

Business Plan – Executive version - CONFIDENTIAL

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Section One Executive Summary

Company Introduction and Mission

AdventGX, a Texas corporation founded in 2004 and headquartered at the Texas A&M University Research Park in College Station, TX, provides a suite of advanced information technology solutions for the tourism industry in the areas of experiential travel, business development, benchmarking, analytics, performance support and decision support systems. These next generation solutions will address the growing demands of "The Experiential Tourism Industry". AdventGX offers professional services supported by a team of experts in this dynamic industry sector. This group of experts account for more than 100 years of 'hands on' experience in this highly profitable industry.

The experiential tourism industry is currently going through a phase of dynamic changes requiring a higher set of quality standards in the way that services are provided. AdventGX will position itself as an industry leader by leveraging its expert knowledge of the experiential tourism industry, its technological capabilities, and an uncompromised customer focus.

Industry / Market Definition and Focus

The term 'Experiential Tourism' refers to events or situations where the tourist plays an important role in the experience. This includes activities that bring people and nature together in order to exchange experience with wildlife viewing, and also activities such as camping, hiking, photography and learning about the history/culture of the region where the experience is taking place.

This sector, or branch, of tourism includes, but is not limited to, nature tourism, resource-based tourism, adventure tourism, ecotourism, heritage tourism, and agri-tourism. All of these categories include a broad range of travel interests and a plethora of other outdoor, recreational and sporting activities that enhance the individual experiences of the traveler. While individual traveler interests may differ, they all share the goal of experiencing the outdoors.

People want to "experience" nature as an active, not an idle, participant during their nature based adventures. Personal enrichment, enlightenment, stimulation, and engagement are among the primary motivators for these potential travelers. This is supported by data collected from the 2001 U.S. Fish and Wildlife Service survey of Fishing, Hunting, and Wildlife-Associated Recreation, which lists the top five motivations for the experiential tourist as:

- I. To enjoy the outdoors
- II. To experience nature and its sights
- III. See and do new and out of the ordinary things
- IV. Learn about the environment
- V. Escape from the City

Experiential tourism is defined as a niche within the tourism industry. AdventGX has built a suite of products, services, and tourism development resources to assist regions, communities, businesses and private landowners in the U.S. and abroad. The goal for these services is to assist in the creation of successful tourism destinations, attractions and businesses for the traveling public.



Academic Partner

Texas A&M University is home of the Department of Recreation, Park and Tourism Sciences (RPTS). The RPTS Department has established itself as the academic leader in tourism education in the U.S. and potentially the entire world. AdventGX has a strong relationship with the University and is taking advantage of the research and development activities that the RPTS Department has been engaged in since 1965 to enhance tourism in Texas, the U.S., and around the globe. The RPTS department established original theories for regional tourism development and currently is home to a highly distinguished faculty. Currently the RPTS department is experiencing significant achievements and growth in the areas of tourism development, natural resource management, and the application of IT to the tourism industry. In addition, Texas A&M has numerous other departments engaged in cutting edge research and development that afford AdventGX access to applied technologies that will have a positive effect the tourism industry. The ongoing relationship with the University provides an invaluable resource to AdventGX in the way of industry partnerships, intellectual capital and direct visibility for our technologies.

Section Two Highlights

Objectives

- AdventGX will deliver world-class technology to the tourism industry and will empower its customers through its technology, customer focus, and expertise
- AdventGX is committed to customer empowerment, development of strategic partnerships, balanced growth, and continuous improvement and innovation
- AdventGX accepts the responsibility of providing a prolific work environment for its team, stimulating personal and professional growth
- AdventGX recognizes that its principal responsibility is to its shareholders, and is committed to fair and meaningful return through managed growth, fiscal responsibility, and a managed risk approach
- AdventGX aims to reach profitability in our third fiscal year and meet or exceed our
 projected revenue of \$20 million and EBITDA of \$4.7 million in year five, and aiming for a
 market valuation of \$100 million by year seven.
- AdventGX will be a market-driven enterprise that is recognized as the technology leader in the tourism industry as a whole
- AdventGX aims to lead the industry and expand market share by establishing strategic partnerships with experts, governmental and private sector organizations, and industry leaders

Strategy

- Establish and maintain financial strength and agility
- Screen market opportunities to maximize the value-added to our clients operations
- Build a base of premium value-added assets and actively manage operating costs
- Educate our customers to better understand the complimentary nature of the tourism industry in order to develop and maintain long-term, mutually beneficial relationships with tourism partners
- Build a diverse business in long-term, sustainable, and worthwhile geographic markets
- Implement affordable, leading edge technologies in order to facilitate communication and collaboration through networking
- Provide our customers with strategic information to help them grow their own customer markets
- Maintain an adaptive, opportunistic, and flexible posture to capitalize on a rapidly evolving industry
- Maintain a "technology independent" strategy so as not to get locked into a specific delivery vehicle

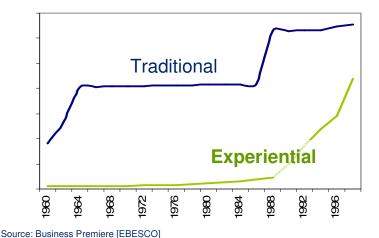


Section Three Market Highlights

Understanding our Customers

Experiential tourists are different in many ways from traditional tourists. Experiential tourists are increasingly seen to be conservation minded, displaying respect for the culture of host communities, and looking to experience and learn rather than merely stand back and gaze. Experiential tourists are participators—not spectators.

Typically these tourists are turning away from "packaged" travel and having a higher level of involvement in the organization and planning of their trip. Additionally, statistics on experiential tourists show that these travelers spend 50% more on daily expenditures than the 'mass tourist', also known as the traditional tourist. The following chart shows growth patterns of the "traditional" and "experiential" tourism markets.



The following table highlights the differences between the Traditional vs. Experiential.

Traditional	Experiential
Inexperienced	Mature
Homogenous	Hybrid
Predictable	Spontaneous
Sun-Lust	Sun-Plus
Get Sunburn	Keep Clothes on
Security in Numbers	Want to be Different
Superiority	Understanding
Escape	Extension of life

Source: Australian Tourist Commission

Demographics

Experiential tourism encompasses activities for all ages. Research shows that demographics differ in particular seasons and activities, but over the entire tourism universe traveler's ages range between 5 to 65 years. Marked trends can be seen by the age differences in activities such as bird watching vs. mountain biking tours — although most tourism attractions do not offer the

entire spectrum of experiences at the single location, age differences can be easily recognized by the experiential tourist type and by activity.

