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Corporate Profile

Management & Administration:

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Management Systems Division:

(ISO 9001:2000, OH+S and Environmental Management Systems)

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TABLE OF CONTENTS

EQUILIBRIUM, THE COMPANY	3
MANAGEMENT SYSTEMS DIVISION	4
FINANCE DIVISION.....	5
WHAT IS STRATEGIC MARKETING?	6
STRATEGIC BUSINESS DEVELOPMENT.....	7
CONCEPT DEVELOPMENT	8
CUSTOMERS.....	10
FEE SCHEDULE.....	11
CORPORATE DATA	12
CURRENT ACTIVITIES	13

EQUILIBRIUM, THE COMPANY

Equilibrium Strategic Marketing Pty Limited is a highly specialised consultancy which operates in strategic planning and business development. Our principals have in excess of 40 years in business development within various industries and in the startup, operation and management of various styles of business, from retail distribution to consultancy and partnerships.

Our corporate network includes associated companies in Corporate Finance, OHS&W, Quality and Environmental Management Systems, process development and change management, corporate communications, PC and mid range computer systems, local and wide area networking, Data Storage Systems, Corporate Business Continuity Planning, Risk Assessment and Management Systems and more.

Over the last 35+ years we have:

- Acted as Country Manager for several international suppliers of high value capital equipment to Defence Forces. Our principal activity is the promotion of high specification land mobility specialist vehicles, artillery pieces and explosive ordnance, specialist bridging systems, marine strategic lift capabilities and C4ISR systems to the Australian Department of Defence;
- Spent 25 years in the I&CT industry from front line sales through sales and marketing management, working for some of the country's foremost companies;
- For six of the 25 years in I&CT we ran a multi faceted computer communications and networking design, development, installation, supply, consulting and training company dealing with major banks and the corporate sector as well as all levels of government;
- Spent two years at the highest levels of Telstra negotiating with national unions and facilitating change in learning provision and development;
- We have operated as strategic business development and marketing consultants dealing with such issues as environmental (aircraft noise) planning and development, real estate development, financial (equity placement) analysis and arrangement, generation of business plans and strategic programmes, networking into the Australian Power Industry through waste to energy, biomass and other environment management areas, vegetation and asset management, technical specification of IT Security Systems, developed Overt and Covert Secure Perimeter Systems for international governments and more; and
- Spent time in transport management.

We have spent many years working with Federal and State Government Agencies including but not limited to, Department of Defence, Department of Foreign Affairs and Trade, National Archives of Australia, the Australian National Audit Office, the Australian Government Solicitor's Office, Australian Taxation Office and Attorney-General. We have considerable experience working with the processes involved in Federal and State Governments, employing our understanding of their workflow and form to resolve issues for our clients.

Apart from a broad base of management expertise, our Managing Consultant has exceptional presentation skills, having provided keynote addresses at conferences with particular emphasis on data and communications security, e-mail management issues within Government, small business computing and management systems and more. He has a considerable presence as a corporate facilitator and will invariably produce relevant and implementable results. His team building, mentoring and people development skills become apparent when dealing with sales and marketing teams, forging the understanding of long term strategy creating short term gains. His "Gap Analysis Methodology" is a powerful graphic tool-based approach which assists in gaining an understanding of the corporate/concept direction.

Using Cause and Effect (based on the work of Kaoru Ishikawa and W Edwards Deming) as a means to show the relationships within business Rob provides a mentoring style which assists each division or function to understand how it relates to others.

MANAGEMENT SYSTEMS DIVISION

Equilibrium's Management Systems Division is based in Sydney and is involved in the development and implementation of management and quality systems that are compliant with ISO 9001:2000 and ISO 14000. Equilibrium uses My-Backoffice as its **Quality and Management System** developer. Our Management Systems Division provides services for Quality Audit and Compliance.

