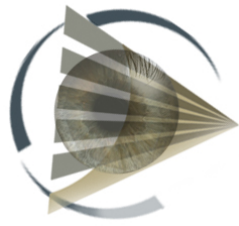


# GIVE3D INC

[GLOBAL INSTITUTE FOR VIRTUAL EDUCATION]

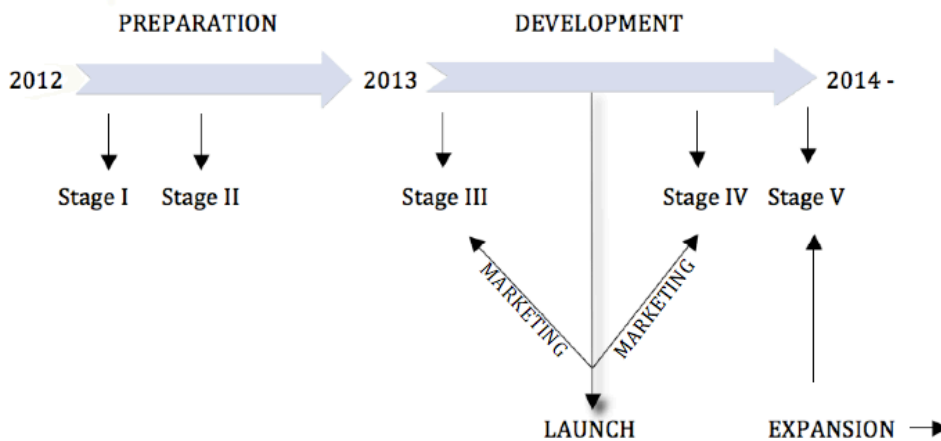
**Innovation:** *Vision guided by sensitivity to our environment and our history, resulting in a purpose driven cause. Our mission is to promote and sponsor education, scientific research, and implement cultural activities for the benefit of nonprofit schools and universities.*



# GIVE3D INC

[GLOBAL INSTITUTE FOR VIRTUAL EDUCATION]

## GIVE3D THE VISUAL TIMELINE OVERVIEW



DIVISION I – PREPARATION -- Pre Non-Profit Status (2012 – 2013)

### STAGES I AND II

- A. Concept Development and Start Up Phase
- B. Risks
- C. Tasks
- D. Accomplishments

### STAGES III

- A. Startup Phase – Launch of Concept (2013)
- B. Funding Sources
- C. Risks
- D. Tasks

DIVISION II – LAUNCH – MARKETING – EXPANSION -- Post Non-Profit Status

### STAGE IV

- A. Growth or Expansion Stage
- B. Funding Sources
- C. Risks
- D. Tasks

E.

### STAGE V

- A. Later Stages of Company Development (2014-)
- B. Funding Sources
- C. Risks
- D. Tasks

## Understanding the Startup

Passion. The life of an entrepreneur is occasionally exhilarating, and almost always exhausting. Only unbridled passion for the concept is likely to see you through the 17-hour days (month after month) and the painful mistakes that are part and parcel of the start-up process.

--Tom Peters

# HISTORY

## Stage 1: Concept Development (2012)



At this stage, we had an idea and explored the feasibility of building a technology product and service based on that idea. A small group of founders worked to determine how we would build the product and deliver the service. Meetings were held to identify the target customers, partners, distributors and competitors in our market.

### Funding sources:

We determined that the development costs for technology concepts could be funded through grants, investors, fundraising and other programs.

So far, market research, product design, travel, legal expense, office management and other early development costs have been funded by a couple of the founders.

### Risks:

The risk at this point of our venture is generally considered high. While investment capital requirements are relatively modest at this stage (\$250,000), the business has no revenue.

### Tasks:

- develop a technology proof of concept
- establish the business model
- generate the financial plan
- build the pitch presentation

### Accomplishments:

- key meetings are held
- partnerships are established
- action plan is put into place identifying:
  1. a sequence of steps that need to be taken
  2. activities that must be performed well, for our strategy to succeed
  3. resource allocation: what specific funds are available for specific activities

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## Stage 2: Startup Phase (2012-2013)

*IRS Application Form 1023 Submitted and Reviewed for Non-Profit Status*



We've proved that our idea is feasible and that we have a credible business model to deliver the product or service to an attractive target market. For the most part, the business has no or minimal revenue at this stage; however, prospective funders and/or distribution partners have indicated their willingness to test the concept and technology if it works as intended when ready for implementation.

