

Friday, March 7, 2014 GIVE3D INC 1032 E. Park Avenue Vineland, NJ 08360-3331

Skeete Nalley, Managing Director give3d.info 609-805-1810 Distance Learning Consulting Opportunity for United Methodist Women National Organization "But you are a chosen generation, a royal priesthood, an holy nation, a peculiar people; that you should show forth the praises of him who has called you out of darkness into his marvelous light;" 1 Peter 2:9



FOREWORD



The ubiquitous nature of our faith and the knowledge that emerges as a result of our alliances allow us to share our successes, becoming a model for innovative Christian distance learning solutions in an increasingly globalized world.

This past summer, my wife and I were commissioned to produce a DVD on the history of Upper Township in Southern New Jersey. We traveled to and from the little communities that make up the southern territories of the Garden State, trying to gain a knowledge of their history and picturing what it may have been like two hundred or more years ago. Each discovery gave us a greater appreciation of the rich heritage that forged the foundation of more than just a large municipality.

As we continued our research, we discovered that Methodism played an important role in the establishment of each of the ten small communities. We learned of the great sacrifice that was made to establish a Methodist church in each hamlet, of the great heroism in trying to save one of the churches from a raging fire in the dark of the night, and of a faith that continues to weave an interesting story to this very day. The pieces came together, much like a good puzzle and in the background, the soft, haunting rendition of *Leaning on the Everlasting Arms* directed images in perfect concert.

It seemed that no matter where we traveled, I would spot a Methodist Church, whether it be a small, stately edifice sandwiched between a cemetery and a major highway, or a large, sprawling church surrounded by pedicured lawns. In the final stages of the DVD, I asked my wife, "Why are there so many Methodist churches in South Jersey?" She explained to me that John Wesley the founder of Methodism, sent Thomas Coke to America where he and Francis Asbury founded Methodism here.

I learned that the movement thrived here in the 1800s, and in the very city in which we live, people came via train by the thousands to congregate in a place not more than a few blocks from our home and the office of GIVE3D INC. In fact, Bishop Matthew Simpson was the first Methodist leader to participate in that National Camp Meeting in Vineland. The bishop with his family, attended that immense gathering where his son, Charles, sought and found Christ as his personal savior.



After the camp ended, the boy returned home where it was discovered a few months later that he was terminally ill. The final words Charles spoke constituted a lasting memorial to the work of the National Association: "Mother, I shall bless God through all eternity for the Vineland Camp Meeting." A few weeks ago, I drove the few blocks to view the rock that commemorates that significant moment in the history of the church when Methodism grew like a wildfire through every community and village in our small state.

Why do I recount this brief history? I know I am not a Thomas Coke or a Francis Asbury, nor would I compare myself to either of these great men, but as I consider this opportunity in distance of learning, my mind's eye races back in time 250 or more years ago. I can picture Francis Asbury on horseback, Bible and journal in hand, traveling the back roads and wooded paths in all kinds of inclement weather, to preach and proclaim a faith that had clearly gripped him. I believe the potential exists to create a new paradigm for the greater good using distance learning technologies as the vehicle to accomplish the immense task that lies before us. In our great venture, instead of logging boundless miles, we traverse the immense expansion of the Internet, blurring the boundaries and like Francis Asbury, we are compelled to communicate the good news.

The next few months, let us guide you through the decisions that you will be making in the development of opportunities through distance learning platforms producing a systematic effort to extend learning opportunities to reach your geographically disbursed, intergenerational, and increasingly multicultural, multi-lingual, multi-racial and multi-ethnic membership. The process may begin with small steps but it will leave a footprint that's more than digital.

After reading this presentation, we request your prayerful consideration. I am reminded of that terrific ad that appears on TV from time to time, challenging, "What will your verse be? Each of us has something to share. A voice, a passion, a perspective - the potential to add a stanza to the world's story. What will your verse be?" Let me eagerly respond, "Our verse is dedicated to reaching a generation of youth with the gospel of Jesus Christ through education." We can change the landscape of current practices through efforts that may seem rather far-reaching but may I suggest, clearly attainable. The possibilities are limitless...

Skeete Nalley

Managing Director, GIVE3D INC



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EXECUTIVE SUMMARY



In writing the Executive Summary, the Parable of the Talents (Matthew 25:14-30) comes to mind and the significance of the great task that remains before us. We have heard sermons about burying or hiding our talents - "if you hide your endowment in the ground and hoard it, you are choosing to be irresponsible, lazy, and careless with that which was entrusted to you." And the other hand, one person earns five talents, another earns only two, but both are congratulated equally because both achieved a 100% gain. The advantage of using 3D in education has been widely circulated and it is incumbent on GIVE3D to use its "talents" to change education, as we know it.