We exclusively use the systems developed under the "My-Backoffice" suite of programmes developed by Business Compliance Services Pty Ltd. Investigate My-Backoffice systems at www.my-backoffice.com.

Management Systems services provided by the team allow for all areas of business compliance, provides compliance and safety audits, risk minimisation strategy and environmental programmes to ensure that customers have procedures and processes that comply with relevant industry specific standards.

Our work has been successfully implemented in pharmaceutical, fitness, freight forwarding, construction and health services.

Equilibrium provides **Compliance Management System Services**. For Small to Medium Enterprises, we use the My-Backoffice Integrated Compliance Management Solution. The solution allows us to deliver our services at a cost saving of up to 70% compared to traditional Compliance Management Systems.

Equilibrium contractors and staff have all the required academic and/or industry qualifications to perform our work. Our contract staff (totally 25 around Australia and internationally) are highly motivated and customer-centric in their business dealings. References are available on request.

Equilibrium offers **Risk Management services** through our Management Systems Division and, specifically in the I&CT industry when involved with Business Continuity Planning, through our Network Risk Specialists (Risk Management Australia).

Equilibrium's Management Systems Division offers a range of **OH&S services** and have developed best practice guidelines and training packages to support these.

Types of Occupational Health and Safety services Equilibrium's Management Systems Division provides specific assistance for each organisation and each person. We are able to provide the following OH&S services:

- Office safety audits and training
- Work Practices audits and safety systems
- Manual Handling Risk Management training
- Ergonomic assessment
- Employee health consultancies

Equilibrium's directors and contractors have all undergone training and certification in OH&S, particularly relative to Construction in NSW.

FINANCE DIVISION

Equilibrium's Finance Division represents an unlisted public company of private investors backed by international bankers of high reputation who are interested in assisting both Government and Corporate Developers to finance equipment and infrastructure programmes on long term "passive investment commercial leasing" arrangements.

These types of projects include, but are not limited to:

<i>Office buildings</i>	<i>Smelters</i>	<i>Infrastructure options:</i>
<i>Industrial buildings</i>	<i>Refineries</i>	<i>Dams</i>
<i>Retail buildings</i>	<i>Pipelines (oil/gas/water)</i>	<i>Paper/Steel Mills</i>
<i>Service stations</i>	<i>Universities</i>	<i>Mines</i>
<i>Railway stations</i>	<i>Schools/education facilities</i>	<i>Power Stations</i>
<i>Police stations</i>	<i>Plant & machinery</i>	<i>Telecommunications</i>
<i>Prisons</i>	<i>Medical equipment</i>	<i>Rail/Port/Road/Bridge</i>
<i>Hospitals</i>	<i>Air and Sea Craft</i>	<i>Airport Facilities</i>
<i>Forests</i>	<i>Oil rigs</i>	<i>Water/Sewerage Systems</i>
<i>Hotels</i>		<i>Energy Assets, Gas/coal,</i>
<i>Vineyards</i>		<i>etc</i>

Given the need to fund some of these types of programmes and to develop infrastructure, we would welcome the opportunity to set up a discussion with your organisation to discuss the prospect.

Funding of this nature is based on only 4 criteria:

1. \$100 million plus*;
2. 20 year term, triple net lease;
3. Rentals to be paid monthly in advance; and
4. Strong entity defined as rated by Standard & Poor's at no less than BBB (Moody's Baa2).

We are happy to form consortium arrangements to facilitate these programmes.

* Facilities are available in Euros, US and Australian Dollars, Yen, Pounds Sterling. Funds available and yields required vary internationally. For information relative to individual country allocations please call our directors.

WHAT IS STRATEGIC MARKETING?

The principals of Equilibrium believe that strategic marketing encompasses but is not limited to, market research, product development and positioning, concept/research and development of new and innovative products to development and implementation of sales strategies, human resource requirements (including Occupation Health, Safety & Welfare) to sales training, facilitation of conferences to national/international product presentations/launches, distribution/reseller chain development to international, developmental and niche marketing, development of management systems to the changing of Corporate and Government policy. In short, taking a product or service through its life cycle, from the birth of the concept to making a position in the market through to follow up service of customers through the development of effective account management strategy, customer service training and team development.