Success Factors for Experiential Tourism Attractions

In addition to the factors identified in the previous section, AdventGX has a set of requirements that are critical for the success of existing and proposed attractions:

- I. The attraction should offer a distinct, unique experience that cannot easily be replicated by competitors;
- II. There is value-added through quality interpretation programming, which preferably utilizes a 'human element' such as interpretive guides, seasoned veterans, and/or local personalities;
- III. The attraction offered is based on authentic, interactive, and educational experiences that make the overall event memorable;
- IV. Comfort should not compromise the authenticity of the experience;
- V. The development as a business/attraction should focus on sustainable natural resource development principles;
- VI. For interpretative programs the attraction should avoid the over reliance on technological devices that can quickly become outdated, and there should always be a choice in the form/type of interpretation offered.

Section Four Company

Company Overview

AdventGX was founded in January 2004 and it was established to capitalize on a growing need and market demand for better services and information management within the experiential tourism industry. AdventGX, with its firm focus to become a leader in the tourism industry, has invested significantly in the development of its primary service offerings as well as building an extensive network of industry relationships in the commercial, governmental and academic realm. The first product will be released in Q4—2004 over the World Wide Web in the form of the AdventGX Web portal.

Company Location

The company is headquartered in College Station, TX and currently leases office space at the Texas A&M University Research Park located on the A&M University campus. The facilities provide considerable technology infrastructure (ultra-wide bandwidth network, VPN, teleconference, and an 802.11 wireless network), conference space, and the ability to expand space as needed. Lease rates are subsidized by TAMU in exchange for equity and will meet plan requirements for the foreseeable future.

Company Ownership

AdventGX, Inc. is a privately held Corporation. Its founders, Ron Robinson and Jose Quintana hold the majority the outstanding shares. Management and board members hold additional equity in the company.

As of the date of this plan, 10,000,000 shares of Common Stock were authorized. For additional information the Company can make available to qualified individuals or institutions a copy of its confidential private placement memorandum.



Section Five Management Team

The AdventGX charter management team and advisory board are its backbone. The company's success will be leveraged squarely on the winning habits of these individuals. All of the team members have excelled in competencies relevant to the AdventGX mission.

Dr. Ronald Robinson - CEO & Chairman of the Board

Dr. Robinson was the President of Texaco Technology Division and in October 2001 he became Professor and Department Head of the Harold Vance Department of Petroleum Engineering at Texas A&M University where he held the Albert B. Stevens Endowed Chair in Petroleum Engineering. His background also includes the founding of several technology start-ups. Dr. Robinson currently serves on the Texas Governor's Science and Technology Council, in addition to being a board member to a number of industry's top institutions.

Jose Quintana - President

Mr. Quintana has a wealth of startup experience. As a lifelong entrepreneur, he has started several successful companies and has acted as consultant to many of the world's top corporations including Disney, Nokia, Sprint, Qualcomm, Frito-Lay, Schering-Plough, Lockheed, Sun Microsystems, Verizon and Novartis International. He is an active board member of Global Knowledge Group, PowerKids, The Texas Lyceum Association, Westcar Consulting Group, and The Research Valley Technology Alliance (RVTA).

Juan Gonzalez - Director of Strategic Planning

Mr. Gonzalez holds a BS in Industrial and Systems Engineering from the Monterrey Institute of Technology; completed his graduate studies in Strategic Planning at Harvard University; completed the Entrepreneurial Program sponsored by the Foundation for Entrepreneurial Excellence at St. Edwards University in Austin; and earned his MBA from the Mays Business School at Texas A&M University with a special focus on Services Marketing. Prior to his MBA studies, he worked at CEMEX, the second largest cement manufacturer in the world, managing the implementation of IT tools to align all operational activities with CEMEX's global strategies. In 1997, he joined Pulsar International Ventures where he had a significant role in managing a 120 million dollar investment fund in Silicon Valley. He has had a variety of business experiences and has been involved in a variety of start-up companies in Mexico and Silicon Valley.

First Year Additional Staff

The Company's first year staffing plans are conservative and will increase the total headcount to fourteen (14). The first year staffing plan includes the current management team and the addition of a professional team leader, one technical developer, a four person development/customer support team of varying experience and skill levels, three field sales representatives, a Web resources development manager, and an additional administrative support team leader.

Headcount projections may be impacted by an unexpected increase in professional engagements and would be offset by additional revenue. In addition to the Company's staffing plan, careful review of staffing, training and infrastructure requirements will occur to determine if these activities could be outsourced for efficiency and cost savings. Relationships already exist through our network of partners to accommodate additional support.



Section Six Advisory Board

AdventGX is fortunate to have the following individuals as advisors and mentors to its business development efforts, and we are pleased that these individuals believe in our mission and are committed to our future. Each brings vast talent and rich experience to our endeavor, adding an invaluable synergy to our executive team.

Board of Directors TBA

Dr. Ronald Robinson

Dr. Robinson was the President of Texaco Technology Division and in October 2001 he became Professor and Department Head of the Harold Vance Department of Petroleum Engineering at Texas A&M University where he held the Albert B. Stevens Endowed Chair in Petroleum Engineering. His background also includes the founding of several technology start-ups. Robinson currently serves on the Texas Governor's Science and Technology Council, in addition to being a board member to a number of industry's top institutions.

Dr. Carson Watt

Dr. Watt is a Professor Emeritus of Texas A&M University in the Department of Recreation, Park and Tourism Sciences. He spent thirty years assisting the citizens of the state of Texas to develop tourism and recreational opportunities. Dr. Watt recently was recognized by Governor Rick Perry and the Texas State Legislature with Senate Proclamation No. 809, 2002 and Governor Perry's Acknowledgment where he received meritorious recognition for his dedication to the people of the state of Texas.

Brandon Coleman

Mr. Coleman graduated from Texas A&M in 1978, and went to work for a Houston-based advertising agency, then started his own marketing and branding firm in 1980. He built Brand Imagination for 20 years, consulting with more than 500 clients during that time, and he then sold it to a large marketing conglomerate out of New York. Coleman served six years on the Spring Branch Independent School District Board of Trustees in Houston and helped found the Spring Branch Education Foundation. He currently serves on the Mays Business School Dean's Development Council and The Fellowship of Christian Athletes Board of Directors.

Andy Sansom

Mr. Sansom has been involved in a number of non-profit and government conservation efforts, ranging from his early work in land protection at the Department of Interior, to his role as executive director at the Texas chapter of the Nature Conservancy, and his service as the director of the Texas Parks and Wildlife Department. Most recently, he is helping improve water policy in his capacity as executive director of the International Institute for Sustainable Water Resources at Texas State University. Throughout his career, Mr. Sansom has been a prolific writer on historic and natural resource conservation issues, producing such books as Texas Past and Texas Lost.