### Funding sources:

Investors will be more interested in our company at this stage, and will invest on their own or in a syndicate (i.e., a group of investors). Angel-only investment rounds usually provide \$250K to \$1 million in financing. Seed rounds usually provide \$500,000K to \$2 million in financing. These will be the result of relationships with eGlobal Nexus since this is the company that will deliver the technology.

Fundraising and grants will be an important part of GIVE3D INC.

### Accomplishments:

- 1) Conducted meetings in Washington, DC with Dr. Fritz Olivér of the Université GOC, Port Au Prince, Haiti to determine areas of service.
- 2) Updated Give Hope 2 Haiti website. (That website is now dated and will be removed from the Internet when the new websites are released at the time of our company's launch.
- 3) Met with Mr. Furman throughout the year to setup paperwork needed for the process.
- 4) Applied for a federal employer identification number- a federal Employer Identification Number (EIN), which is also referred to as the federal ID number for UGOC-GIVE LLC.
- 5) Met with our grant writer to begin working on the USAID LOI. Received documentation from Harry Furman so she could submit the LOI on August 30, 2012.
- 6) Met with stakeholders throughout the year.

- 7) Prepared an 85 page packet for Dana Watts regarding the company's issues with Worldwide Mobile Systems. Letters and all documents pertaining to the case were submitted to Mr. Watts for review.
- 8) Additional information was required for LOI, Bev and Skeete completed information and resubmitted the LOI on December 13<sup>th</sup>, 2012.
- 9) Continued meetings with Mr. Furman regarding 501(c)3.
- 10) Designed a logo and tagline for UGOC-GIVE LLLC.
- 11) Developed logo, letterhead, business cards and promotional materials for eGlobal Nexus Inc.
- 12) Additional information was required for LOI, Bev and Skeete completed information and resubmitted the LOI on April 12<sup>th</sup>, 2013.
- 13) Participated in a conference call with U.S. Ambassador to Haiti, Pamela White, November 13, 2012.
- 14) Worked on Business Plan for UGOC-GIVE LLC, including cover, contents and binding. (Financials are still needed for the plan).
- 15) Worked on and completed signed contract with Clif Parker and Reach 3D.
- 16) Setup Hosting Services, configured company email, configured web services for eGlobal Nexus Inc, enabled password protection, and pointed domain names to the correct server.
- 17) Completed website for eGlobal Nexus and configured membership pages so stakeholders will have a place to login and view confidential information and documents.
- 18) Setup Hosting Services, configured company email, configured web services for UGOC-GIVE LLC, enabled password protection, and pointed domain names to the correct server.
- 19) Applied for and received a DUNS # for UGOC-GIVE LLC.
- 20) Decided to submit the 501(c)3 for the IRS tax exemption so we could continue to move forward in our planning and future fundraising.
- 21) Completed Form 1023 for 501(c)3.
- 22) Completed Articles of Incorporation, Mission Statement, ByLaws, Narrative, Budget, and Conflict of Interest Policy for the 501(c)3 application to the IRS.
- 23) Mailed the 70+ pages to the IRS.

- 24) IRS Agent called one month later stating that it is difficult if not impossible to obtain 501(c)3 nonprofit status from the IRS. Recommended dissolving the LLC.
- 25) Paid for the filing of paperwork with the state of New Jersey to dissolve UGOC-GIVE LLC.
- 26) Chose and applied for a name for our organization-GIVE3D INC. Paid CSC to file paperwork with the state of New Jersey for Incorporation.
- 27) Hired Corporation Service Company (CSC), a leader for business, legal and financial services worldwide to serve as our Registered Agent. Headquartered in Wilmington, Delaware, they have offices throughout the U.S., Canada and Europe.
- 28) Filed the Articles of Incorporation with the state of New Jersey through CSC.
- 29) Applied for a federal employer identification number- a federal Employer Identification Number (EIN), which is also referred to as the federal ID number for GIVE3D INC.
- 30) Contacted a certified public accountant (CPA) Gilliland & Associates from Falls Church, Virginia. The firm has experience with organizations like ours. Someone who's never worked with a 501c3 may not have the experience to handle the nuances of the process.
- 31) Developed a budget. Creating a budget is often one of the most challenging tasks when creating a nonprofit organization.
- 32) Developed logo, letterhead, business cards and promotional materials for GIVE3D INC.
- 33) Responded to the IRS first inquiry with formation of new company, new articles, new Bylaws, new Narrative, new Conflict of Interest Policy, additional responses to 20+ questions and approximately 60+ pages. Information overnighted to the IRS.
- 34) Filed an amendment with the State of New Jersey to the Articles of Incorporation to include the IRS language.
- 35) Completed new Form 1023, revised budget, amendments and responses to 8 questions. Faxed documentation to the IRS on May 24, 2013.
- 36) Conducted meetings in Atlanta with Technology partner and meetings in Florida with stakeholders.