Equilibrium functions as a lobby organisation. We possess all these skills from within our staff and consultant base and it is the ability to locate and assess them in others which is critical to business success. Our company has, over more than the last decade, been involved with the development of many companies, the commencement and success strategies of others and has been instrumental in developing government policy in highly critical communications and records management issues.

Our approach provides an holistic view of business and generates a solution to any of the changes in operations and procedures of any organisation in which decisions are made to accommodate the required changes to policy, process or operation, incorporating the required stimuli that ensures that the company or government department has the will to foster that change. The same approach functions in any change management function, strategic plan implementation and/or change to sales or marketing strategy.

Our principals have in excess of 40 years of business development encompassing a broad base of commercial experience covering entrepreneurial ventures; general, sales, marketing, business development and administrative management; high level business to business negotiation; sensitive and high level business presentations involving high technology and other technical matters; negotiation with local, state, federal and international governments; relationship development and maintenance with high profile corporate and financial market organisations; international market development; corporate communications, direct marketing and customer service strategy.

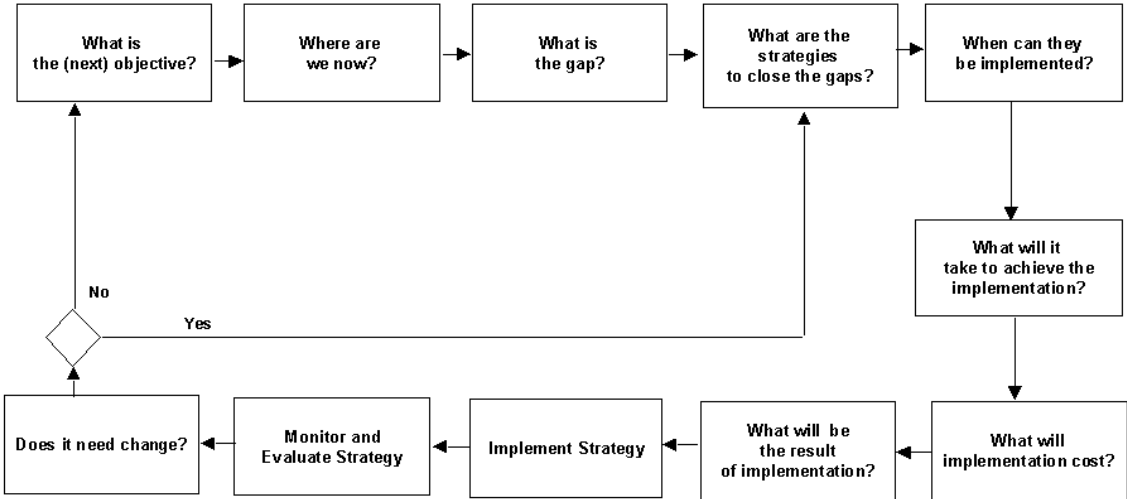
Which one of our sectors of strategic business development expertise could you use?

1. Business, Sales and Marketing Strategy Development;
2. Tactical analysis and design;
3. Process engineering/re-engineering;
4. Distribution Channel Development;
5. Information Technology Security including SmartCard and Biometric systems;
6. Sales and Marketing Staff development through coaching & mentoring;
7. Corporate strategic alliance/partnership negotiation - business networking;
8. Assistance with Product Life Cycle Management;
9. Government Liaison and Representation Services;
10. ISO 9001:2000 Management Audits and Certification Process Development;
11. Occupational Health Safety & Welfare Systems; or
12. Management Systems for OHS&W, Environmental or Quality Needs.

