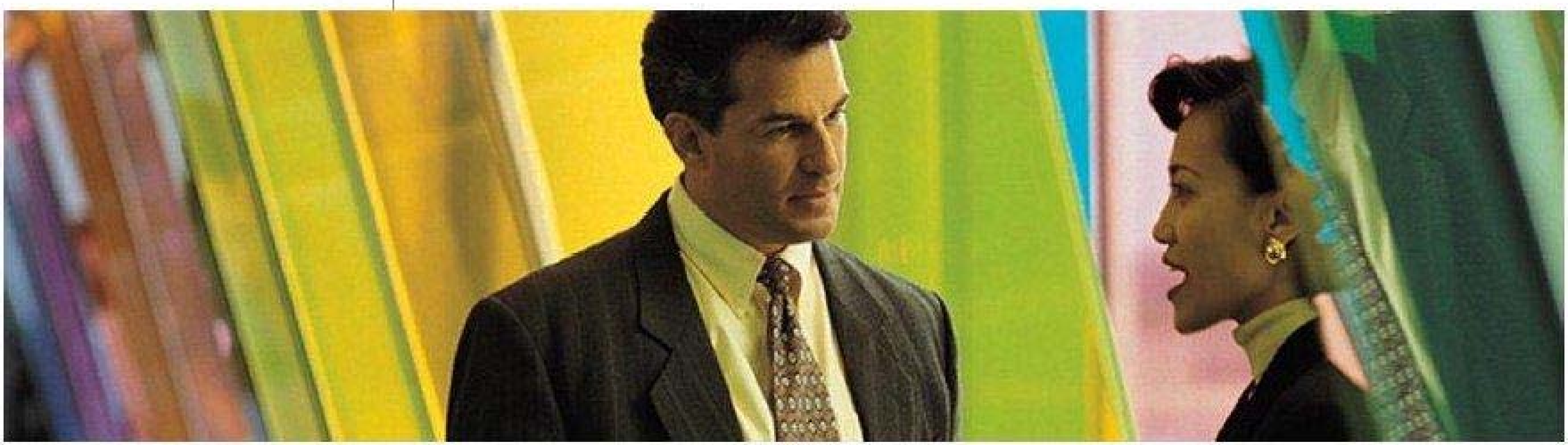
Windom Peaks CAPITAL

Corporate Overview

August, 2007



Corporate Overview

- **Windom Peaks Capital, LLC**
  - **A retained full-service merchant banking & capital advisory firm specializing in:**
    - **interim operating assistance**
    - **securing targeted financings**
    - **mergers & acquisitions**
- **During the past 30 years, Windom Peaks' principals have:**
  - **Participated in transactions valued in excess of $7 billion**
  - **Achieved greater than 90% success rate on transactions**
  - **Averaged 120 days from start of assignment to term sheet**
  - **Developed an extensive network of institutional investors and Fortune 1000 companies**
  - **Produced introductions that result in successful transactions**
- **We focus on transactions between $5 million and $100 million**

Transactions

- Retail & consumer products
- Manufacturing
- Technology & IT
- Internet
- Telecom
- Services

Retail & Consumer Products

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Retail & Consumer Products (cont.)

CLIENT	FOCUS	TRANSACTION
Oil of Olay	Women's moisturizing cream	Brand rehabilitation/ creation of line extension strategies
Vicks Brands – Nyquil, Formula 44 and VapoRub	Respiratory health care	Brand rehabilitation financing $78.0M
Aleve	Naprosen-based NSAID	Joint venture with Syntex Corporation -- $100.0M
Icy Hot	Topical analgesic	Sale of business -- $25.0M
Bain de Soleil	Tanning and skin protection products	Acquisition of product line -- $50.0M
Clearasil	Acne treatment products	Assist division management in revamping product line

Retail & Consumer Products (cont.)

CLIENT	FOCUS	TRANSACTION
Sterling Optical	Retail eyewear	Business expansion -- $23.0M
Fixodent	Denture adhesive cream	Advisor
Georgia-Pacific Corporation	Wood & paper-based consumer products company	Acquisition of Great Northern Nekoosa Corporation for $5.5B
Dramamine	Anti-nausea drug	Sale of brand -- $34.0M
Proctor & Gamble	Consumer products	Headed merger & acquisition team for P&G's OTC respiratory, analgesic, and denture/beauty care divisions
General Electric	Consumer products	Joint venture with GE Finance subsidiary re: marketing of Signature Legal Care legal services program

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Manufacturing

Bowater

Great Northern Nekoosa

Mail-Well Envelope

Great Northern Paper

whaledent

nekoosa

Manufacturing (cont.)

CLIENT	FOCUS	TRANSACTION
Bowater Inc.	World’s largest newsprint producer	Restructuring and piece-meal n sale of the assets of Bowater’s Great Northern Paper Division – $650.0M
Great Northern Nekoosa Corp.	Pulp & paper manufacturing, conversion & distribution	Headed up merger & acquisition team – successfully acquired more than $3.0 billion in business assets over 6-year period
Great Northern Paper	Manufacturer of newsprint, directory and coated papers	Managed division -- restructured business in anticipation of its divestiture by corporate parent for $650.0M.
Nekoosa Papers	Manufacturer of xerography & other business papers	Coordinated project financing for more than $700.0M worth of capital projects

Manufacturing (cont.)