Section Seven Products & Services

Professional Services

Our Professional Services Division will focus on providing consulting services to organizations, governments, and businesses in the tourism industry. We've built a new model for the tourism industry providing solutions both for the traveling public and for the tourism industry.

We intend to grow our understanding of our prospect customer needs by engaging our target market along different support areas. The following is an outline of our professional services division:

Targeted Customers

- Community and County Agencies:
 Federal, state, county and local governmental agencies responsible for supporting tourism development. These could include agencies focusing on tourism, natural resource and park management, heritage/cultural, and transportation.
- Regions:
 Often tourism destinations are regionally based. Tourism efforts can often be organized by non-profit organizations or Destination Marketing Organizations (DMO).
- Chambers of Commerce (COC) and Convention & Visitors Bureaus (CVB)
- *Industry Groups:* Travel and tourism industry groups, outdoor recreation (i.e. hunting, fishing, birding, biking, RV,).
- Tourist Attractions and Destinations:
 The core of the experiential tourism industry is comprised of places (attractions/ destinations) that offer unique experiences for travelers. These can be private businesses or public entities including parks or museums, communities, etc.

AdventGX fully understands the economic impact of experiential tourism at the community level. Tourism not only brings needed outside capital, but it also helps to diversify economies, improve quality of community life, increase employment, distribute benefits throughout rural areas, encourage the rational use of marginal lands, and promote infrastructure projects that serve other sectors. In short a great economic development engine.

Competition

The competitive landscape is diverse and fragmented within the U.S. and internationally. In our market research process we have identified three main categories of potential competitors. These include consulting firms that specialize in experiential tourism; Non-Profit Organizations that focus on experiential tourism as a source for economic sustainability; and academic entities with direct research and educational programs aimed to serve the industry.

The first group – Experiential Tourism Consulting Firms – include former scholars and state officials with experience in the industry that have identified the needs for these services and started consulting firms. Although these entities have the appearance of large and well-established consulting firms, most are just small teams of part-time entrepreneurs. While analyzing some of their projects, we found that their work is quite credible; however most of them

have a limited scope and lack a long-term focus regarding their clients' sustainability. Our experience tells us that it takes a considerable amount of time for an experiential tourism Project to show its results, thus long-term commitment and ongoing development and performance support – is critical for our clients success. Additionally, the consulting firms have little or no capacity to develop and apply effective IT applications to their projects.

Another set of competitors are Non-Profit Organizations that focus on economic sustainability and who rely heavily on experiential tourism as a primary focus for economic and community development. These entities have the advantage of being sponsored, or being subsidized, by global institutions that focus on economic development programs in specific regions where poverty levels are high. Because of the nature of their operations we see them more as global partners than competitors. Additionally it is important to recognize the valuable communication channels that they have established in their local communities. Through its special programs division, AdventGX will establish strategic relationships with these organizations to provide them with powerful tools to fulfill their mission more effectively.

A third category includes academic institutions. These are the departments in colleges or universities that focus on tourism and recreation around the world. These entities, that provide services similar to AdventGX in the US, are most often associated with the USDA Cooperative Extension program that is provided at land-grant universities in all 50 states. AdventGX is privy to the challenges that these institutions face because one of our team members serves as part of a national coordinating body called the National Tourism Design Team.

These entities are working hard to develop tourism but are significantly challenged to identify support and the delivery mechanisms to help them advance their cause. In addition, most lack access to technical expertise that would afford them new delivery systems for the subject matter content they possess. In many cases there are considerable resources in the form of publications and research, but the information languishes because of a weak and under-funded information infrastructure. Just as the case with the RPTS Department at Texas A&M University, AdventGX expects to create strategic partnerships with these entities around the world in order to increase its already extensive understanding of the different geographical markets in the U.S. and abroad—and to make the expertise and resources they have developed available to a much broader audience. AdventGX is developing a way to identify the resources that have a "market-value" and deliver them affordably to an industry sector that is in serious need of assistance.

The following matrix includes a list of all competitors analyzed in this business plan.

Name	Web Site	Location	Description
Fermata, Inc.	www.fermatainc.com	Austin, TX	Experiential tourism expert – small firm with good record of projects. One employee
Nancy Sullivan Ltd	http://www.nancysullivan.org/consulting/ecotourism.html	Papua New Guinea	Experiential tourismexpert –focus on sustainable development.
GORP.com	http://gorp.away.com/index.html	US	Good experiential tourism portal and strong understanding of the industry.
Adventure Business Consultants	http://www.adventurebizsuccess.com/services.php	California	Focus on tourism marketing & business Success – mostly increase # of arrivals.
Shores_system	http://www.geocities.com/shores_system/consult.htm	Some where in the US	Micro IT consultant with light expertise in tourism
Ecoturismo Latino	http://www.ecoturismolatino.com/eng/consulting/services/services.htm	Guatemala-Mexico	Regional experts on experiential tourism
Destination Development Inc.	http://www.chandler-brooks.com/themeparks.htm	Olympia Washington	Strong attraction development – No IT capabilities
RUES Eco-Hotel Management & Consulting	http://www.ecofriendlyhotelsrhs.com/Aboutrues.html	Bolivia	Strong and extensive experience in experiential tourism – Strong focus on Central America. Good network of partners.



ECO-Consult	http://www.eco-consult.com/engl/tourism.htm	Oberaula, Germany	Socio-ecological tourism consulting and planning — Strong understanding on sustainable tourism development. One person company with no IT background
AXYS Environmental Consulting	http://www.axys.net/markets/diversified/overview.htm	Calgary Canada	Strong understanding of nature tourism, agri-tourism and environmental strategies to manage land at tourism attractions – Quite specific with in the experiential tourism – No IT capabilities.
Category #2 – Non-pr	ofit Organizations that focus on economic		
Name	Web Site	Location	Description / Notes:
EA-ECOCONSULT	http://www.ecotourism.8m.net/	West Africa	This organization promotes ecotourism and nature tourism in East Africa, for the benefit of local conservation and sustainable development.
Conservation International	http://www.ecotour.org/default.htm	Washington DC	Non Profit Organization World Tourism Organization focusing on environmental protection through economic sustainability based on nature tourism.
The Northern Ontario Native Tourism Association	http://www.nonta.net/	Ontario Canada	Non-profit corporation specializing in the development of the aboriginal tourism industry
COOPERATIVE RESEARCH CENTRE FOR SUSTAINABLE TOURISM PTY. LTD	www.crctourism.com.au	Australia	Community and government to enhance the environmental, economic and social sustainability of tourism.
Global Hospitality Consulting	http://www.hvsinternational.com/Jump/?aid=635&rt=2	Asia Pacific	Focuses on a very noble sustainable model for the experiential tourism industry – no IT capabilities
Category #3- Academ	ic Institutions that conduct Research on	Tourism and Rec	creation
Name	Web Site	Location	Description / Notes:
North Dakota State University	http://www.ndsu.nodak.edu/adfhm/hm/	North Dakota US	Clear understanding of tourism and hospitality Industry – No IT capabilities and low experiential tourism Industry.
Tourism Training Institute	http://www.tourismti.com/home.html	British Columbia Canada	Strong understanding of 'mass tourism' – airline management, large hotels management, etc Focus has turned towards experiential tourism (very recent)
Vinstitut Vatel International Tourism Management School	http://www.vatel.fr/v_ang/instituts/nimes_ang.html	France	Strong focus on medium and large hotel management. Access to a large network of institutions around the world including Russia, Malaysia, Thailand, India, and Mexico.
University of Minnesota Tourism Center	http://www.tourism.umn.edu/	St. Paul, MN	Strong understanding of the experiential tourism Industry and even stronger research projects within the industry.
Michigan State University	http://www.tourismcenter.msu.edu/	East Lansing, MI	Very well organized. Their 3 departments are: Park, Recreation and tourism resources, resource development, and education and communication systems. Significant resources but limited in their IT capabilities and information delivery