STRATEGIC BUSINESS DEVELOPMENT

Any Strategic Business Development contract undertaken by Equilibrium will be predicated on the Gap Analysis Methodology, and each aspect of the Business Development and Consultative Sales Strategy utilised will predominantly follow the workflow as included in the following graphic:

Gap Analysis Process Flow



Explaining the GAP Analysis Methodology.

In this Gap Methodology, The Objective or Task can be taken to mean any step in the process to achieve the end result. From the determination of objective (or task) the process moves to where is the group in the development of the result, what is the gap between where we are now and where we want to be, how do we close this gap, how soon can we get to the result, what must we do to achieve a desired result, what will achieving the result cost the group in terms of money and resources, what will it realistically return (sub point, is it worth it), implement the actions/strategy, evaluate its implementation and results, should we change it, if so, how, if not, where do we go next?

Of course it is equally clear that each of the boxes above can generate feedback loops and substantial investigatory issues (eg What will implementation cost? This can lead to discussions of budgets and cashflows, is it worth it, is it value for money, etc).

So this methodology can be drawn in basically any environment, management or production situation within the business. Whilst the process is simple, the implementation can be extremely complex, depending on the levels to which the company may wish to take each of the separate steps in the process...that is, the proofs, checks and balances that are employed. This process assists any project group in developing products to suit the markets into which it is working and also dovetails into maintaining Continuous Quality Improvement as required by ISO 9001:2000 Quality processes.

Note that this methodology functions well in any Risk Analysis discussion or Continuous Improvement Process, Change Management or Project Development Plan.

CONCEPT DEVELOPMENT

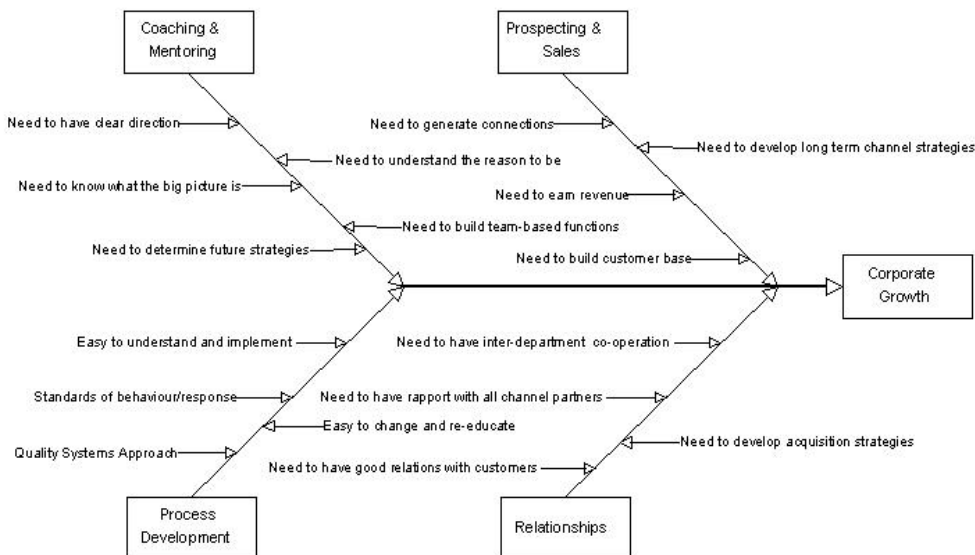
Equilibrium's principals, staff and contractors have skills that go far beyond the ordinary in the development of concepts and the commercialisation of ideas.

Over the last 35 years, Equilibrium, its directors and/or staff have been involved in the design and development of many systems, products, services and other opportunities.

We have spent time working in environmental and biochemical science, soil science, noise attenuation, natural pesticide/herbicide development, forestry, bio-carbon and industries associated with the reduction in green-house gas emissions. We have assisted in the development of farm and forestry machinery and more. We have been involved in tourism and theme park development.