CLIENT	FOCUS	TRANSACTION
Mail-Well Envelope Company	Envelope converter	Acquisition -- $250.0M
Whaledent International	Manufacturer of dental pins & high-end, complex electronic equipment for use in restorative dentistry	Arranged for sale of this business by parent to foreign buyer -- for $40.0M

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Technology & IT

e-Appliance corporation

GALVANTECH

VISUALEDGE TECHNOLOGY

Coronary Care Systems™

NEOVISTA

LANDEC INTELLIGENT MATERIALS

ORACLE

Technology & IT (cont.)

CLIENT	FOCUS	TRANSACTION
NeoVista	Developer of intraocular epiretinal radiation device	Helped secure shareholder approval for late stage financing
Oracle	Complex management information software and systems	Advisor – Helped formulate sales and marketing strategies and build channel partnerships
Landec	Producer of exotic polymers and other intelligent materials	Advisor – Financing: $34.0M
Coronary Care Systems, Inc.	Manufacturer of portable Miniature defibrillators	Structured and negotiated complex multinational joint venture located in Northern Ireland
VisualEdge Technology	Imaging solutions	3rd round financing -- $25.0M
e-Appliance	Internet networking devices	Series A round -- $10.0M
Galvantech	Semi-conductor producer	Acquired by Cypress Semi-Conductor for $100.0M

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Internet

financial engines

YOUR PERSONAL ONLINE INVESTMENT ADVISOR

Grassroots ENTERPRISE

eProsper CAPITALIZATION MANAGEMENT

Internet (cont.)

CLIENT	FOCUS	TRANSACTION
Financial Engines	Online ASP-model for managing personal finances	Advisor – Prepared for IPO and, as fall back, Series E-round of private financing – $56.0M
Grassroots.com	Online support model for political candidates and politically-active individuals	Advisor – Oversaw company formation and assisted in raising Series A “first round” financing -- $10.0M
e-Prosper	ASP-based, online equity manage-ment tool for private companies raising financing or wishing to outsource stock option plan administration	Member of founding team -- Advisor; assisted in company formation -- Joint venture financed by Silicon Valley-based law firms and other interested parties

Telecom

Telecom (cont.)

CLIENT	FOCUS	TRANSACTION
SnapTrack	Wireless telephony	Merger - Company acquired in $1 billion merger by QualComm
QualComm closing	Wireless telephony	Assisted QualComm in merger with client company, SnapTrack

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Services

Butler Paper Company

WORLDRES

GREY

Community Blood & Plasma Service, Inc.

MetLife

Prudential

Services (cont.)

CLIENT	FOCUS	TRANSACTION
MetLife	Insurance	Created joint venture between MetLife and client company, Legal Lions™ for sale of legal insurance products
Prudential Capital Group	Mezzanine lender	Supported financial analyis/ and underwriting team
Grey Advertising	Full-service advertising agency	Advised and negotiated acquisi-tions – In charge of U.S. acquisi-tion program for agency
WorldRes	Online reservation service for hospitality industry	Advisor – Multiple rounds of private placement financing
Community Blood & Plasma Service	Blood collection & fractionating	Headed merger & acquisition team
Butler Paper Company	National $1 billion paper distributor	Headed merger & acquisition team – Purchased more than $300 million worth of businesses for Butler

Mergers & Acquisitions

- Windom Peaks Capital provides advisory services to family-owned, closely held, public, and emerging growth companies seeking liquidity by sale to a strategic or financial buyer.

- At least one Windom Peaks professional with significant transactional experience leads every client engagement.

- Our merger and acquisition advisory services include:
  - Sell Side
  - Buy Side
  - Divestitures
  - Recapitalizations
  - Management Buyouts

Private Equity: Growth Capital

- Windom Peaks Capital leverages its deep relationships worldwide with private equity investors, mezzanine, and senior lenders to assist clients in raising capital through institutional private placements of equity, subordinated debt, and senior debt.
- Windom Peaks focuses on seed and early stage companies seeking their first round of outside financing, as well as later-stage private transactions, typically those companies seeking to raise at least $5 million.
- Raised equity is generally used to finance continued internal growth or possible acquisitions.
- WPC can also assist in a re-capitalization to facilitate an alternative capital structure, a management buyout or to provide partial liquidity to current owners and shareholders.
- Private placements may also provide an opportunity for strategic investors, such as business partners, customers, or suppliers, to contribute to a company's growth through an equity investment.

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Merchant Banking

- Provide clients with informed, senior-level advice in a manner that empowers development of creative and effective solutions for the multitude of financial and strategic challenges all companies face.

- When we sell a business, arrange financing, prepare a valuation or provide any other advisory services, our clients' goals take top priority.

- Our mandate is to add real value to our client companies, bringing:
  - Merchant banking and corporate finance expertise
  - Experience in navigating the sale and investment process
  - Relationships with major corporations, private equity groups, senior and subordinated lenders, accountants and attorneys
  - Responsibility and flexibility
  - Creativity in arranging optimal transactions
  - Confidentiality
  - Commitment

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Summary of Proposed Engagement -- Services Provided

– Identify prospective sources for client from within Windom Peaks' network of key transaction partners and institutional investors with whom WPC has established including relationships with the senior executives of these companies

– Introduce client representatives to senior level executives at target companies and institutional investors

– Facilitate / attend client meetings and discussions with senior level executives

– Provide insight into the target client's environment
  - Business profile, emerging trends, challenges, issues and initiatives
  - Compelling event/propensity for the client to pursue strategic initiatives
  - Formal and informal decision criteria
  - Decision making process
  - Key decision maker objectives

– Communicate Client's value proposition with themes and differentiators with targeted prospects
  - Exclusive Relationship

– During the term of the engagement, WPC will not provide, participate or engage in similar services to any competitive business enterprise