



Company Overview

Scenario Systems International Inc. (SSII)

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Management:	CEO: William J. Boll (50)
	COO: Mark Samardich (47)
President:	William J. Boll
Advisory Board:	Kelly Butt Allan Rosenberg Nicholas M. Curry
Industry:	\$500M – \$2B Mid-Tier Market
Our Success:	Reduce M&A synergy costs by up to 4%
Years in business:	3 years
Average Sale:	\$800,000
Customers:	Saudi Arabian Airlines AGF Financial MTS/Allstream Manulife Financial

Business Description: Scenario Systems International is an international consulting company who focuses on IT Financial Management, with a particular emphasis on asset management and tracking. We have developed a proven integration management methodology that provides speed of delivery in a repeatable and sustainable process. This includes best practice tools and processes, as well as resource readiness and the program management office process and structure to ensure successful roll-out. In addition, the framework offers rapid deployment with continual evolution so that customers can immediately begin aligning execution with organizational strategy. We use it to:

- Gain a precise understanding of all costs structures within the IT portfolio
- Determine the detailed make-up of the IT infrastructure's physical asset inventory
- Create an intelligent repository (database) of all costs, assets, facilities, staff, and organizational grouping, to allow detailed financial and architectural modeling
- Implement formal processes for the continued collection, validation, and modeling of data, related to meeting financial and operational goals
- Reduce complexity through rationalized or optimized infrastructure with the appropriate staffing model to meet the maturity of the current and target service delivery requirements.
- Reduce the risk through improvements to the service delivery model of IT Infrastructure by deploying repeatable processes utilizing ITIL and CobIT.
- Improve recovery capabilities by mapping current state to target state infrastructure and identifying opportunities for self recovery for mission critical systems.

We provide a seamless consulting service that leverages business and technology expertise from strategy through to benefits delivery. We understand that it is vital to combine business and commercial experience with technology expertise. Unlike many of our competitors, we do not simply deliver business and operational blueprints, leaving our clients to make their technology fit. Nor do we deliver technology

architectures that ignore business realities. Instead, we create blueprints and architectures that are then implemented with full accountability. Our solutions are the result of unsurpassed field-tested practices and an IT sustainable and repeatable methodology that meets the complex requirements of our customers.

Who Do We Sell To: Our target market are corporations whose annual revenue is between \$50M - \$2B. The largest global users of information technology including corporations and government users.

The company size is the defining criteria for prospective buyers; it is only the broadest view of the marketplace. Their business model emphasizes lost revenue and lost productivity over the Total Cost of Ownership of availability management or systems management solutions.

Market Potential: According to Uptata Capital, an industry research company, the volume of Infrastructure Management deals announced jumped significantly to \$18.5 billion as compared to \$3.3 billion in announced deals during the same period in the prior year.

According to the Gartner Group the Infrastructure Management market is large; \$7 billion in 2004; and growing (10% compound annual growth 2004 to 2009). The size and growth of the sector has been a function of the rapid evolution of enterprise IT over the past few decades. This continued evolution combined with new, external factors will drive Infrastructure Management tool and solution procurement decisions over the next few years.

Management: William Boll has over 25 years of software development industry experience, including work in enterprise automation, systems performance, the Internet, industry leadership in the IT management area, executive experience in large and small companies and successful entrepreneurship. Mr. Boll is the founder of Ingenex Corporation, an IT consulting firm. He received his B.S. in Computer Science Engineering from Kennedy-Western University and an A.A.S. in Computer Programming from Harper College. Mr. Boll is also a published author in the field of Business Continuity.

Mark Samardich has over 20 years experience in technology beginning with Electronic Data Systems, Inc. (EDS) as a programmer analysis. At EDS he worked on such projects as developing a compiler and implementing the first real-time claims processing systems for the healthcare industry. This was later rolled out to Blue Crosse Blue Shield. Possessing a strong technical background, Mark moved directly into Sales and Systems Management, as Vice President of Sales for several small start-up companies. He was able to build technology companies from concept to well over \$10 million in revenue in less than 3 years. Mark is a co-founder of Smarter Software, Inc. and is its President. He negotiated the sale of a one-year-old company for approximately \$1 million in stock and other compensation. As part of the acquisition, Mark was retained as Vice President of Sales and Marketing for Qualitative Marketing Software, Inc. (QMSOFT). In 3 years under his direct guidance, QMSOFT grew from \$1 million in combined sales to over \$14 million in annual revenues. He brought

instant market credibility and provided entrance to many multi-million-dollar contracts. He led QMSoft's direction into the Internet market. QMSoft was acquired in December 1999, for \$70 million in stock. Mark Samardich is a co-founder of Promerita, Inc. and is its President. Mark received his BS degree in Accounting from the University of Arizona.

