

40% OR 10% :: 5 YEAR DEBT EQUITY :: BROKER/CELEBRITY PROSPECTUS

Please bear in mind that the projections herein are clearly estimated, based in values that are researched and established in numerous budget adjustments, and represent a median value that may be accessible in any event or circumstance related to the requirements noted. There will be significant adjustment, albeit, in various percentages, allocated to meet the actual investment amount in the final consideration. The adjustment will be necessary to meet the demands in services and circumstances, in realtime productivity, and in considerations normally associated in legitimate growth prospects, in the most efficient and effective instatement in our implementation mission and objectives. A considerate, conservative projection to achieve will be an initial implementation in 30,000 identified high schools and colleges in the United States. Please bear in mind, our initial projection does not include grade schools, middle schools, retail programs, or international communities, which may raise the value of the initial investment considerably.

1. BROKERAGE :: \$5.MILLION :: 40% :: 5 YEAR - \$120.MILLION INTEREST

\$5.Million :: A registered SEC qualified investment brokerage may purchase a 40% Debt-Equity share for a 5 year term with a \$120.Million cap, whichever is first, at which time the 40% will be repurchased into the company of origin. The return is speculated in the number of flagship product orders expected to generate revenue. This revenue estimate is a 5 year aggregate revenue of \$120.Million, based in \$5,500 inhouse estimated net revenue from sales of 1 order per semester per year from 30,000 individual schools. We reasonably project achievement in a full cycle of the total 30,000 schools in 5 years. Nevertheless, to be overtly conservative, we project at least an achievement of no less than 10% of the 30,000 schools to be 3,000 schools. The same figure of \$5,500 net revenue in this overtly conservative estimate creates a 10% share allocation of \$12.Million to the original \$5.Million instatement.

2. CELEBRITY :: \$250,000 :: 10% :: 5 YEAR - \$30.MILLION INTEREST

\$250,000 :: An individual may purchase a 10% Debt-Equity share for a 5 year term with a \$30.Million cap, whichever is first, at which time the 10% will be repurchased into the company of origin. The return is speculated in the number of flagship product orders expected to generate revenue. This revenue estimate is a 5 year aggregate revenue of \$30.Million, based in \$5,500 inhouse estimated net revenue from sales of 1 order per semester per year from 30,000 individual schools. We reasonably project achievement in a full cycle of the total 30,000 schools in 5 years. Nevertheless, to be overtly conservative, we project at least an achievement of no less than 10% of the 30,000 schools to be 3,000 schools. The same figure of \$5,500 net revenue in this overtly conservative estimate creates a 10% share allocation of \$3.Million to the original \$250,000 instatement.

IMPLEMENTATION PLAN

In order to achieve the herein-referenced projections, (i.e., 1 order per semester each year in 30,000 schools), to be achieved in a one 5 year initial investment term, certain implementation requirements must be achieved:

1. Website development and implementation through MMSEducation.Com, the EdReach.Info, the CRM system to the educational community, including k-12, and college, university. The EdReach.Info CRM system is designed as a 3 tier website with an administrative accounting back-office online network, a mid-tier order and fulfillment online network, as well as a fully public "amazon" information and demonstration portal for consumers. The services of MMSEducation.Com include information and data allocation and management, marketing and public relations, order processing and fulfillment, as well as website development and hosting. This single outsource CRM system will enable us to integrate all information and order fulfillment objectives to our initial projection of 30,000 schools.

(1) Year Minimum :: \$50,000
(5) Year Minimum :: \$250,000
Site Setup - \$15,000 one time
Maintenance - \$1,500 per month
Information - \$10,000 per year
Advertising - \$10,000 per year

(1) Year Maximum :: \$135,000
(5) Year Maximum :: \$650,000
Site Setup - \$15,000 one time
Maintenance - \$1,500 per month
Information - \$50,000 per year
Advertising - \$50,000 per year

2. Administrative services must be implemented to manage payments and legal circumstances, (i.e., accounting, licensing, celebrity event management, insurances, discrepancies).

(1) Year Minimum :: \$10,000
(5) Year Minimum :: \$50,000
Retainer - \$750 per month
Services - \$100 per month

(1) Year Maximum :: \$50,000
(5) Year Maximum :: \$250,000
Retainer - \$2,000 per month
Services - \$2,000 per month

3. Advertising and Public Relations must be accessed in print, television and radio media, as well as trade associations and events.

(1) Year Minimum :: \$10,000
(5) Year Minimum :: \$50,000
Retainer - \$750 per month
Services - \$100 per month

(1) Year Maximum :: \$50,000
(5) Year Maximum :: \$250,000
Retainer - \$2,000 per month
Services - \$2,000 per month

4. Sales incentives and demonstration devices, (i.e., call centers, brochures, samples, press kits, etc.), must be produced and delivered to commissioned and paid representatives in regional communities, (i.e., offices of the American Federation of Musicians, and the performers unions of AFTRA, ASCAP, BMI, etc.).

(1) Year Minimum :: \$10,000
(5) Year Minimum :: \$50,000
Retainer - \$750 per month
Services - \$100 per month

(1) Year Maximum :: \$50,000
(5) Year Maximum :: \$250,000
Retainer - \$2,000 per month
Services - \$2,000 per month

5. Overhead expenses will include office identification, equipment maintenance, salary and personnel insurance, as well as travel and mobile services of telephone, onsite computer access, trade show booths, demonstration management, equipment, and related protocol, including personnel, insurances, fees, basic food, transportation and lodging.

(1) Year Minimum :: \$10,000
(5) Year Minimum :: \$50,000
Retainer - \$750 per month
Services - \$100 per month

(1) Year Maximum :: \$50,000
(5) Year Maximum :: \$250,000
Retainer - \$2,000 per month
Services - \$2,000 per month