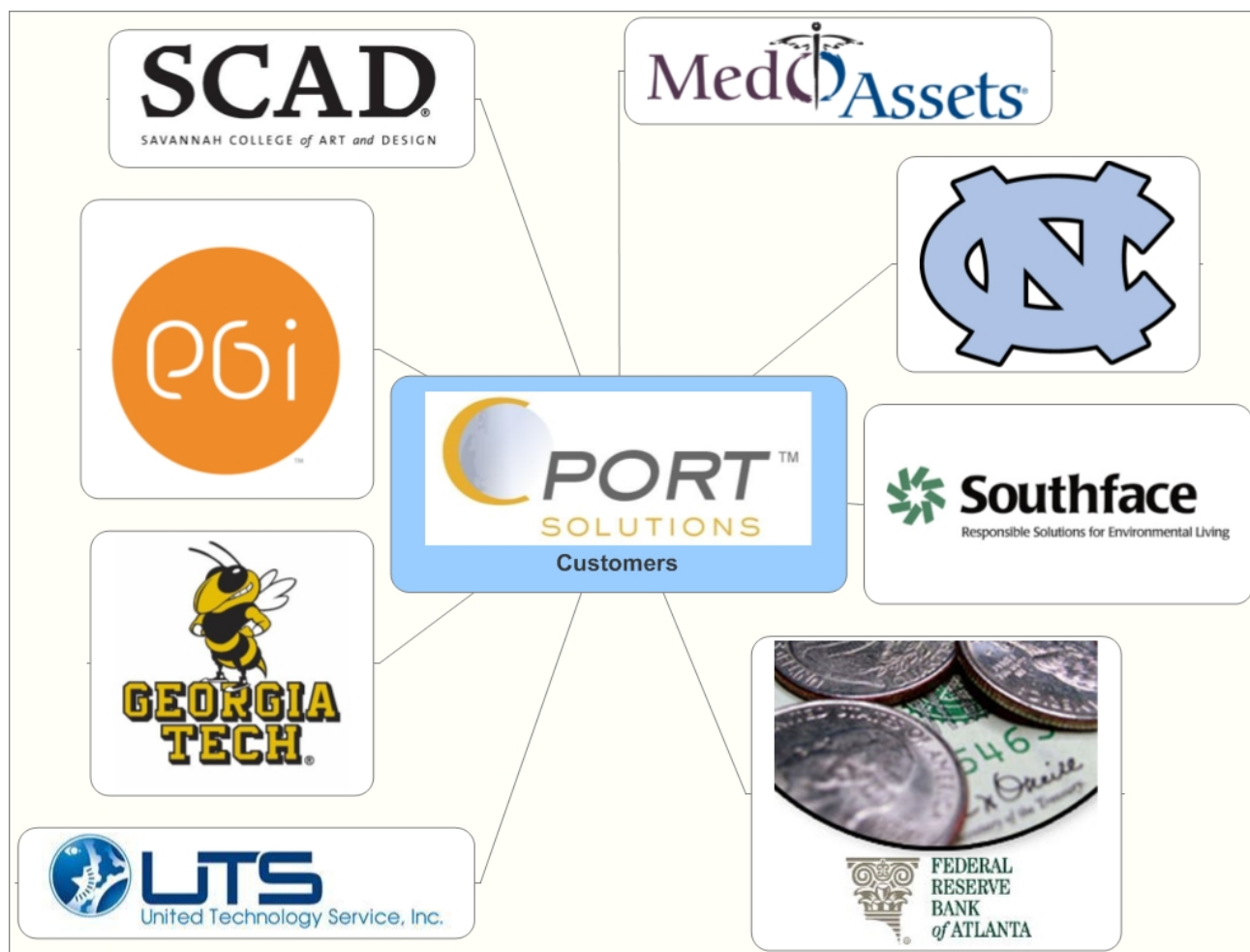
- We **simplify** the technology (and the user experience) by creating intuitive, easy-to-use interfaces and making the experience “plug-and-play” from the user’s perspective so that a collaborative session does not require advance preparation from the enterprise’s IT shop or, worse, the real-time presence of an IT employee “to make sure it all works.”
- We **converge** voice, video, data and interactive whiteboard applications into a multi-window experience so that the group holding the event has all of the tools the participants need to solve the problems and create the solutions that the meeting was convened to address.
- We **mobilize** the entire experience by putting the product line on wheels and making it easy to take a C PORT solution from room-to-room or location-to-location so that it becomes in demand throughout the enterprise and, ultimately, embedded in the enterprise’s ideation process. As a result, utilization of the Company’s solutions is far greater than that of fixed in-room or in-space offerings.