Technologies/Products:

IT Infrastructure Integration: Using our industry-proven methodology, we help companies to implement asset management life-cycle improvements during a hardware consolidation process to identify and eliminate:

- Asset overlap/under-utilization
- Inefficient asset management practices
- True costing forecast
- Contractual analysis and savings recommendations

IT Infrastructure Audit (Merges traditional IT asset management and financial control)

IT Infrastructure Library (ITIL) A comprehensive and adaptable ITIL solution that combines out-of-the-box applications, an integrated development environment, professional services, and complementary partner capabilities that support a successful implementation of the ITIL framework to deliver quality service.

IT Rationalization - Our IT Rationalization Services focus on the development of a Target Operating Model that specifically addresses your business challenges, including:

- Pressures to lower costs while improving service delivery through the introduction of standards
- Adapting to changing business strategies and models
- Adherence to regulatory obligations imposed on your business
- Incorporating innovative technologies in your IT infrastructure to create business value

Markets: Mid-tier M&A engagements, corporations that require IT asset management expertise.

Uniqueness / Intellectual Property (IP): According to research conducted by a national business publication, nearly 62% of M&A transactions failed to achieve the negotiated revenue, market share and profit increases. Principally, this failure is due to lack of internal

integration expertise, poor planning and execution of integration activities, and to not negotiating the price or deal terms.

A merged IT synergy goal of 20% of total company target should be (but usually is not) achieved. The transparency of failed acquisitions is now higher than ever due to:

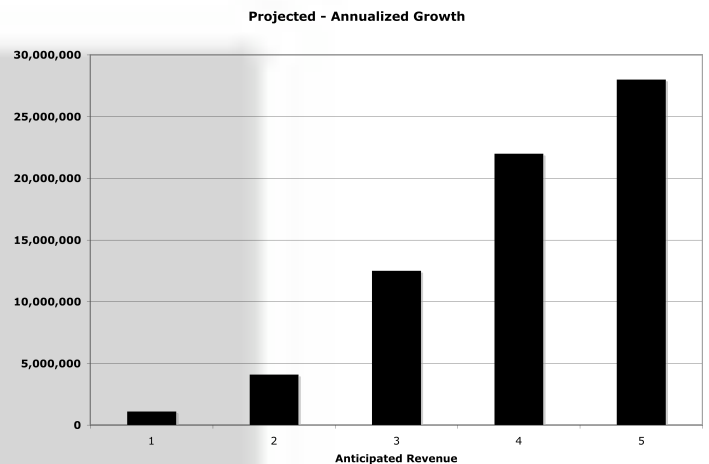
- Tighter reporting and disclosure requirements
- Stricter corporate oversight/governance
- More demanding investors
- Time to deliver target synergies

IT infrastructure is generally 70% of the total IT target, which can be 20% of the total corporation's synergy target.

Scenario Systems Our proven integration management process provides speed of delivery in a repeatable and sustainable process. This includes best practice tools and methodology, as well as resource readiness and the program management office process and structure to ensure successful roll-out.

Strategic Alliances: IBM, Accenture and BearingPoint.

Projected - Annualized Growth:



Financial Projections (unaudited): Annualized sales revenues:

Year	Year 2009	Year 2010 proj.	Year 2011 proj.	Year 2012 proj.	Year 2013 proj.
Revenue	\$1,394,000	\$3,100,000	\$8,500,000	\$18,000,000	\$28,000,000

The Private Securities Litigation Reform Act of 1995 provides a "safe harbor" for forward-looking statements. Certain information included in this communication (as well as information included in oral statements or other written statements made or to be made by Scenario Systems International Inc. or its wholly owned subsidiaries) contains statements that are forward-looking, such as statements relating to the future anticipated direction of the medical and technology industries and plans for future expansion, various business development activities, planned capital expenditures, future funding sources, anticipated sales growth and potential contracts. Such forward-looking information involves important risks and uncertainties that could significantly affect anticipated results in the future and, accordingly, such results may differ from those expressed in any forward-looking statements made by or on behalf of Scenario Systems International Inc or its wholly owned subsidiaries. These risks and uncertainties include, but are not limited to, those relating to development and expansion activities, dependence on existing management, financial activities, domestic and global economic conditions, changes in federal or state tax laws, and market competition factors.