However, I am going to take the liberty to advance a new twist to that old story and suggest it represents His Word, the Gospel of our Salvation. Those who sow it liberally into the hearts of their listeners find it multiplies. Where there were two, now there are four. Where there were five, ten now appear. The good news of the gospel spreads and grows. Those who study it find understanding multiplies. Richer and deeper meanings appear from passages they thought were familiar. Over and over they discover that as their understanding grows, their faith deepens.

The Bible is critically important in identifying and revealing the talents of the Christian, giving all of us the opportunity to study and enrich our understanding of the Word. The Old Testament tells us that upon entering the Promised Land, the Lord instructs Joshua to take twelve stones out of the midst of the Jordan, from the place where the priests' feet stood firm. Each tribe was to send a representative to take a stone - undoubtedly a large one - from the dry riverbed where Israel had crossed over, so the stones could be set up as a memorial.

The Lord wanted this memorial to be a sign so when the children asked in time, they could be given an object lesson. It was important for the people of Israel to teach their children about the great things God had done, so that the work of God would not be forgotten among the generations. Time and the distractions of this world often cause us to forget what the Lord has done in our midst, and often the faith of our children is weak because they have never been told how great God is and how real His working is in our lives. Just as the Lord instructed Joshua, I believe we are called to recount our stories. Technology gives us the ability to tell the amazing narrative of faith as never before. Our story is worth telling and worth preserving for future generations. All of us have a verse to share.

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Times change, people change, but values never change. The Bible is the compass that defines timeless values-Noah and the Ark, Moses and the Ten Commandments, Joshua and the Battle of Jericho, the parables, the Beatitudes, the teachings of Jesus and the Pauline Epistles are just a few of the Biblical studies that need to be taught. Otherwise, how will they know?

Distance Learning has the potential to increase knowledge and the Good News will spread through a media that will make learning real for a generation who are digital from birth. GIVE3D refers to them as the Limitless Generation. It is not clear whether we are experiencing a once-in-a-generation transition to the internet-connected world of the future — or just the acceleration of technological changes that will continue to grow. Either way, Generation Z will be better equipped to experience and invent a future their parents can only begin to imagine." Limitless...

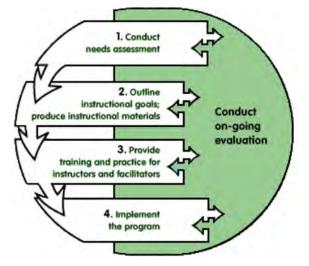
As learning environments continue to transform all levels of education, it is critical that we confirm how people learn when not in a traditional setting. It can be argued that the ultimate

goal of education, at any level or in any environment, is to prepare the learner with the skills needed to succeed in life.

WHY DISTANCE LEARNING?

GIVE3D Inc is deploying clearly defined tools and partners to permeate learning environments in Distance Learning education. We stand at the threshold in learning environments. Are we secure enough to walk through the open door and give a new generation effective tools to not only meet the challenges in this digital world but also harness them to spread the Good News?

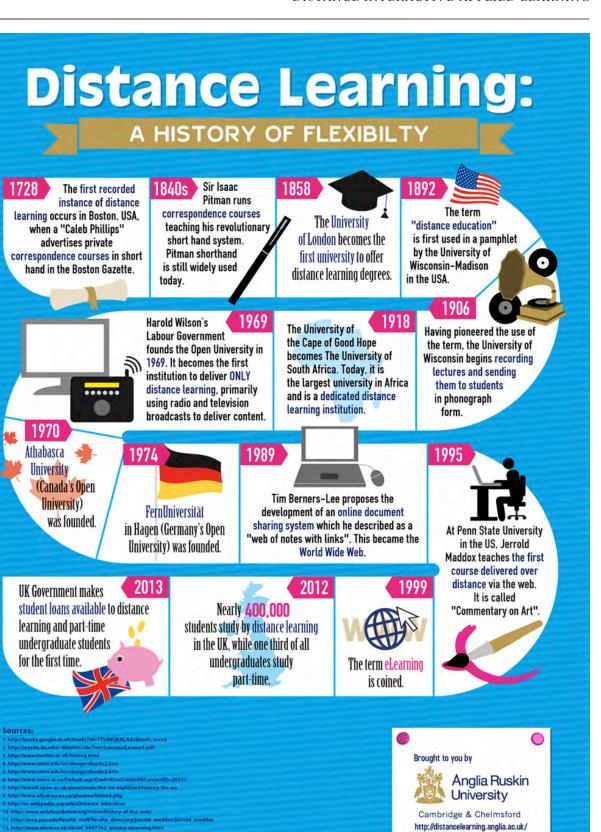
In 1728, the first recorded instance of distance learning occurred in Boston, USA, when a "Caleb