## Tasks:

The funding received in the start-up phase will be used to:

- setup a group shared calendar
- setup Hosting Services, configure company email, configure web services for GIVE3D Inc, enable password protection, and point domain names to the correct server
- complete website with fundraising components and social media integration
- create marketing materials
- open non-profit business bank account

When official notification from the IRS is received regarding our non-profit status, the following tasks will be completed:

- open non-profit business bank account
- open Paypal Account
- apply for tax exempt status with the state of New Jersey
- meet with potential investors
- seek grant 501c3 funding from USAID and corporations
- prepare for Stage 3 and the official launch of the company
- develop demo of educational 3D Technology
- secure copyrights and trademarks

## Stage 3: Startup Phase-Launch of Concept (2014) *Official Letter from IRS Regarding Status is Received*



Make revisions to our plan after meeting with a potential investor and or 501(c)3 funding partner. Sophisticated investors and 501(c)3 funding partners will ask questions we hadn't thought of, causing us to go back and refine the concept,. We want to establish the culture we want to create, the brand we want to build and the type of employee we want for the company."



## Funding sources:

501(c)3 funding is extremely crucial at this stage. Investors wanting to secure investment on the technology and the concept will invest in eGlobal Nexus Inc.

Fundraising and grants will continue to be the driving force behind GIVE3D. GIVE3D is dedicated to discovering innovative solutions to ultimately determine our ability to build a successful 21st Century Education Model for our endeavors in Haiti, the Caribbean, the United States, and anywhere in the world. The advent of affordable 3D technology promises to bring us fully engaged students.

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## Risks:

The risks are becoming less significant as cash is generated and the business launched. Risk is influenced by numerous factors, input costs, competition, overall economic climate and government regulations. We will be choosing a capital structure that has a lower debt ratio to ensure that it can meet our financial obligations at all times.

## Tasks: (Post IRS Notification)

The funding received at launch will be used to:

- meet with Board of Directors
- complete Annual Report for the State of New Jersey
- pay our Registered Agent
- meet with accountant
- secure a New Jersey attorney with non-profit expertise
- complete distribution of stock certificates for eGlobal Nexus, Inc
- complete contracts and determine job descriptions
- continue grant writing
- update business plan
- test the viable product from the technology
- build the product and services for early-partners to test
- develop a marketing and sales plan for the product launch
- enable the company to achieve fundraising revenues of approximately \$1 million (a key milestone for the next phase of fundraising)
- meet with investors, stakeholder and 501(c)3 funding partners