Our line of C PORT solutions represent a converged hardware/software platform, sold either on a licensed basis or as a managed service. The managed service offering reduces the up-front capital required to own or access the system, and allows enterprises to keep their collaboration initiatives out of their capital budgets. The Company’s projected revenue for 2010 is \$2.3 million.

Recent Developments/Current Situation

Based on management’s prior experience in the field, the Company has managed to develop and bring to market a full-featured suite of collaboration products in less than two years. See “Mobile Solutions” (<http://www.cportsolutions.com/page.php?16>). C PORT began generating revenue in late 2009.

January 2010 was the Company’s first significant month of revenue. For that month, C PORT generated \$175,000 of revenue, approximately equal to its projected revenue for May of this year. The results for February are also expected to be substantially ahead of budget. Consequently, the Company is off to a great start for 2010 and is looking to continue its current sales momentum. Our current clients include Premiere Global Services, Inc. (NYSE: PGI), MedAssets, Inc. (NASDAQ: MDAS), Federal Reserve Bank of Atlanta, United Technology Service, Inc., University of North Carolina, Georgia Tech, Savannah College of Art & Design and Southface.



C PORT is currently in the process of raising between \$1.0 million and \$1.5 million of investment from private equity investors. Effective April 2010, C PORT is working to consummate a corporate investment from Newell Rubbermaid of \$500,000 into the Company at a \$4.5 million pre-money valuation. Newell Rubbermaid's wholly-owned subsidiary, mimio™, is one of the Company's key strategic partners, which is why this investment makes sense for Newell Rubbermaid.

In light of the foregoing, the Company is seeking one or more additional parties to invest between \$500,000 and \$1 million to round out the offering. Documents have been prepared and the Company believes it could readily consummate such an offering by the end of April 2010.

The Market

Cisco Systems ("Cisco") recently indicated that it considers the collaboration technology market to be a \$34 billion market. This measure presumably includes hardware, software and web-based solutions like WebEx (which was acquired by Cisco, in May 2007, for \$3.2 billion in cash).

Although this is a large market from a hardware, software and services perspective, C PORT is taking a different view of the market than that offered by Cisco. Our objective is to claim our "fair share" of the travel, meetings

and technology budgets of corporations, government entities and institutions of higher education. Our research indicates that the corporate travel market, even after reductions of approximately 15% in the last two years, will represent a market of approximately \$300 billion in 2010. If just 10% of corporate travel could be replaced by an effective collaboration solution, that slice of the larger market would represent an opportunity of \$30 billion.

We believe that in the current economic environment, large enterprises in the United States and throughout the world would readily “take out” an additional 10% to 30% of their corporate travel if they thought they had an effective collaboration solution that would truly allow them to do this (that is, reduce the need for travel and travel expense *without* also reducing efficiency and creativity). Consider, for example, the situation of one of our corporate partners. Within this corporation, for 2010, the CEO has mandated nearly 20% top-line growth, but has reduced the Company’s travel budget by 50% and its employee headcount by approximately 30%.

How will such contradictory objectives be achieved? We believe that the corporation will either fail to achieve its growth objective or will seek to have simple and effective collaboration solutions address the challenge. Under C PORT’s managed service model, the monthly cost of a one-unit solution pays for itself by eliminating one domestic business trip (for one employee) per month. (Any greater trip elimination has immediate, positive bottom line impact to the enterprise.)