Professional Services Consulting Offerings

- Comprehensive Development Strategies:
 From initial scoping meetings and strategy roll-out, to providing ongoing assistance to bolster an organization's momentum, AdventGX understands that successful tourism development is more than creating a plan. AdventGX will provide strategies for success that will stand up over time.
- Brand Development:



Creating an identity for a community, business or organization is critical to attract tourists. AdventGX has the expertise necessary to create the marketing strategy that best fits the needs of our customers.

• Web Presence, Marketing, Empowerment:

The Web is the most powerful tool for tourism and travel. It is also the most cost effective means to market the tourism product. AdventGX has a suite of resources and extensive experience developing Web resources.

• Performance Support:

Maintaining, monitoring, measuring and revitalizing are keys to sustain a successful tourism business or development strategy. We have built successful strategies and tools to perform these critical tasks.

• Strategy Execution Support:

Tools for communication, collaboration, accessing assistance and educational materials help to ensure success. We build these resources because we understand that most people need some support at a variety of stages in the project development process.

Strategy Deployment:

Ideas, plans, and strategies are easy to create. However, implementing, adapting, supporting and sustaining a successful strategy requires a commitment and confidence in the products and processes which support that effort.

Technology Implementation & Solutions:

Our technologies are easy to use tools that will help our customers maintain quality, and enhance the profitability of their operations.

Marketing:

Marketing is at the top of the list of our customer's needs. We have marketing analysis tools, research strategies, and industry partners that can provide necessary intelligence about our clients customer base.

Risk Management Planning/Strategies:

Operations should be routine. However, developing that routine requires careful planning and a clear knowledge of the processes and potential pitfalls that can be encountered. We have comprehensive information and strategies to ensure that our customer's site, activities and operations are safe and secure.

Programming:

Tourism/travel is about people having memorable experiences. These happen through careful planning and "programming"—the combination of activities and services that are provided at an attraction/destination. Understanding how to help our clients to create satisfying experiences for their customers will be one of our keys to success.

Professional Services Operational Strategy General Intro to Operational Strategy.

The demand for qualified consulting services with in the experiential tourism industry is growing at exponential rates throughout the world. In order to capture the best of this global trend,



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companies need to focus on the four main stages that take part of any experiential tourism project: Design, development, implementation and continuous support. AdventGX Professional Services Division uses a comprehensive set of tools to identify key issues and objectives that will allow our customers to achieve the overall goals of their organization

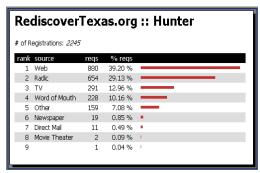
We provide a customer-driven and cost-effective approach that minimizes risks associated with tourism development. By identifying specific areas of concern, potential opportunities and targeting all efforts to maximize effectiveness on every strategy implementation, product quality and successful long term outcomes are reached.

Our solutions are based on our AdventGX Strategy Deployment (ASD) process, developed by one of our founders, in concert with unmatched tourism experience and expertise. ASD includes techniques and processes that have been in use at NASA for over 30 years. Methodologies such as the ASD process and in conjunction with our well rounded information technology background allow us to offer a unique set of an unmatched knowledge base for our clientele.

Any positioning strategy with in the tourism industry represents a list of unseen challenges. There are unmarked barriers of entry that can only be broken down with the help of experts that already known in the industry, low investment budgets and a high level of trust factor based on past relationships. In the tourism industry is not only about "who you know", but also "what you know, and how long have you been known". AdventGX has successfully positioned its self with in the experiential tourism industry by leveraging the valuable and trustful relationships that its executive advisory board brings to the organization.

A clear illustration of the value that our executive advisory board brings to our organization is a project that we are currently engaged with the Texas Travel Industry Association (TTIA). In this project AdventGX not only developed various web related applications, but also provided the right tools for a comprehensive analysis of the results generated by the project. The following images represent some of the solutions developed for the TTIA in the operational and support areas.





AdventGX consulting services go beyond the regular experiential tourism consulting services offerings. Because our ability to provide on-going support services to our clients, we reduce the level of risk and secure the success of their initiatives. With interactive tools such as the special events wizard, the tourism market match, and a set of online educational programs we are able to provide strategic support services at low costs.

Because of our systematic and low risk approach we have experienced a successful positioning strategy. We are currently in the process of offering strategic tourism consulting services to various international governments, U.S. based municipalities, and a ray of private experiential tourism ventures throughout the world. For further information about the details of these potential projects please contact our company principals.

IT Solutions –Back Office Products & Services and Travel Portal

The online travel industry is rapidly gaining consumer acceptance. Leisure and unmanaged business travel is the largest consumer spending category on the Internet wit approximately \$28 Billion in estimated gross travel booking in 2002, according to PhoCusWright.

The internet is a very powerful tool for the tourism industry, with is communication capabilities and size, online travel business are capable of offering thousands of air fares, hotels and vacation packages with the click of a button. Nevertheless most of internet travel stores have failed to provide the same level and support as their land-based equivalents. Through a robust research process, AdventGX has identified the key offerings for a travel portal that will not only offer unique and tangible resources for experiential tourists, but it will also generate a set of valuable analytic solutions for our back end customers.

Competition

The competition in this field is large and fragmented. On our research process we have identified two main categories – General and Experiential Tourism Travel Portals. With in the Experiential Tourism Travel sites we have identified four sub categories, these are: **Adventure Travel**, **Cultural Tours, Nature Tours and Road Trips & Sports Travel**. The following is a list of current travel portals with a brief analysis of their capabilities and features.