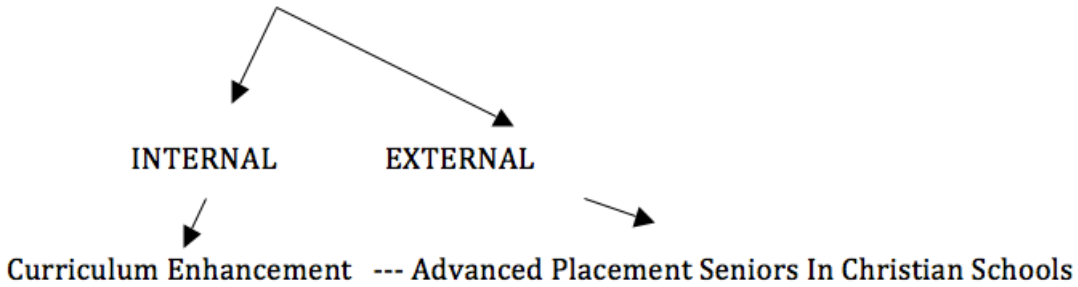


MARKETING THROUGH ESTABLISHING THREE PROTOTYPES

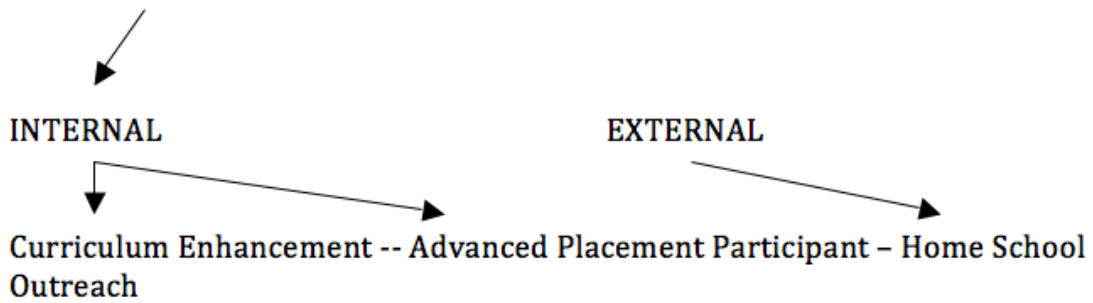
1. UNIVERSITY PROTOTYPES

HAITI -- GOC

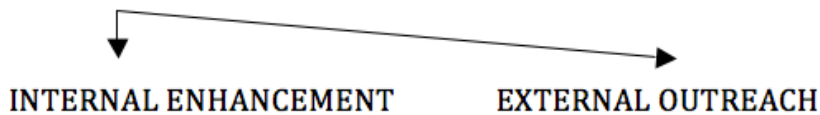
US – PENSACOLA CHRISTIAN COLLEGE?



2. CHRISTIAN AND NON-PROFIT SCHOOLS



3. CHURCHES



The mission is to establish and expand established locations:

East Coast to Mid-West to West

The purpose is to use websites / solicitations to bring interested clients to locations for demonstrations and to present low cost to no cost options.

## Stage 4: Growth or Expansion Stage (Third Quarter 2014)



By this point, we're on our way to building a successful business. We have largely assembled our team and the business has initial revenues of at least \$1 million from the fundraising of our product and service. (Note: Some investors and 501(c)3 partners may require the business to achieve higher amounts of revenue before considering investment.)

### Funding sources:

High-growth businesses are attracted to this phase of company development. They look for businesses that can scale to \$25 million to \$100 million in revenue within three to five years.

Smaller investors may also provide growth capital for medium-growth businesses with \$5 million to \$25 million in revenue; they require more modest levels of total capital (e.g., \$2 million to \$5 million) over the life of the business.

Grant funders and 501(c)3 funding partners will be attracted to the business.

### Risks:

Here, the risk is significantly lower than in the early stages due to our demonstrated business traction, but in order to scale and grow our business to reach a critical mass, we need additional capital (\$2 million to \$10 million).

### Tasks: (Post IRS Notification)

- sign up teachers to participate in “Think Tank” (would like to have about 200)
- sign up one school to participate
- sign up one university to participate
- use UGOC to beta test 3D technology
- account auditing company & IRS paperwork
- continue fundraising and grant writing efforts

Growth-stage capital is often invested through a process of financing rounds, called the Series A, Series B and Series C rounds, named for the class of preferred shares issued to investors each time.

Series A rounds may be the seed investment round, or the round immediately thereafter. Series A funds are used to achieve the important milestone of beta testing products.

Series B rounds are often used to scale the business from a marketing, sales, distribution, and operations perspective, and to take a business from its first \$1 million of revenue to a scaled result of greater than \$10 million, thus approaching the cash-flow break-even point in the business.

Capital and other investors hope that for most businesses, the Series C round will be the final round of funding that enables the business to achieve a significant scale in revenues of \$25 million to \$1 billion and to generate a positive cash flow from its operation, thus drawing interest for business partnerships (critical for further growth and attracting exit opportunities).