Moreover, C PORT is also attractive to large enterprises seeking to enhance their “green” credentials by decreasing their ‘carbon footprint’ through the conversion of large chunks of travel into effective, electronic meetings. Increasingly, enterprises are able to buy and sell carbon credits in the open market, which means that our solutions have the potential to create revenue for our customers.

Our Direct and Indirect Sales Strategy

C PORT’s founder and CEO, Lee Hicks, has been introducing collaboration products similar to those offered by C PORT into the market for the last five years. As a result, Lee has substantial “domain expertise” in this field and insight as to what is needed in the marketplace and how to bring these solutions to the marketplace in an effective manner.

Based on Lee’s experience and contacts, the Company has succeeded in bringing in an elite team of experienced sales professionals to spearhead the introduction of C PORT’s solutions into the marketplace. Our strategy entails a limited amount of direct sales effort by these professionals into the relevant markets: corporations, government entities and institutions of higher education. By doing some direct selling ourselves, the Company is able to test different messaging propositions, change these messaging propositions to “fit” different vertical categories and/or different sales environments, find messages and propositions that work and create success stories that can be used in future sales contexts. While, as noted below, C PORT’s principal strategy is to reach into the market through less expensive, indirect channel efforts, at this stage in the Company’s development, there is no substitute for our own direct selling as a means of enhancing our own understanding of the marketplace.

Having said that, management believes that C PORT is a natural channel play for any number of companies who are bringing isolated elements of the total solution to the marketplace. Consequently, in addition to its direct sales efforts, the Company's sales team is also focused on reseller and channel plays.

In that regard, C PORT has either already established or sought to establish, or will establish in the future, sales referral and/or channel sales relationships with the following types of companies:

- ***Providers of Conferencing Services.*** In 2009, the Company formed a channel relationship with Premiere Global Services, Inc. (NYSE: PGI) ("Premiere Global"). Premiere Global provides audio and web conferencing solutions to the corporate marketplace and has over 10,000 corporate clients, many of which are suitable for a solution such as that offered by C PORT. As of January 2010, this partnership is "off the ground," and the first sales through this arrangement have been made and are in implementation.

The Company's relationship with Premiere Global is not exclusive, and management believes that other similar partnerships with conferencing and telecom services providers will yield similar fruit. Consequently, the Company is also (as of February 2010) in active dialogue with other such companies, including InterCall, AT&T and Verizon.

- ***IT Consultancies.*** Firms that offer IT consulting services are frequently asked to help design solutions that increase collaboration through technology implementations. C PORT envisions having a traditional VAR relationship with several of these kinds of companies (both large and small). Some of the larger of these companies are Accenture, BT Conferencing, CSC's Collaborative Enterprise Division, Nexus IS and Tata.

Also included in this group would be a network of professional audio/visual integration companies around the world. C PORT has already entered into a reseller agreement with the largest audio/visual integrator in the world, AVI-SPL. AVI-SPL was acquired by Silver Lake Sumeru, a leading private equity firm, in April 2008. AVI-SPL is estimated to generate approximately \$500 million of annual audio/visual sales.

- ***Providers of Related Collaboration Products.*** A number of companies with which C PORT has a relationship already include providers of related collaboration products. For example, Newell Rubbermaid's mimio™ subsidiary, Polycom and SMART each offer whiteboarding software that C PORT has already embedded into its solution. Another company, LifeSize Communications (which was acquired by Logitech in December 2009 for \$405 million in cash), offers high definition video communications services that have also been built into the C PORT line of solutions. Management believes that these relationships will develop into a "two-way street" that yield sales for both companies.

Other companies in this category include Tandberg (acquired by Cisco for \$3.4 billion in December 2009), HP, Dell and Citrix.

The following graphic represents the Company's current distribution and supply chain partners.