It is important to mention that even though we see many of these entities as competitors, we also perceive some of these organizations as potential strategic partners. This is basically due to their clear understanding of their particular niche with in the experiential tourism industry.

General Trave	el -		
Name	Web Site	Location	Description / Notes:
Orbitz.com	www.orbitz.com	US	Strong network of associates on hotels, car rentals, cruises and package deals Best Items: FlexSearch tool – great for bargain hunters. Worst: Slow search.
Expedia.com	www.expedia.com	US	There's detailed information about the hotel and lots of pictures. Separate channels for business travelers, golfers and families help narrow the choices. Roadtrippers can get driving directions and maps. A great feature: the Tools section offers weather forecasts in cities all over the world, currency converters and unusual airport information.
Travelocity.c om	www.travelocity.com	US	Full-service research and booking, packed with information on over 55,000 hotels, 50 car rental agencies, and 6,500 tour and cruise packages. Floating vacations are a particular strength. 1,000 customer service representatives available 24 hours per day.
American Express Travel	www.travel.americanexpress .com	US	Solid research and booking tools from the venerable travel brand, with air, hotel, cruise and car rentals and an impressive list of last-minute deals. In-depth Travel Resources pages: video tours of cruise ships, links to Fodor's and Travel & Leisure and access to Amex Travel Specialist agents.
Fodors.com	www.fodors.com	US	While this venerable destination guide amply covers the basics- from accommodations and restaurants to shopping and must-see sightsit also recommends unusual ways to get a sense of a foreign place. There are separate channels that serve the special needs of business and family travelers, including the written and spoken translations of more than 600 phrases in four languages,



			and helpful content, like how to survive while traveling with kids. Reader ratings on most hotels and restaurants are generally thoughtful and trustworthy.
Skyauction.c om	www.skyauction.com	US	Bid for bargains here. While Priceline lets you bid for air, hotel and vacation packages, you don't know exactly what you're getting until you're locked in. Sky Auction gives you more information up front. Here, you can find out exactly how many transfers you'll have to make, how long the airport layovers are and link to the hotel's Web site to scope out the facilities before you bid.
Tripadvisor.c om	www.tripadvisor.com	US	Hotel Popularity Index dynamically ranks over 75,000 of the most popular hotels in over 12,000 destinations worldwide.
Cheptickets.	www.cheaptickets.com	US	This well-designed site allows you to find and book car rentals, hotels and airplane tickets quickly and painlessly. Even more impressive: It found decently priced plane tickets on dates that other sites claimed were sold out. You can also store your own preferencesseating and mealsplus profiles for three other people that you frequently travel with.
Priceline.co m	www.priceline.com	US	The way this web site works is the following: post the price you're willing to pay for a specific item, guarantee your offer with a credit card and Priceline.com finds a taker. Negative Side: Loads of restrictions on plane tickets: can't choose departure time, direct flights or log Frequent Flyer miles.
Hotwire.com	www.hotwire.com	US	Partnerships with airlines give Hotwire access to an inventory of unsold seats, allowing it to undercut traditionally expensive last-minute fares. You have to register before you can get flight information and you can't see the airline or flight times before you buy. Access to these great deals on plane tickets allows Hotwire to beat its major competitors: Expedia and Travelocity.
Farmania maia 13	Tarriana Tarrial		
Adventure Tr	Tourism Travel		
IEexplore	www.iexplore.com	III, US	Affiliated with National Geographic, this impressive full-service site offers more than 3,000 prescreened trips by IExplore and independent tour operators such as GAP Adventures and Abercrombie & Kent. Search by country, activity, price, date and even trip comfort level.
Abercrombie & Kent	www.abercrombiekent.com	III, US	Search by activity, price and date for luxury trips and cruises for hundreds of destinations. Activities range from golf to river rafting to ski getaways. Veteran travelers of Abercrombie & Kent can participate in invitational tours accompanied by naturalists, historians and other experts.
Alpine Ascents International	www.alpineascents.com	WA, US	Of the approximately 1,000 climbers who've perched atop Mount Everest, 47 have made their trek with Alpine Ascents International. This Seattle, Wabased guide service, affiliated with the Alpine Ascents Mountaineering School. This is a very specialize tourism site.
Earth River Expeditions	www.earthriver.com		The site specializes in far-flung and exotic treks to Peru, China, Chile and Ecuador. Site is incomparably illustrated, with jaw-dropping photos and virtual tours for some trips. Also offers detailed day-by-day trip itineraries and a comparison chart that lays out each trip by scenery, isolation and difficulty. It is very well organized.
Outdoor Adventure River Specialist	www.oars.com		Trips are largely limited to the West, including California, Utah and Oregon, though there are occasional jaunts to Alaska and Fiji. Besides destination, you can also search by dozens of trip styles, such as Extreme Whitewater to the more sedate Wine on the River. Also offers yoga and spa-themed trips, executive retreats, and youth-targeted excursions. Another nice feature is that the site's river rating scale lets you choose a trip appropriate to your skill level and courage.
Ranchweb.c	www.ranchweb.com	US	The site serves as an online resource and reservation service for



om			hundreds of ranches in North America, and a handful in Brazil and
			Argentina. Search by type of ranch, including guest/dude, cattle and luxury; activity, such as horseback riding and spin fishing; or price and date. Forget the Space Availability Finder since it isn't hooked to real-time informationit will just forward your query. Detailed ranch listings include photo galleries and ranch links, and information on lodging, meals, recreation activities and children's programs.
GORP Travel	http://gorptravel.away.com/index.html	US	Part of the Away Network of travel sites, GORP serves up a wealth of outdoor recreation features organized by activityincluding horseback riding, fishing and snow sportsand interests from family travel to seasonal picks. In depth regional guides explore popular attractions and activities and offer forums and traveler photo galleries.
Cultural Tours	<u>s</u>		
Smithsonian Journeys	www.smithsonianjourneys.or		Mouth-watering, sometimes exotic, trips include weekend seminars, family explorations, study cruises and expeditions to destinations from Antarctica to Wales. Search by dates, tour, country, keyword or more than 15 themes, including gardens, the Civil War, astronomy and science. Offers detailed itineraries, maps and photos. Sign up for Smithsonian Journeys Vistas, the site's free newsletter and get updates about new travel programs and special offers. Hundreds of trips for families.
Earthwatch	www.earthwatch.org		Earthwatch specializes in matching interested volunteers with scientific research projects around the world, and its archaeological program features close to two dozen trips. Each project description includes the field conditions you're likely to encounter, making it clear that you're a member of the research team, not a pampered guest very much in line with experiential tourism practices.
Epiculinary	www.epiculinary.com		Epiculinary trips include activities like exploring the Guggenheim Museum in Bilbao and sailing the islands around Venice, the real focus is food: cooking classes, combined with visits to local markets, farms, wineries and chefs. A very unique and different type of experiential tourism.
Planet Rider	www.planetrider.com		For the independent traveler, this general directory of travel sites is a starting point for organizing your own cultural journeyespecially one in Europe. Links can be searched by destination, activity and landscape.
Civil War Traveler	www.civilwartraveler.com		The site is organized by state, so it's easy to plan a short or long trip. Most routes are designed for car travelers, and there's a wealth of detail about battle sites, monuments and museums. Serious enthusiasts will find the calendar of events invaluableit has scores of listings for historical reenactments and special museum programs. The detail and specificity are extremely good.
Colonial Williamsburg	www.colonialwilliamsburg.co m		The site offers an introductory tour of the town, from Raleigh Tavern to Bruton Parish. The historical detail is nothing short of astonishingeverything from architectural renovations done in the Governor's Palace in 1752 to the scoop on colonial wigs. Also provides plenty of practical travel information like package deals, restaurants, shopping and nearby recreation options. Another valuable tool is the large amount of pictures, audio files and tons of information help the town come alive.
Historic Traveler	www.historictraveler.com/ind ex.html		The site has an extensive archive of brief, well-written travel articles with a robust selection of historic trips, including a Civil War steamboat cruise and a retracing of the Gold Rush trail in California. You can Search the archives by interest (like Automotive History or War of 1812) or by geographic area.
Nature Tours			
Back Roads	www.backroads.com		In this site you can choose from some 166 equally enticing trips to over 130 destinations around the world. It also offers good advice for choosing the right trip for your interests. Trips for families and