## Stage 5: Later Stages of Company Development (2015-)



Some Capital or other investors focus on later-stage investing—providing the financing to grow beyond critical mass and to attract public financing through a stock offering.

### Funding sources:

Some venture funds specialize in acquisition, turn-around or recapitalization of public and private companies that they deem to represent favourable investment opportunities.

Alternatively, a later-stage Capital firm may invest to help companies acquire another company as a way to achieve scale, or to provide liquidity and an exit for the company's founders and early investors.

### Risks:

At this stage, the operational risk of the business has been lowered through the scaling of revenue, and through partner relationships with implementation and distribution.

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However, risks remain with respect to competitors, the sale of products and services, and the market in which we might take our business public. Once again, the risks remain with eGlobal Nexus Inc.

GIVE3D is a 501(c)3 company and entity unto its own. Its mission is educational.

## Tasks:

GIVE3D will continue to model its prototype to universities and non-profit schools. The pilot program will commence at the doors of the Université GOC as the hub tertiary institution and leader in delivering Virtual 3D Education to Haitian students and during the tenure of this project, to the Caribbean. Additional multiple campuses will be established throughout Haiti and the Caribbean implementing the success of Université GOC. The possibilities are limitless and there is certainly the opportunity to connect established campuses (Virtual 3D Hubs) worldwide.

Investment bankers and underwriters who assist with public offerings develop a set of financial criteria for companies they are willing to work with, and these criteria change depending on the health of the public market.

## Stage 6: Expansion



Year over year, funding and profits tend to be stable, however competitors begin to make inroads. Eventually, a decision is needed whether to expand or exit the company.

- **Challenge:** Businesses in the mature stage of the life cycle will be challenged with less funding, profits, and negative cash flow. Ask is it time to move back to the expansion stage or move on to the final life cycle stage...exit.
- **Focus:** Search for new opportunities and business ventures. Cutting costs and finding ways to sustain cash flow are vital for the expansion stage.
- **Money Sources:** Suppliers, funders, owners, and banks.

## Stage 7: Exit Strategy



**Challenge:** Becoming entrepreneurial again.

**Main Opportunity:** Getting the business to run itself.

**Additional Skill Needed: Determining the roles we'll play in the business's future.**

At this stage, we're no longer a small business. We've become big, and we now have opportunities we didn't have before.

**Focus:** At this stage it is important to focus on our vision for the future. Another option is to step back and become a wealth builder, focusing on ways to increase the value of our business.

Now we'll need to reassess the roles we want to play.

## Funding sources:

Some venture funds specialize in acquisition, turn-around or recapitalization of public and private companies that they deem to represent favourable investment opportunities.

Alternatively, a later-stage Capital firm may invest to help companies acquire another company as a way to achieve scale, or to provide liquidity and an exit for the company's founders and early investors.

## Risks:

At this stage, the operational risk of the business has been lowered through the scaling of revenue, and through partner relationships with implementation and distribution.

However, risks remain with respect to competitors, the sale of products and services, and the market in which we might take our business public. Once again, the risks remain with eGlobal Nexus Inc.

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## Tasks:

GIVE3D will continue to model its prototype to universities and non-profit schools. The pilot program will commence at the doors of the Université GOC as the hub tertiary institution and leader in delivering Virtual 3D Education to Haitian students and during the tenure of this project, to the Caribbean. Additional multiple campuses will be established throughout Haiti and the Caribbean implementing the success of Université GOC. The possibilities are limitless and there is certainly the opportunity to connect established campuses (Virtual 3D Hubs) worldwide.

## Stage 6: Expansion



Recent research by the *Association of Fundraising Professionals' Fundraising Effectiveness Project* suggests the sector has a long way to go in improving the quality of donor relations. A non-profit generally loses 50–60% of its newly acquired donors between their first and second donations and one in three, year on year thereafter.

**Focus:** Cutting costs and finding ways to sustain cash flow are vital for the expansion stage.

## Funding sources:

1. Review our donor base and identify the donors who are mostly likely to be passionate about our mission.
2. Meet with them as a small group or one-on-one and discuss the mission from their point of view. What parts do they care about? Why is it important to them?
3. Build their understanding of what is happening, the results that are being produced, and how lives are changing because of the good work GIVE3D is doing while it is serving the mission.