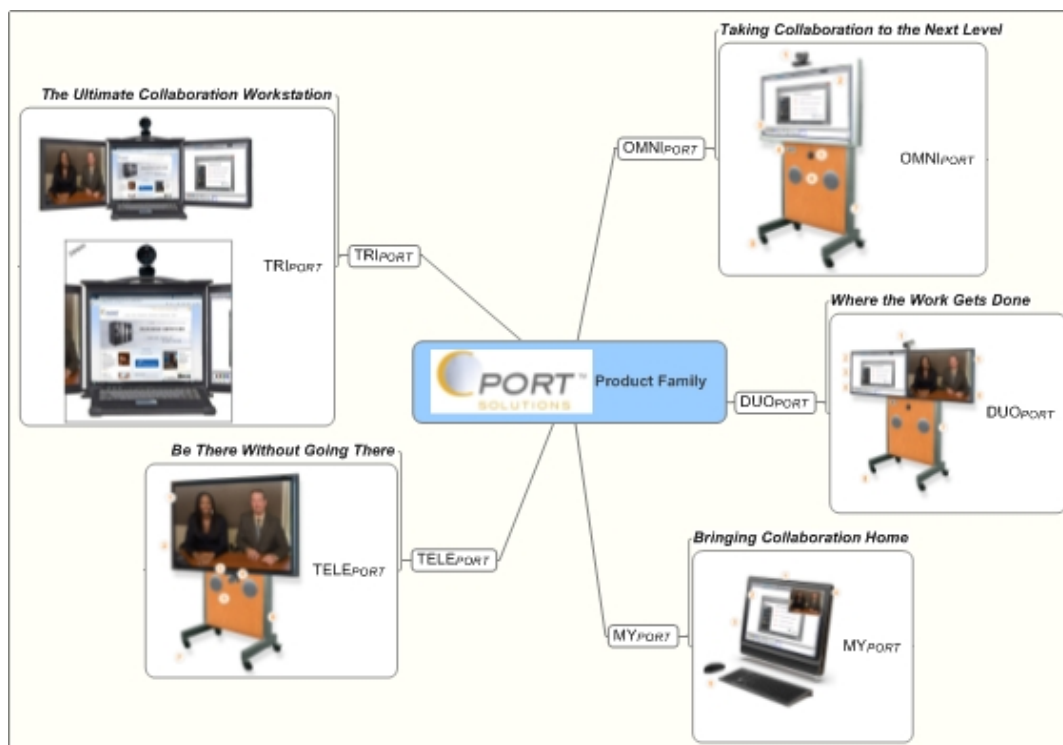
Current production capabilities

Partner	Capacity	Minimum Quantity	Lead Time
Windsor Fixtures: Lawrenceville, GA - HQ	250 C PORT s per week	1	6 weeks
East-West Mfg: Atlanta, GA – HQ Shenzhen, China	1,000 C PORT s per week	156	10-12 weeks
MDI: Norcross, GA - HQ	250 C PORT servers per week	1	6 weeks
Canvas Systems: Norcross, GA – HQ UK, Amsterdam	C PORT integration & on-site installation and support	1	6 weeks
IT Financial Solutions: Norcross, GA - HQ	C PORT Financing	1	6 weeks

Our Solutions

The Company offers a suite of five different collaboration solutions. As noted above, these solutions are offered under both a licensed and managed service provider (“MSP”) model. Over the long term, C PORT seeks to be more of an MSP than a hardware/software solution provider because it believes that (a) the MSP model is more attractive to clients (because it converts a large capital expense to a smaller operating expense from the client’s perspective) and (b) the recurring revenue associated with the MSP model will enhance our valuation over time.

C PORT's full product line is shown below. We would strongly encourage any party contemplating an investment in the Company to come see the products in person in order to derive the full import of the collaborative experience the Company can deliver.