In this area of Concept Development we employ the skills imparted by Kaoru Ishikawa in intra-organisational relationship and quality development. An example of an Ishikawa Process plot would look like this:

Ishikawa Cause & Effect



Using this technique, nothing is outside our scope or imagination. Try us! More than anything we will challenge you to exceed your own expectations.

Three Viewpoints of Cause and Effect

Static Cause & Effect

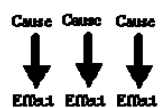


Figure 1

Linear Cause and Effect



Figure 2

Causal Looping

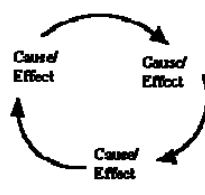


Figure 3

The Cause and Effect Model has been updated to incorporate contemporary analytical options of Causal Loop Technologies and the ITO Model. The following graphic shows the relativity between linear and causal loop thinking.

Each of these methodologies supports or complements our original Intellectual Property.

MARKETING AND BUSINESS DEVELOPMENT CONSULTING contracts we have performed have revolved around the following activities:

- Provision of contract sales, marketing or business consulting and/or management services. Recent activities include operating as Country Manager or Marketing Representative/Agent – Australia for suppliers of specialist materiel to Government and Industry, in Maritime, Aerospace, Land Mobility, Explosive Ordnance and Electronics Development.
- Work as Military Systems Adviser to the Country Agent for a Canadian provider of specialist drive train and hydrostatic vehicle drive systems and services for Military and Forestry Industries.
- Research and Development leading to the production of a Secure Communications Device to be applied in e-Commerce and Intranet/Extranet security. As well the company has prepared a specialised Defence Only version.
- Development, preparation and production of various Business Plans. Provide Market Research to enable business plan to be accurate and relevant to market being addressed.
- Provide ongoing marketing services including market analysis and research, corporate communications and sales collateral, public relations, market liaison, development of product and pricing strategies, development of distribution chain, development of promotional methodologies.
- Development and Implementation of Corporate Change Management strategies and procedures.
- Development of Corporate processes related to strategic development of new ventures, business development, the development of distribution, value added reseller and agency/sub-agency channels.
- Actively seek equity and non-equity funding requiring the provision of submissions including business plans, liaison with relevant MICs/Venture Capitalists and/or their representatives, liaison with Government Ministers (Federal and State) as well as other government representatives to enable the provision of public monies as Grants from various appropriate categories of available funds, including tailoring business plan/prospectus to suit submissions.
- Tender preparation and submission.
- Facilitation Services in Customer Service Strategies
- Benchmark Network/Total Quality Management ISO 9001:2000 and ISO 14000 Series.

CUSTOMERS.

An indication of the clients who have used our skills for various projects in the last 30 years:

Client	Services Provided/Role
CNIM (Constructions Industrielles de la Méditerranée)	Country Manager – Australia
Patria Hägglunds Oy	Marketing Representative – Australia
LEGATO Software Pty Ltd (A Division of EMC Corporation)	Strategic Marketing & Business Development
Future Fibre Technologies	Marketing Agent
COGES Commissariat Général des Expositions et Salons du Gicat	Marketing Agent - Eurosatory
Belden Australia Pty Ltd	Strategic Business Development Manager
Singapore Technologies Kinetics Ltd	Country Manager – Australia
International Silvatech Industries, Inc	Military Adviser/Marketing – Australia
IDS Consulting Services Pty Ltd	Marketing Consultant – All Aspects
Australian Institute of Management	Marketing Strategies – Training
National Institute of Accountants	Professional Development – IT
Royal Australian Institute of Architects	Professional Development – IT
City Personal Computers Pty Ltd	Sales and Business Management IBM Dealership
Commonwealth Bank of Australia	Network Design Consultancy
Westpac Banking Group	Secure Communications Consultancy, Design & Development of Secure Network Products Netgate communication systems Tran\$end modem development
ANZ Banking Group	Corporate Concept Development
State Bank of New South Wales	Business Development – Customer Service Strategy
Techway Systems Pty Ltd	Marketing Consultant – All Aspects
Telstra Corporation Limited	Marketing Consultant – All Aspects
Tree Tec™ Pty Ltd	Marketing Consultant – All Aspects
Niche Explorations Pty Ltd	Marketing Consultant – All Aspects
Niche Contracting Pty Ltd	Marketing Services/Business Development
Neemoil Australia Pty Ltd	Business Development – Computer Accounting Services
Mayne Nickless	Marketing Strategies – Training
Australian College of Applied Psychology	Alternate Distribution Channel Strategies
First Direct Holdings Limited	International market development
Dairylands Management Company	Business Development
Cool or Cosy Home Insulation P/L	Sydney Aircraft Noise Insulation Project
Dames & Moore Consortium	Banyan Network Server Marketing
Interplan Computer Systems	Modem design and sales
Sendata Corporation	