International	www.ietravel.com	AL, US	solo travelers are also available. Detailed itineraries, lodging descriptions, the trip's difficulty and elevation gain are all provided. It has unique trip activities such as elephant rides in Thailand and flamenco dancing in Spain. It has some weak points in its IT capabilities – an example of this is that the search engine isn't always as accurate as it should be. International Expeditions specializes in trips that stress
Expeditions			environmental awareness and conservation. In the site you can choose from about 50 set trips or the site can customize an expedition just for you. Some trips are especially tailored around family travel or birding. For each journey the site provides highlights, a detailed itinerary, list of accommodations, breakdown of the trip's costs and departure dates, as well as the region's climate and natural and cultural histories. Slide shows provide a picture of regional attractions. Another point in favor are the reasonable prices.
Love the Outdoors	www.lovetheourdoors.com	US	The site includes vast camping, RV and hiking resources. Users find the RV Resources section full of tips and links on things like how to conserve your energy and water supply. Links to national and state park campsites, and the site offers slim profiles on over 60 private campgrounds listed by county. You can't whittle your search down by season or amenities. The Safety section includes a checklist of items that should be in every basic first aid kit.
Agritour	www.agritour.com	Italy	Functioning as a basic portal, Agritour links you to individual Web sites for each destination, which can vary wildly in quality and quantity of information.
Wildland Adventures	www.wildland.com	WA, US	This site was design for tourist interested in preserving natural environments and traditional cultures. Since navigation at a travel site is a cumbersome, the Site Map is a useful place to start. A unique section to look at is the special trips section. Trip descriptions include daily itineraries, guide bios, country climates, maps and reading lists. The awkward side for this entity is that sometimes takes several clicks to reach a trip description.
	nd Sports Travel		
Road Trip USA	www.roadtripusa.com	US	The site is designed to advertise a series of related travel books, but its sharp design and mounds of detail make it an invaluable resource for road trippers. Its calendar of events is quite complete and shows very comprehensive list of well known festivals and fairs. A unique IT tool is the clear downloadable maps. A weak point is the low level of information on local hotels and restaurants.
Mapquest Road Trip Planner	www.mapquest.com/rtp	US	Easy-to-use and comprehensivejust enter your starting point and destination(s), and the site will generate directions, destination maps, even a roster of rest stops. If you click to the What's Nearby, you will find a quite complete list of attractions, lodging, entertainment, shopping, restaurants and services – down to local barbers. It addition to its detailed directionsincluding driving times, its wireless capabilities are quite valuable.
Frontiers International Travel	www.frontierstrvl.com	US	Frontiers International Travel made its name on its comfortable fly- fishing vacations. The profiles in the page are in depth, offering pictures and descriptive details of the fishing regions. A very awkward side of the site is that its all content. You will have to e- mail or call to book trips.
Roadtrips	www.roadtrips.com	US	Roadtrips offers packages for professional basketball, baseball, football and hockey games, including tickets for season ticket areas, and hotel rooms. Some sport events packages include unique back stage access. A negative point is that you need to arrange your own airfare.
Travel Golf	www.travelgolf.com	US	TravelGolf.com offers hundreds of meticulously written golf course reviews, most even down to hole descriptions. Reviews also detail water hazards and greens fees, and the Rave of the Day provides a dispatch from a day on a particular golf course. Site also offers articles on golf travel categorized by state, and links to dozens of



Information Technology Services - Products and offerings

The following is our tentative list of offerings. Our product development process includes a comprehensive analysis of our customers needs based on ASD Methodology. With the help of our network of tourism experts and the ASD methodology we will define the set of tools our market will value the most.

Back Office Products and Services

- Promo Builder (Marketing tools, Listings & Web presence)
- · Reservations System
- Billing / Point of Sale capabilities
- Risk Management Tools and Educational Materials
- Web Analytics
- Insurance Reselling
- Classifications (a way to help the industry create standardized products and services)
- Ranking (to provide quality control for travelers, stars, etc.)
- Sanitized Guest Book (managed by the attraction owner)
- Dashboard (with Corrective Actions -> Best Practices)
- Customer Marketing Analysis and Segmentation Tools
- KPI monitoring (Key Performance Indicators)
- Knowledge Base
- Visitors Log
- Imbedded Benchmarking Tools
- Travel Search Engine
- Festivals & Special Events Wizard [for owners and operators]
- Survey Tools
- Promotional support (news releases)
- Auto calendar posting (distribute to established regional and global Calendars)

[IDEAS TO PRESENT TOURISM MARKET MATCH AND TEXAS INFRONT]

We as a company believe on research as a tool to fuel economic development in rural communities based on experiential tourism. Our extensive research and development efforts on information technologies solutions for the tourism industry, allow us to create technologies that produce valuable solutions for our customers. Additionally, our clear understanding of Technology Transfer – process by which the products of scientific research are implemented for the public good – will allow us to position these technologies in the tourism market fast and efficiently.

Clear examples of the values that these efforts generate in the form of solutions are the 'AGX Market Intelligence System (MIS)' and the 'Universal Search Engine for Tourism (USET)'. These solutions are the result of many years of market research. Because of the deep and direct analysis of the customer base and the 'hands on' experience that our team has, these solutions reflect a perfect approach to what is needed in the experiential tourism industry.