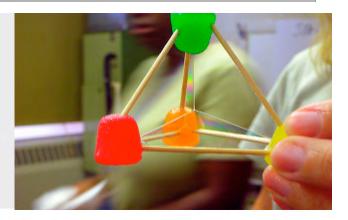
Phillips" advertises private correspondence courses in short hand in the Boston Gazette. This was the first attempt to facilitate learning via a distance (see diagram on the following page) but it was by no means the last attempt. In 1892, the term "distance education" was first used in a pamphlet by the University of Wisconsin-Madison in the USA so if someone tells you they coined those words, you know they are not familiar with the history of distance learning.

From pre-revolutionary America to 21st Century Britain, where almost 400,000 students are currently engaged in distance learning courses, the need for this technology is clearly represented by the sheer numbers worldwide. From lectures sent via phonograph and radio broadcast in 1906, to degrees delivered in the digital age, its evolution — and its reach — is staggering. We applaud the vision of the United Methodist Women's National Organization in recognizing distance learning as a viable method of teaching, learning, and dissemination.

^{**} http://www.theguardian.com/lg-talking-technology/rise-of-generation-z



GENERAL DESCRIPTION



Today, there are many avenues educators, students and corporations can use, including a wide range of learning environments from a more traditional learning management system to holding class in a 3D learning environment. Distance Learning is bringing together the technologies and teamwork necessary to create a model for learning and communicating that can be shared with participants worldwide. Distance Learning has the potential to change the way we communicate within the reach of any organization.

Besides distance learning, other applications include videoconference meetings with participants and opportunities to share experiences and lessons. It means virtual field trips and the ability to take classes that may not be part of the present opportunity due to the constraints of geographical boundaries. Scientific processes are the obvious example, but another could be field trips that might otherwise be difficult to organize-a virtual visit to the pyramids or Moses' Mt. Nebo, for example or a journey through the inside of a human heart. The possibilities are limitless..."

It is not clear whether we are experiencing a once-in-a-generation transition to the internet-connected world of the future – or just the acceleration of technological changes that will continue to grow. Either way, the present generation will be better equipped to experience and invent a future their parents can only begin to imagine.

MISSION STATEMENT

Innovative vision, guided by sensitivity to our history and environment, resulting in a purposedriven future.

• PHILOSOPHY

GIVE3D INC is committed to relationships, teamwork and continuous learning. The ubiquitous nature of our technology and the knowledge that emerges as a result of our alliances allow us to share our successes, becoming a model for innovative educational solutions in an increasingly globalized world. As Jesus implies in The Parable of the Talents, creating opportunity for growth requires us to move beyond fear. If we're too fearful or suspicious or distrustful, we're going to bury our talents. We might think that fear and suspicion will keep us out of trouble, but really they'll just create an environment of inaction. Education frees us from fear to reach beyond ourselves and connect with others who are on the journey with us.

GOALS AND OBJECTIVES

GIVE3D strives to continue to advance distance learning environments and conferencing solutions, offering opportunities to alleviate costs through partnerships. We believe our advancements can deliver affordable solutions to Christian endeavors but the following goals and objectives must be achieved:

- 1. Provide leadership in the efforts of organizational change to shift from traditionally delivered information to distance learning.
- 2. Design and develop instructional materials in distance and distributed learning environments such as interactive distance learning.
- 3. Develop applied research to promote active, dynamic learning environments in distance and distributed learning systems.
- 4. Produce plans for continuous improvement of distance and distributed learning systems and evaluate for the future deployment of the technology.
- 5. Determine the tasks to be presented, identify subtasks and other elements involved, and identify the knowledge, skills, and attitudes required to complete the tasks efficiently and effectively.
- 6. To incorporate 3D technologies when appropriate in distance learning environments.

OUR TARGET

GIVE3D is also focused on advancing the development and deployment of 3D authoring and media tools for professional and educational markets. The non-profit's stated mission of utilizing 3D technology as a communication medium whether it be for Christian education, public education or professional/corporate applications.