<http://www.cportsolutions.com/page.php?16>

The need for these products is clear: There is an executive-level mandate that has been handed down to enterprises throughout the world – decrease costs, while maintaining (or even increasing) productivity, creativity and overall effectiveness. C PORT's value proposition directly responds to this imperative:

- We take collaborative chaos (the multiplicity and diversity of products, technologies, communication modalities and applications) and reduce it to order;
- We deliver a managed solution that keeps this initiative off the enterprise's balance sheet;
- The managed solution we deliver provides "plug-and-play" simplicity;
- The managed solution we deliver offers all of the capabilities necessary for a working group to be as effective through a remote meeting as they would be if the group were gathered in the same room; and
- All of this is accomplished at a price point such that the product pays for itself if a limited number of business trips per month are eliminated.

Pricing Model (with Material Cost Details)

	My PORT	DuoPORT	OmniPORT	TelePORT
Total Purchase Price-Capex	\$ 7,979	\$ 23,631	\$ 59,501	\$ 46,335
Total Purchase Price-OpEx	\$ 9,001	\$ 26,657	\$ 67,119	\$ 52,267
Price per Month	\$ 250	\$ 740	\$ 1,864	\$ 1,452
Commission	\$ 51	\$ 151	\$ 381	\$ 297
Cost of Money	\$ 28	\$ 84	\$ 212	\$ 165
Total Cost + Margin / 36 mos	\$ 171	\$ 505	\$ 1,271	\$ 990
Total Cost + Margin	\$ 6,138	\$ 18,178	\$ 45,770	\$ 35,642
Margin	\$ 3,069	\$ 9,089	\$ 22,885	\$ 17,821
Total Material + Service Costs	\$ 3,069	\$ 9,089	\$ 22,885	\$ 17,821
Customer Care - On Site			\$ 2,000	
Maintenance Support			\$ 576	
Thin Client Service				
Audio Conferencing Service				
Video Conferencing Service				\$ -
Order Processing		\$ 100	\$ 100	\$ 100
Program & Storage		\$ 25	\$ 25	\$ 25
Shipping & Installation	\$ -	\$ 1,735	\$ 1,735	\$ 1,735
Installation T&E		\$ 1,250	\$ 1,250	\$ 1,250
Installation & Training		\$ 200	\$ 200	\$ 200
Shipping				
Shipping - Crate		\$ 85	\$ 85	\$ 85
Assembly		\$ 200	\$ 200	\$ 200
Materials	\$ 3,069	\$ 7,229	\$ 18,449	\$ 15,961
LifeSize Desktop	\$ 200	\$ 200		
SMART MP	\$ 999	\$ 999	\$ 999	\$ 999
Bridgit Web Conferencing				
MS - Office	\$ 285	\$ 570	\$ 285	\$ 285
MS-Windows			\$ -	
Touchsmart	\$ 1,500	\$ 3,000		
Touch Overlay			\$ 2,529	
SmartPOD Personal				\$ 1,500
Flat Screen - Mount		\$ 200	\$ 200	\$ 200
Flat Screen Display - 50			\$ 3,085	\$ 4,400
Speakers		\$ -	\$ 300	\$ 300
Video Codec			\$ 5,772	\$ 5,772
HD Web Camera	\$ 85	\$ 85		
Faceplate + Cabling		\$ 150	\$ 280	\$ 280
Network Router - Wireless		\$ -		
Network Switch		\$ 50	\$ 50	
Uninterruptable Power (UPS)		\$ 225	\$ 225	\$ 225
Server - Thin				
Server - Thick			\$ 2,724	
Brand Logo		\$ 250	\$ 250	\$ 250
POD AC Hardware			\$ 150	\$ 150
POD Construction		\$ 1,500	\$ 1,600	\$ 1,600