FEE SCHEDULE

FEE SCHEDULE (\$Aus)	
Consulting & Service Provision including Subsistence (Note 1)	
Hourly Rate	Rate \$ 175.00
Daily Rate	\$ 950.00
Monthly Rate	\$ 15,000.00
Note Above monthly rate indicates an annual retainer of \$180,000.00. Such retainer is to be paid monthly in advance.	
Commission on successful sale, completion of negotiations for contract of services by end user, etc.	% of Gross Revenue (Note 2)
Facilitation, Seminar & Other Services	
Dependent on work required, seminars can be arranged at selected sites and cities based on discussion. All seminar costs to be met by customer. Facilitator fees as above.	
Travel, Accommodation or other expenses are either direct to your account or charged at cost plus 9.5%. Travel and Accommodation are as per Director General/Senior Executive Service (Band 3) rates as identified on Commonwealth Government websites.	
<ul style="list-style-type: none"> • Fees are current as at January 1, 2008. • All fees negotiable based on type of work to be performed, duration of project and resources required. 	

Note 1: Consulting & Service Provision (CSP) including Subsistence: incorporates all salaries and office expenses including communication (Internet/fax/etc) as well as general office presentation and

Note 2: Commission is based on an agreed percentage of Gross Revenue (Nett Invoiced Price) for each contract negotiated in the year. From the initial Commission calculation the CSP Fee shall be deducted, with the balance being provided to Equilibrium. Should an additional contract be won in the year, then the entire Commission is to be paid.

In each subsequent year of operation, the same applies, that is the CSP is payable monthly with Commission earned from each initial contract in the year having the CSP deducted.

Note 3: Fees identified above are exclusive of taxes. These Australian taxes currently include Goods and Services tax (at a rate of 10%). No allowance is made for other Government fees and/or charges that may apply to the goods or services provided.

ADDITIONAL COSTS

Costs additional to the above fee schedule depend on strategies to be agreed and to be incorporated in any offer including the provision of approaches to government, corporations and staff on an "at cost" basis (to be discussed with your management team).

CORPORATE DATA

ABN	49 080 072 082	
Date of Incorporation	15 th September 1997	
Bankers - Domestic	Bendigo Bank Limited CALWELL ACT 2903	
International	Union Bank of Switzerland, Zurich	
Accountants	L.E. Ellis & Associates, Certified Practicing Accountants 96 Mawson Drive, MAWSON ACT 2607	Scott Ellis, Principal
Legal Counsel	Mallesons Stephens Jacques 7 London Circuit CANBERRA ACT 2601	Adam Bartlett, Partner
Insurers	Professional Indemnity CGU Policy # 02MIS0678139 Public Liability CGU (\$5 million) Policy # 10M0659009 Superannuation Colonial First State Investments Limited Other OAMPS – Halliday & Nicholas - Brokers	
Certificates of Competency	OH&S Consultation – Certificate number - 001850 OH&S for Construction – Certificate number – CGI00802451SEQ1, WorkCover NSW	
Last Update	04 April 2008	