• OUR FOCUS

Distance Learning can be roughly divided into synchronous or asynchronous delivery types. Synchronous means that the instructor and the participant interact with each other in "real time." For example, with two-way videoconferences, participants interact with "live" video of an instructor.

Asynchronous delivery does not take place simultaneously. In this case, the instructor may deliver the instruction via video, computer, or other means, and the participants respond at a later time. For example, instruction may be delivered via the Web or videotapes, and the feedback could be sent via e-mail messages.

While there is no silver bullet, Distance Learning and 3D technology can make a huge difference in providing superior access to educational content and delivery. By harnessing the power of both and leveraging the potential for "digital natives," technology can help us transcend traditional barriers.

Virtual learning is open to innovative practices to meet the challenges that emerge as technologies expand. GIVE3D has direct opportunities to reach out to these groups. The Executive Summary clearly confirms our commitment to Christian Distance Learning opportunities. Christian educators can connect as never before and create a formidable model that can change the way we present our curriculum.

• THE 3D MODEL

While value-driven benefits are important to a community, value-added benefits are what are driving many of the current integrations of 3D-based content. If there is high quality in the delivery of information, then meaningful learning will be occurring. Learning is arguably the most important cost. This is not a monetary expense, but rather a cost of an intrinsic nature. We explore new learning opportunities through research, innovation and professional development to ensure continuous improvement of the learning experience. The possibilities for Distance Learning and 3D activities are limited only to our imagination.

50 Christian Learning Centers in Each State-All Connected via Distance Learning Resource Sharing



GIVE3D is headquartered in New Jersey. We believe New Jersey is a prime location to assist in Distance Learning activities and the research and deployment of 3D technologies.



OUR ACCESS TO TECHNOLOGY::

Our access to technology provides innovative stereoscopic visualization that allows users to communicate more effectively, solve problems more efficiently, and realize greater commerce by enabling the human mind to more efficiently engage and retain information.

• SINGLE LENS 3D TECHNOLOGY AND DISTANCE LEARNING

We have the unique advantage of having access to a Single Lens 3D technology with multiple patents, either issued or applied for, which, when combined with visualization technology, will create truly disruptive products in many industries. When capturing stereoscopic imagery there are a number issues that must be diligently managed including camera alignments, lens matching, light balancing, weight management and many more expensive and time consuming steps to ensure that both cameras are perfectly in synch at all times. Most, if not all, these issues disappear with single lens stereo technology. Furthermore, they are manufactured at significantly lower costs as a single camera is used, and a single objective lens is used, and the lenses are larger than multichannel lenses (which for small diameter lenses represents a huge cost savings per lens).

• THE BROADCAST ENVOY

The single lens in 3D is a tremendous asset to Distance Learning and extends the learning environment to anywhere in the world. With the ability to communicate around your area or around the world, people will be engaged like never before! Included in the bundle is proprietary software that literally comes ready to use, including distance learning opportunities, professional development and virtual field trips.

The Broadcast Envoy comes with a projector, sound system, camera choice, custom broadcasting and streaming capability, mixer amplifier, and much more! With the Broadcast Envoy it's easy to bring high quality video conferencing and broadcasting capability anywhere you need it. And set up is a breeze. Just plug in your system and turn it on and broadcast.

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• THE 3D PILOT

We are able to offer the First Fully-Integrated Portable 3D Stereoscopic System, The Pilot portable system. The 3D Pilot contains everything you need to add a whole new dimension to learning. The 3D Pilot is a complete portable, yet rugged 3D AV system.

The 3D Pilot uses a short-throw projector and active DLP-Link glasses coupled with a unique 3D processor, which blows away the older 3D solutions you may have seen in theaters.

Consider the advantages of introducing 3D in a portable system:

•A portable system with quick set up, will allow a larger audience to experience 3D

learning with the flexibility of moving the system to where it is needed at any given time.

- All of the components are configured properly and ample content can be loaded in the system ready to use.
- The Pilot pioneered the concept of a portable yet secure AV systems.

The First Fully-Integrated Portable 3D Stereoscopic System
You can now focus on your audience, not the technical complexities behind 3D projection.

The 3D Pilot includes everything you need:

- Projector, Computer, Sound System and Software all Configured Properly
- Rugged, Portable and Secure
- Quick Setup and Easy to Move from Room to Room (Projects on any screen or surface)
- Eyewear Storage and Sanitization

CONCLUSION



Through careful assessment and implementation, distance learning activities are designed to exercise thought processes, attitudes, and behaviors.