C PORT Intellectual Property

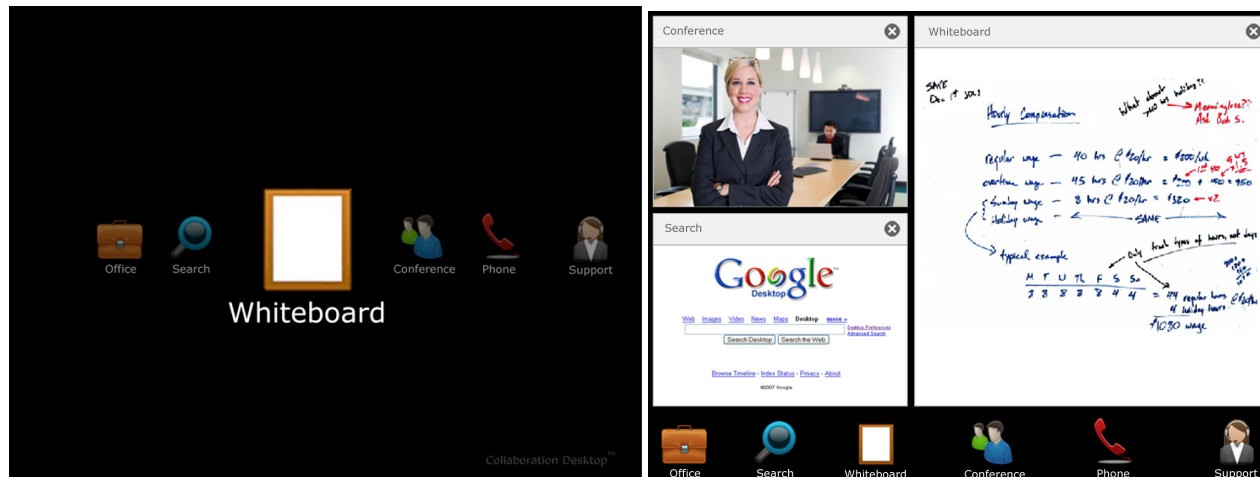
C PORT's of unique intellectual property, currently in the Patent Filing Process, is classified in 4 major categories.

1. C PORT Design – C PORT is the only mobile platform designed and engineered to integrate Hardware, Software, Power Management, Cable Management, Display Technology, Touch Technology, Video Codec and Camera Technology from any and all manufacturers.
2. Server Design – CPORT's Server is a custom design that is not currently available from any server manufacturer... however the design could be licensed to HP, Dell, IBM or others for production. It combines the transaction processing, fault tolerance, redundancy, scalability and failover of a rack mount data center class servers with multiple graphics processors and HD Audio found in high-end gaming systems.
3. C PORT Utility – C PORT is the only platform that fully integrates and mobilizes HD Audio Conferencing, HD Video Conferencing, Web Conferencing and Interactive Whiteboarding. It's "Roll Anywhere" Mobility enables the same unified communication and collaboration tools to go from the Board Room to the Shop Floor and anywhere in between.
4. C PORT Collaboration Environment Control Software - Recognizing the widely acknowledge fact that Video Conferencing, Web Conferencing and Interactive Whiteboarding systems are difficult to use by users that are not IT or A/V professionals, C PORT Solutions will develop and deliver the industry's first and most compelling configurable collaboration environment user interface tool set. Operationally the user interface tool set will simplify:
 - The User Experience
 - Collaboration Unit Set-up and Configuration
 - Plug 'n Play Component Exchange
 - Multi-Supplier Support

Strategically the user interface tool set will create:

- Unique Intellectual Property
- More Collaboration Uses and Users
- More Collaboration Channels and Partners
- Value Growth through Market Differentiation

Early prototype screen shots:



Our Managed Service Provider Offering

A key point of differentiation for the Company is its MSP offering. On the one hand, there are many companies offering point technologies or applications into the collaboration marketplace (for example, Cisco offers WebEx as one of its many collaboration solutions). This has resulted in a plethora of point-oriented, technology-based offerings, which often have a “technology for technology’s sake” feel about them.