## Risks:

Our non-profit in the mature stage of the life cycle could be challenged with less funding and profits. Ask is it time to continue in the Expansion Stage or move forward to the *continuing strategies* cycle. If the funding is present, the Expansion Stage will set GIVE3D apart from the traditional non-profit. Most non-profits exit at the Expansion Stage. They refuse to spend resources on marketing beyond what is necessary and limp along using antiquated tools to reach a new generation of

sustainable donors. Each year, the the traditional non-profit struggles to reach their budget and pray something will happen to make it possible for them to exist one more year. *GIVE3D has a plan in place to reach a generation of sustainable donors.*

## Tasks:

At the Expansion Stage we need to have Marketing tools firmly established. We are committed to using the marketing approaches encompassing technologies. To do this we will accomplish the following:

### **1. Refine the mission and ensure understanding among all audiences.**

We proposed that the Mission Statement be consistently executed across all mediums so that it could be readily understood by all stakeholders.

### **2. Increase brand awareness and recognition among donor base.**

In recognizing the need to raise our profile, it is proposed that the organization as it exists in the Expansion Phase will refine its brand positioning order to clarify its differentiating, relevant benefits, and values, and to define the organization's 'personality' in order to set the tone and feel for future communications.

Other tactics proposed for this strategy included developing brand ambassadors in professional staff, board members and volunteers, establishing relationships with other nonprofit organizations, creating corporate sponsorship opportunities, and building the brand among university students and non-profit school students and parents from day one.

### **3. Improve outreach, and engagement to all audiences.**

In this strategy, we recommended a variety of outreach tactics:

- Improving the website to better convey the organization's the mission and its impact in education.
- Revisiting the objectives of existing social media platforms and optimizing them as real tools for engaging with key audiences.
- Producing fundraising events specifically capitalizing on the expansion of our programs, technology and resources.
- Building relationships with the media and potential program partners.
- Initiating a matching program to pair donors with specific students and classes.

### **4. Develop a more robust targeted communications program-GO MOBILE.**

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- To help GIVE3D improve the effectiveness of its communications to donors, parents, potential staff, and partners, we put forward a number of ideas for targeted communications including utilizing mobile technologies for marketing our concepts and mission and developing mobile campaign mailings to existing and new donors.
- Consumers will spend over \$1billion in online transactions for 2011. Our websites have a mobile presence that works on the top mobile platforms such as iPhone, Android and Blackberry. In addition to creating a mobile site, we will use text messaging campaigns. *The New York Times stated, via research from a cell-carrier, that 97% of all marketing messages are opened and 83% are opened in the first hour.* These statistics are too powerful for GIVE3D to ignore. Text-message marketing can be used for events, donations, promotions and even important news updates.

#### 5. Improve the organization's internal marketing capability.

Our ultimate goal was to leave GIVE3D with a stronger ability to handle their ongoing marketing needs. Implementing a database system and improving data capture for all audiences, specifically to increase donor giving levels is a must at this stage.

## Stage 7: Continuing Strategies



**Challenge:** Becoming entrepreneurial again.

**Main Opportunity:** Getting the 501(c)3 to run more efficiently.

**Additional Skill Needed:** Determining the roles we'll play in the 501(c)3's future.

At this stage, GIVE3D has a clear mission, well established, high quality programs, strong reputation, effective leadership with board and staff, good systems, and a diversified base of funding. The challenges that we will face are to maintain the programs and services in a way that continue to be responsive to educational needs and a changing environment. Many things need to be managed: programs, board, staff, and finances. The systems are in place, the challenge is to continue to grow the 501(c)3 programs and the organization while maintaining what is in place. This must be done while maintaining momentum and keeping the work fresh. The biggest challenges to this phase include: poor decisions that result in financial difficulty; problematic leadership that is not addressed; lost momentum and problems with relevance.

Successful organization building results in an effective, well focused policy board; strong board leadership; successful fund raising activities that include board, staff



and volunteers; strong leadership; a skilled staff, effectively managing programs; a diversified budget with some cash reserves; and good planning that guides decision making and anticipates areas of concern.

**Focus:** At this stage it is important to focus on our vision for the future. Now we'll need to reassess the roles we want to play.