- 1. People learn by: considering, researching, analyzing, evaluating, organizing, synthesizing, discussing, testing, deciding, and applying ideas.
- 2. To accomplish learning objectives: the learner absorbs knowledge by reading or watching; the learner completes activities designed to connect what they are learning to their lives, Christian experience and work.
- 3. Activities will consist of logically linked topics that together make positive learning experiences.
- 3. The selection and application of technologies for specific learning activities are appropriate for the intended objectives, subject matter content, relevant characteristics and circumstances of the learner.
- 4. The learning design is evaluated for effectiveness, with findings utilized as a basis for improvement in an effort to create a working model.

Distance learning opportunities are effectively supported through fully accessible modes of delivery and resources.

- 1. UMW has an effective support system to assist the participant in effectively using the resources provided. This system includes technology and technical support, site facilitation, information services/referrals, and problem-solving assistance.
- 2. GIVE3D considers the need for delivery of appropriate resources based on the design of the distance activities, the technology involved, and the needs of the participants.
- 3. The learning design is consistent with and shaped to achieve intended learning objectives.

Distance learning initiatives must be backed by a commitment to quality and effectiveness in all aspects of the learning environment.

- 1. Involvement in distance learning is consistent with the overall mission of UMW; policies regarding distance learning are integrated into the organization's overall policy framework.
- 2. GIVE3D makes a commitment to the research and development of distance learning, maintaining a systematic evaluation of the content, processes, and support systems involved in recommending distance learning activities and strategies.
- 3. The policies, management practices, learning design processes, and operational procedures for distance learning are regularly evaluated to ensure effectiveness and competency of the technology.
- 4. Delivery systems are used in a way that facilitates the achievement of the intended objectives.

GIVE3D will recommend infrastructure for using technology that supports UMW's goals and activities.

- 1. The technology plan defines the technical requirements and compatibility needed to support the learning activity.
- 2. The technology plan addresses system security to assure the integrity and validity of information shared in the learning activities.
- 3. The technology facilitates interactivity among all elements of a learning environment and places a high value on ease of use by participants.
- 4 The technology selected for distance learning is fully accessible and understandable to participants and has the power necessary to support its intended use.
- 5. GIVE3D will communicate the purpose of the technologies used for learning, and through training, assist participants to acquire the knowledge and skills to manipulate and interact with it, and understand the objectives and outcomes that the technologies are intended to support.
- 6. The technology infrastructure meets the needs of both UMW and the participants for presenting information, interacting within the learning community, and gaining access to learning resources.

MANAGEMENT



SKEETE NALLEY

:: 30 Years Experience Consulting Business Services Product Development, Institute for Space Science Technologies

Managing Director, Skeete Nalley has 30 years of consulting services. He began working with Continental United Properties, Orlando FL, in (1983-1989) and subsequently as the managing partner, raising \$9-million in initial funding for a major land development in East Orlando with Wimpy LTD, London, UK. He built the development from the ground up of 3200 homes, over 400 acres of lakes, with a golf course, all environmentally friendly. His work extended to Continental Capital Consultants, Orlando, FL. where he served as Partner and Managing Director, acquiring Woodfield Development Corp. Covington, GA for Continental United Properties for additional commercial and residential developments.

He consulted with ALPA (Airline Pilots Association) ATW (Airline Transport Workers) and IAM (International Association of Machinists), developing the first signed Alliance and Accordance Agreement between the above Unions in the history of Eastern Airlines for the employee purchase of Eastern Airlines. He was also consultant to IRIS Trust, Toronto, Ontario Canada to present. Investment Strategies. With a strong educational background in science, serving as consultant and advisor to the Institute for Space Science and Technologies, Gainesville, FL (Funding of new technologies developed through NASA or space programs) was a natural. Skeete's Consulting Services extended to the UK in representing Simon Sainsbury, London, UK with review and analysis of Trust held investments in the United States, to South Africa's Anglo-American, Johannesburg, SA, Boart International, in France to Orton Intentional, Opio France (Charles-Etienne Carton) Private Investment, and to the Hinduja Group, London, UK with the acquisition of specific companies in North America.

He continues working in developing solutions for mobile banking and stored value cards and the use of cell phones as personal ATMs and other mobile payment methods. Today Skeete continues to provide private Consulting Services, primarily providing Financial Analysis and funding services for start-up businesses. For the past five years, he has worked with 3D technologies and is at the forefront in leading the technological advances in virtual (distance) learning.