AGX Market Intelligence System - MIS

When it comes to small tourism businesses, effective marketing is critical for the generation of revenues. Contrary to large transnational tourism operators, a small entity does not have the capacity to reach its customers through mass media. MIS was developed with the purpose of



assisting clients to analyze their business markets and develop strategic marketing decisions based on customer surveys data.

The product consists of three sections: Survey Builder, Market Evaluation and Recommendations.

The survey builder helps individual tourism business build survey questionnaires by simply answering some questions of interests. Using this tool is quite friendly. After the user answers a set of questions, a survey template will be loaded from the template library. Then the user can choose and edit each question that meet his/her needs.

After the survey is completed and customer's feed back returns in the form of data the 'Market Evaluation' tool is ready to be use. This is perhaps the most powerful tool in the system.

Market Evaluation consists of three main modules:

- 1. The single item Market Evaluation
- 2. Multivariate Market Segmentation
- 3. Calculating Market Tiers by Distance

The single item Market Evaluation answers some of the most common management questions based on each item of the customer survey. Examples of these are: Who is my customer? Where do they come from? Where they satisfied at my hotel? How do I reach them? Etc.

The Multivariate Market Segmentation module allows the user to identify market segments and compare this with customer profiles at each of the segments. This feature will assist clients to develop strategic marketing decisions based on market segmentation. Market segmentation describes the division of market into homogeneous groups that will respond differently to different marketing strategies. Each group, or 'segment', can be targeted by a different marketing approach because the segments are created to minimize differences between respondents within each segment and maximize differences between each segment.

The calculating market tiers module divides your marker into tiers based on the distance from your business. This module works with a unique algorithm that calculates distances based on zip codes throughout the continental US. Its effect is of tremendous value when the user wants to strengthen the impact of a marketing campaign on a regional basis.

Overall it is fair to say that the MIS increases the effectiveness of all marketing strategies by identifying areas of potential opportunities and minimizes risks associated with tourism management.

USET for Texas - Texas Information Network of Farm, Ranch, Outdoor-Recreation and Nature Tourism.

Just as the MIS – The USET for Texas system was created with the objective of promoting small and unheard tourism business in Texas through the Internet. The technology behind this powerful portal offers travelers to search for tourism entities based on seven different categories of activities and cross reference these with geographic regions. Because of the vast amount of selections and the cross reference geographical factor, the results reflect the exact choices for the traveler making the search a very customized process.

We believe that this tool is quite appropriate for the launch of our travelers' portal. Additionally, our projected client based for our Back Office services will serve as the main data base for it.



Travel Portal

The AdventGX Travel Portal, (www.TrueJourney.com) – web brand –, is a web based offering with a focus on creating memorable experiences for experiential tourists. Our understanding of our primary client base, the character of the highly fragmented experiential tourism market, and poorly developed services currently being offered in the industry makes this a critical positioning tool for our overall business strategy. Initial offerings will include:

- Travel planning tools (Research & Manage travel information)
 Standardized information pages on attractions, secure payment capabilities, budget-planning tools, travel calendar, and standardized activity icons to create easy to understand product offerings.
- Personal travel log (for Personal & Family access)
 Customized dashboard based on personal profile and/or travel history. This feature will allow our travelers to use a single log-in access to continue use of our support tools while they travel.
- Travel Tips (a practical approach)
 Travel recommendations based on previous experiences and/or initial research topics.

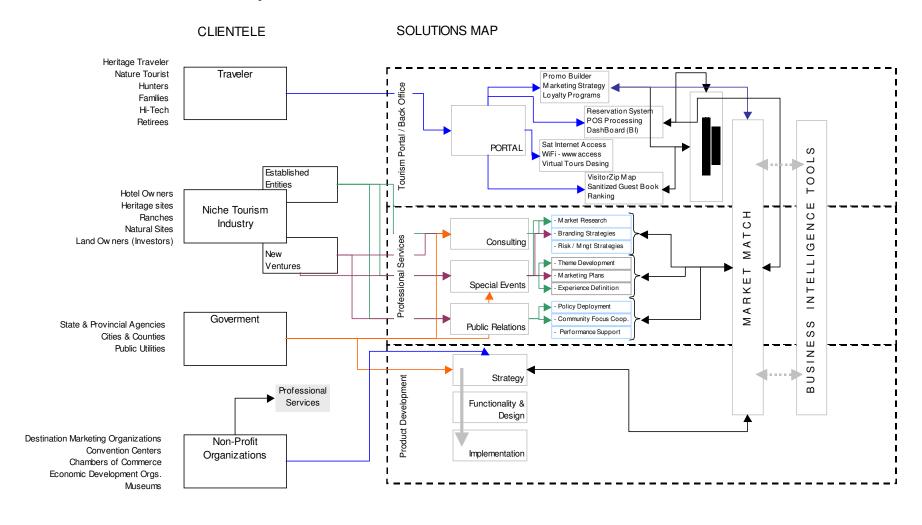
Operational Strategy and Implementation

The development of these tools will start with a detailed Quality Function Deployment Metodology

In tandem with its current engagements in the Professional Services Division, AdventGX will develop its suite of IT tools to establish its leadership position in the industry – www.JourneyBuilder.com and www.TrueJourney.com. AdventGX will leverage its strategic alliance with Global Knowledge Group, Inc. an independent Internet Service Provider with the capabilities to host our IT infrastructure in our initial stages. We expect to have a beta version of our experiential tourism offerings by August 2004 and our final version by Q4 2004.



The AdventGX Solutions Space



Section Eight The Market

Experiential tourism provides nature enthusiasts with the opportunity to incorporate a set of motivations into their own travel experience. In 2001¹, over 82 million U.S. residents participated in some form of wildlife-associated recreation. Recent statistics provided by the World Tourism Organization (WTO) show that this number has increased to more than 100 million and will continue to increase at rates of 7 to 8% annually².

The so-called 'new' tourist, referred to as the experiential traveler, is dramatically altering traditional tourism market sectors. This new trend has been around for more than 20 years and is now taking the tourism industry into new market dynamics that represent never before seen challenges. AdventGX has over 100 years of combined experience with its board of directors and executive advisory board that are uniquely qualified to tackle the business opportunities available from this growing and dynamic industry.

The rapid emergence of experiential markets such as nature tourism, ecotourism, agritourism, heritage/cultural tourism appear to be part of a major shift in travel and tourism industry. The phenomenon that is occurring might be described as a paradigm shift as people move away from "mass tourism" to a 'new' type of tourism – experiential tourism.