At the other end of the spectrum, there are a number of small and large audio and video integrators that have sought to make their mark in this space by providing consulting services and products delivered through a VAR model. While this has produced a modicum of success for many of these firms, large enterprises are generally not excited about maintaining expensive, ongoing professional services relationships in order to have an effective collaboration solution.

C PORT is seeking to bridge the gap between those offering technology-based point solutions and the professional service model by developing an MSP offering. In the MSP scenario, C PORT sizes the opportunity from a sales perspective, then delivers a proposed solution that is “right-sized” for the opportunity. We offer the solution as either a capital purchase of hardware and software under a traditional license model or as an MSP offering, which transforms the transaction from a capital budget purchase to a “rental” scenario (in other words, CapEx becomes OpEx). In fact, we encourage the MSP scenario because it is superior for us from a recurring revenue perspective.

As an MSP, we then configure, deliver and implement the solution, providing training and written guidance materials that are designed to show the customer how easy it is to manage the solution on its own. Ultimately, our solutions are simple enough to be managed by individual knowledge workers, rather than the IT/AV staff that supports those workers. Consequently, the customer effectively provides its own “first-tier” support for the life of the contract, relegating C PORT to “second-tier support” status and making this model economically viable for the customer and highly profitable for C PORT. C PORT MSP contracts typically provide for the customer to lease the solution from the Company for a 24- to 36-month period. Monthly recurring service

provider fees range from \$175 per month for a simple, single-unit MYPORT solution, to \$1500 per month for a full-featured, single-unit OMNIPORT solution. Our objective, ultimately, is to offer an enterprise multiple units based on the number of locations and remote knowledge workers it supports. For example, one of the Company's customers in the education marketplace operates in three major geographic locations dispersed across the globe, supporting approximately 120 facilities. After discussions with this customer, we believe that an ultimate penetration rate into approximately 60% of these facilities is possible over the next three years. This is not an atypical scenario.

The Competitive Gap (Why we are Unique in the Marketplace)

As noted above, while there are a variety of technology providers, point solutions and consulting offerings, the ultimate result of this cornucopia of "solutions" is complexity and expense, rather than simplicity, effectiveness and efficiency. C PORT is seeking to be the first provider in the marketplace to take the overwhelming complexity of this marketplace and distill it into a packaged MSP offering that helps enterprises achieve the conflicting objectives of reducing expense, while maintaining (or even enhancing) productivity and creativity.

The following chart depicts this situation graphically. The importance of the following statement cannot be underestimated: ***There is no other solution in the marketplace that effectively integrates all of these collaboration technology options into a simple and effective solution that (a) enterprises can afford, (b) individual knowledge workers can routinely use without the need for on-site assistance from the enterprise's IT/AV staff and (c) does not diminish the working group's effectiveness and creativity.***



Our Leadership

The Company's leadership consists of the following individuals:

Lee Hicks, CEO and, on an interim basis, CTO. Lee has been involved in over 100 installations of Advanced Collaboration systems at companies like Disney, P&G, Toyota, Boeing, IBM, AT&T, Medtronic and Med Assets. Prior to founding C PORT, Lee held executive and sales management positions with Steelcase, SAP, Dun & Bradstreet and Ceridian.

Steve Hufford, Board member. Steve is a senior investment banker with a leading mid-market investment bank. Steve has more than two decades of deal-making experience in sales, corporate development, investment banking and corporate law. In addition to his service as an investment banker, Steve has served as a partner of a major Southeastern law firm; as a corporate development executive for two NASDAQ-listed technology companies; and as the co-founder of two successful venture-funded start-ups in the financial services and technology. Both of these companies achieved successful exits.

Michael Edmeades, SVP Marketing and International Business Development. Michael has 28 years of experience in advertising and marketing leadership with companies such as Brighthouse Live, OneSource, The West Group/West Wayne and Ogilvy & Mather.

Larry Sanders, SVP Manufacturing and Supply Chain. Larry has over 30 years of large enterprise manufacturing and supply chain leadership with companies such as Exxon Engineering and Procter & Gamble Global Manufacturing.