• CHARLES-ETIENNE CARTON

:: BANKING BACKGROUND CEO, PRESIDENT OF ORTON INTERNATIONAL FAMILY OFFICE AND FINANCING SPECIALIST

Managing Director, International; Charles-Etienne Carton is CEO and President, ORTON International, Sophia-Antipolis, France, a Financial and Management Consultancy firm based in the Technological Park of Europe between Monaco and Cannes, France. Previously; Managing Director & Head of Fixed Income Operations at Oppenheimer International Limited in London; Senior Vice President at Bankers Trust International in London, Head of Institutional Sales for Fixed Income and Derivative products; Managing Director Capital Markets and European Marketing at Riyad Bank, London.

Mr. Carton is Co-Founder and was the founding President of IFWE, International Foundation for World Environment, Yverdon-les-Bains, Switzerland; The objective of this Foundation was to create a new Landmark site in Switzerland, a centre of excellence, promoting environmental understanding and research. Modernizing the image and public awareness of the environment and generating enthusiasm among young people, using education and commerce supported by entertainment and technology through the Creation of the World Environment Centre.

At Oppenheimer, Mr. Carton was responsible for building the London Fixed Income operation almost from scratch: Trading, Sales and Syndicated desks from 5 to 25 people. Covering Europe, the Middle East and the Far East. Trading USD as well as other leading European currency bonds for clients as well as a proprietary-trading desk. He created a syndicate desk for new issues and got involved in the derivative bond market and reported to the Head of Fixed Income in the USA as the company was trying to get involved in this sector of the Capital Markets.

At Bankers Trust, He was directly responsible for the institutional sales effort of the Bond department as well as a selective range of derivative products within Europe and the Middle East. Accounts included Corporate, Banks and Insurance Companies. Product focus was on the Fixed Income instruments, FRN's, Asset-backed and collateralized deals as well as derivative products on Debt, Equity, Commodities and Currencies. He was also responsible for devising the sales strategy for the institutional sales force which focused particularly on the derivative instruments.

At Riyad Bank, Mr. Carton was responsible for activities and strategy for investments and trading of all negotiable assets in major currencies. He created and managed a portfolio of USD1.5 billion composed of Eurobonds, FRN's, FRCD's, ECP's, MTN's, Interest rate and cross Currency Swaps. Some of these funds were managed for private individuals. He initiated and set up operation for trading in Government Bonds. He Marketed Europe on traditional banking products to corporate, as well as bank correspondent to major European banks. The Achievement: Capital Markets composed of four individuals accounted for 25% of the bank's total income.

• FRITZIE LEROY

:: GIVE3D INC, Vice President

Fritzie is highly organized, innovative and detail-oriented IT professional. Skilled in training, researching, proposing and executing solutions to errors and systemic problems. She effectively built and maintain productive relationships with all levels of management, staff and end-users. Ms. Leroy brings more than 12 years of innovative experience in designing and developing training programs for Haitian government officials, students and professionals, with a specialty in E-Learning solutions. Her capabilities include planning and budgeting for on-site and distance-learning sessions. Her expertise is in leveraging technology, using the internet and emerging cutting edge technologies to position clients as creative, effective and state-of-the-art in their respective fields.

As an instructor, facilitator, trainer and coordinator she has planned, set up and led video conferences for international programs simultaneously in the Caribbean, Europe and Africa ranging from 5 to 100 participants dealing with a variety of IT subject matters.

As a small business owner, Ms. Leroy successfully helped more than 100 first-time entrepreneurs develop their leadership and business skills. Currently she is Division E Governor of District 36 -Toastmasters International -and a member of the Lewis Smith Toastmasters Club. She is past vice president of Compassion International's Advisory Committee for the leadership development program in Haiti. She is fully fluent in English, French and Creole.

• BEVERLY WATTS-NALLEY

:: DISTRICT TECHNOLOGY COORDINATOR, GRANT RECIPIENT, WHO'S WHO IN EDUCATION

With more than 20 years of experience in technology, Beverly worked directly with Apple engineers in 1994 to setup the district's first computer lab. As technology coordinator, she managed the district's network and received several grants to assist in building the network infrastructure. She has a strong educational background and in 1990, was selected as Teacher of the Year for Deerfield Township School. In 1996, she was inducted into "Who's Who Among America's Teachers." In 1998, she was honored by a special session of the New Jersey Legislation and Governor Christie Todd Whitman for her award-winning technology programs. A website designer for the past eight years, Beverly's portfolio demonstrates a variety of website designs and multiple solutions.