A great number of these tourism entities have developed adequate facilities that satisfy the needs of experiential tourists. However, these entities are still in their infancy, characterized by:

- I. A fragmented industry and lack of standardization;
- II. Strong growth in the market
- III. The limited presence of chains;
- IV. Limited government involvement.

These characteristics can be linked to one common factor: a lack of a cooperative focus and a community centric mission.

AdventGX's initial strategy is to provide professional consulting services to communities and organizations. It has identified more than 25,000 public and private entities located in the lower 48 states that are in the need of increasing tourism in their communities. Currently, in addition to three Texas projects, we have identified a handful of international opportunities for our Professional Services Division. These entities, as well as many others worldwide, need to design, implement, and launch tourism initiatives that would help increase the number of visitors to their area. These experiential tourism activities would significantly enhance economic development and diversification in the US and internationally.

Market Overview

Although the U.S. tourism market declined 3% from 2001 to 2002, its total market value was US\$696.3 billion³. Experts believe the events that took place on September 11, 2001 are the reason for the decline. Nevertheless, it is important to recognize that over a five-year period (1997 to 2002) the market grew 16% in real value terms⁴. Experts within the tourism industry estimate that the experiential tourism Industry accounts for 10 to 30% of the tourism market.

⁴ Euromonitor Plc. http://www.euromonitor.com/Travel_and_tourism_in_USA_(mmp)



¹ Source: 2001 National Survey of Fishing, Hunting and wildlife-associated recreation.

² Source: Organization of the American States - http://www.oas.org/

³ Euromonitor Plc. http://www.euromonitor.com/Travel_and_tourism_in_USA_(mmp)

These percentages may, or may not overestimate the market. However, estimating the experiential tourism industry is difficult because the industry is very diverse and diffuse.

The accuracy of research is highly dependent on the definition used to frame an experiential tourism economic study. A study presented at the second annual forum for New Ventures Investors in Angra dos Reis, Brazil, posited that the experiential tourism industry accounts for approximately $5\%^5$ of the tourism market. Based on these figures we estimate that the market size for the experiential tourism Industry was in the range of 33-35 billion dollars in 2002. In addition to these findings, the growth rates within the experiential tourism industry are the same as those in the tourism Industry – between 8-10%. This contradicts the double-digit growth rates that many reports of the industry state. For our market analysis we decided to use very conservative estimates using a compounded annual growth rate of 5% from 2002 to 2004, and for our five-year projections we estimated a compounded annual growth rate of 7.19% from 2004 to 2009. The following is a table that explains the size of markets in line with our sales projections.

		Experiential To	urism	1
	Tourism Industry	Industry		
Year	Market Size	Market Size	% of	
2002	696,300,000,000	34,815,000,000	5%	
2004	767,670,750,000	38,383,537,500	5%	CAGR 102 - 104 5.00%
2005	809,892,641,250	40,494,632,063	5%	
2006	858,486,199,725	42,924,309,986	5%	
2007	927,165,095,703	46,358,254,785	5%	
2008	1,001,338,303,359	50,066,915,168	5%	CAGR 104 - 108 7.19%
2009	1,086,452,059,145	54,322,602,957	5%	

Page 24 version 1.107 :: Advent GX

⁵ Ecotourism Financing Opportunities, 2nd. Annual Ventures Investors Forum, October 5, 2001, Ed Sanders Eco Tourism International Inc.

Section Nine Projections & Financial Statements

Income Statement

Revenues

Professional Services
IT Solutions (Product Sales)
Other Income

Total Revenues

Total Cost of Sales Total SG&A

EBITDA

*All Amounts in 000's

Y1 - Q1	Y1 - Q2	Y1 - Q3	Y1 - Q4	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
40	140	185	348	713	1,073	1,586	2,506	3,719
-	15	51	118	183	2,706	5,853	10,630	15,910
-	6	6	6	18	36	72	144	288
40	161	242	471	914	3,814	7,510	13,280	19,917
98	98	131	141	468	1,130	2,157	3,985	5,446
81	158	239	327	804	2,152	2,945	6,286	9,724
(139)	(95)	(128)	3	(359)	532	2,408	3,009	4,748

*Details Available Upon Request

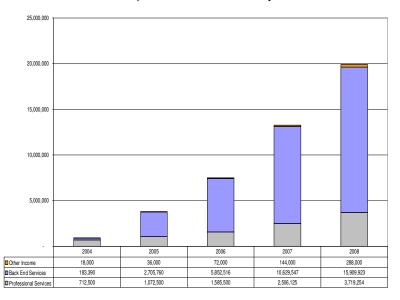
Key notes on projections

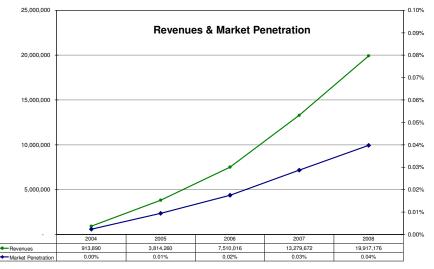
We expect to reach break-even point on EBITDA in Q4 of Year 1. Our 5 year compounded annual growth rate on revenues is 85% with a market penetration of 0.04% in the experiential tourism industry.

Revenue Breakdown
Although our professional services division accounts for a large percentage of the total sales in the first and second years, AdventGX's focal point on its Back End & Travel Support IT Solutions. This strategy reflects our long-term outlook. The following chart illustrates our

reflects our long-term outlook. The following chart illustrates our expected revenue from solutions for the traveler and the tourism provider.

We believe that a solid market penetration by our professional services division will better enable AdventGX to better position its IT Solutions and services.





The chart on the left presents our revenue projections and how these align with market penetration. We believe that this model reflects a very conservative approach for an industry that is experiencing significant growth rates.

We expect to support our growth and market penetration strategy with revenues generated by our professional services division and support from Small Business Innovation Research (SBIR) Grants. We expect to fully support our cash flow requirements by Q3 of Year 1.



Assumptions Table

	Professional	Consulting projects	Average	\$20,000
	services division	Seminars & conferences	event	\$45,000
Revenues	IT Products	Average monthly rate	\$65.00	
	(Traveler & Back	Factoring costs	10% of revenue	
	Office Solutions)	Service contract terms	36 months	
		Sales and marketing head count	14+ by year 5	
	Professional services staff	Average salaries	\$85,500 [fully burdened] + Equity	
Cost of Sales				
	IT Products	Head count	20+ by year 5	
	(marketing, sales & support)	Average salaries	\$77,000 [fully burdened] + Commission (3%)	
	General management	Average salaries	Available upon request	
SG&A		Head count	17+ year 5	
	Business development expenses	\$1.4 M by year 5		

Additional details on assumptions for revenues, costs, and/or cash flow are available per request