Peter Muller, SVP Business Development. Peter has 21 years of experience launching new products and services in the collaboration technology space. Pete has worked in both established enterprises like Lotus/IBM, CMP and Microsoft, as well as pure start-up organizations like Micrografx, Flycast / Engage and Digital Envoy.

Ray Johnson, SVP Business Development. Ray has over 20 years experience leading the growth of wireless and telecommunications companies. Prior to C Port Solutions, Ray held executive and sales leadership positions with McCaw Cellular Communications, AT&T Wireless, AT&T and Cypress Communications.

Our Destination

We believe that we would be remiss to invite prospective investors onto the bus without first communicating to them our desired destination.

We believe that when we are successful in achieving our overall mission of introducing simple and effective collaboration solutions into the enterprise marketplace, C PORT will become an attractive acquisition candidate within two to four years. C PORT is primarily a sales, marketing and delivery company; accordingly, although we cannot give complete assurances to this effect, we think that we can become profitable during 2010, and thus control the amount of dilution that is required in the future. Consequently, an acquisition at a relatively low

purchase price (for example, as low \$25 million, although that is certainly not our objective) could produce substantial investment returns.

It is noteworthy that several high profile acquisitions have occurred in the collaboration space in the last few years: Cisco's acquisition of WebEx in May 2007 for \$365 million; Cisco's acquisition of Tandberg in December 2009 for \$3.4 billion; and Logitech's acquisition of LifeSize Communications in December 2009 for \$405 million. It is also noteworthy that a number of acquisitive technology companies compete in and around this space, but without yet offering a compelling package of simple, effective, integrated solutions. These companies include many of the firms with which we will be seeking to partner as we move forward. Potential acquirers therefore include Aastra Technologies, Alcatel-Lucent, AT&T, Avaya, AVI-SPL, Cisco, IBM, Interactive Intelligence, InterCall, Microsoft, Mitel, NEC, Nortel, Premiere Global, ShoreTel, Siemens Enterprise Communications and TeleWare.

Thus, we are charting a path towards (a) profitability as soon as possible, probably in 2010, (b) minimal future dilution and (c) acquisition thereafter once we have built a managed services provider business with a substantial client base and significant recurring revenues. We believe it is possible to contemplate this destination as soon as 2012 and certainly by 2014.

Pro Forma Financials

C PORT Solutions, Inc.

	<u>2010</u>	<u>2011</u>
<u>Forecasted Income Statement</u>		
Sales	\$ 2,309,000	\$ 8,430,000
Cost of Goods Sold	1,085,000	4,691,000
Gross Margin	1,224,000	3,739,000
Expenses/Other Income & Expenses	2,791,000	5,333,000
Net Income before Taxes	<u>\$ (1,567,000)</u>	<u>\$ (1,594,000)</u>

<u>Forecasted Cash Flows</u>		
Operating Cash Flows	\$ 7,903,000	\$ 19,814,000
Investing Cash Flows	(4,615,000)	(10,655,000)
Financing Cash Flows	1,509,000	(4,000)
Net Cash Flows	<u>\$ 4,797,000</u>	<u>\$ 9,155,000</u>

<u>Forecasted Balance Sheet</u>		
Cash	\$ 4,791,000	\$ 13,948,000
Accounts Receivable	101,000	-
Inventory/WIP	750,000	1,001,000
Fixed Assets/Other Assets	4,121,000	12,211,000
Total Assets	<u>\$ 9,763,000</u>	<u>\$ 27,160,000</u>
Liabilities	\$ 127,000	\$ 167,000
Unearned Income	\$ 9,696,000	\$ 28,647,000
Invested Capital	1,500,000	1,500,000
Retained Earnings	(1,560,000)	(3,154,000)
Total Liabilities and Equity	<u>\$ 9,763,000</u>	<u>\$ 27,160,000</u>

IV. Attachments

- A. Newell Rubbermaid LOI & Term Sheet