

Mission: Increase the profitable sales of home and gift industry companies by providing

better communications, data, and technology. Integrate the business systems of

trading partners into a network of Buy Better, Deliver Better, Sell Better.

Problem: Data decays. Maintenance is expensive. It is as if every business speaks a differ-

ent language from its trading partners. Worse, that language is constantly changing

with new or outdated products, pricing, and availability.

Solution: Provide data libraries so the cost of data maintenance is spread over all sub-

scribers. Provide software so transactions flow directly between trading partners with a common set of product codes and a common set of business software

(WebClerk, CommerceExpert and RetailClerk).

Service: Provide 'desktop hosting' capabilities, to publish inventory, transactions, status, etc.

Market: Reinforce the existing trusted relationships with data and technology.

Summary of US market:

Retailers 400,000 Independent Sales Reps 20,000 Rep Agencies 2,500 Manufacturers 20,000

Revenues: Long term goal: 60% to 80% marketshare of data library market, to become the

language in which home and gift wares are traded

\$100 million/year by Year 5

\$1 billion/year at 25% market share:

Software \$205 million
Data Rental \$240 million
Equipment Rental & Sales \$120 million
Internet Services \$240 million
Training, Service & Support \$360 million

Distribution: Flood the market with introductory offers to plant seeds. Spread the network as

trading partners benefit from near-zero cost of transactions between those who

have adopted our Common-Language™ and Common-Tools™.

Technology: Software is operating profitably for similar vertical businesses:

http://www.djreprints.com (Dow Jones reprints of The Wall Street Journal)

http://www.pizzaclerk.com (take-out sales example

http://sq.partsclerk.com/home.html (How SEGA sells parts on the web: after 6

months of use, 50% of orders entered by their distributors)

Examples: Other industries examples of commercial data libraries used by subscribing large

and small businesses to knit together their ability to transact: Sabre airline tickets.

West Publishing's legal library.

Team: Experienced in building companies:

Technology: JITCorp • Industry: Christian Mosso

Contact: William "Bill" James • voice: 612.414.4211 • bill.james@giftops.com

www.WineOperations.com Buy Better • Deliver Better • Sell Better™

Casego, We Sites 10,000 20,000 34,200 45,000 57,000 65,500 75,081 66,000 75,000	1,635 4,975, 3,478 9,366, 4,489 20,764, 5,213 17,432, 8,3902 5,789, 2,810 531, 5,000 2,456, 2,000 3,930, 3,527 117,246, 9,787 40,161, 3,740 77,084, 66% 6,163 2,762, 5,5606 3,517, 1,970 692, 8,203 94, 6,163 2,762, 5,506 3,517, 1,970 692, 8,203 94, 1,127 1,985, 5,606 3,517, 1,127 1,950, 5,606 3,517, 1,127 1,950, 5,606 3,517, 1,127 1,950, 5,606 3,517, 1,127 1,950, 5,606 3,517, 1,127 1,950, 5,606 3,517, 1,127 1,950, 5,606 3,517, 1,127 1,1951, 5,127 1	2,261,635 5,203,478 12,214,489 10,895,213 24,078,213 24,078,213 24,078,213 24,078,213 24,078,213 68,853,527 20,159,787 38,693,740 66% 601,970 88,203 2,942,676	1,028,016 2,890,821 7,184,994 6,809,508 10,032,876 369,009 850,000 1,360,000 30,525,223 10,456,162 20,069,061 66%	467,280 1,606,012 4,226,467 4,255,942 4,180,365 307,507 500,000 800,000 16,343,573 5,598,355	Seminars Web Site Customizing Training CD's Client/Server Sales Data Rental Ops Center Communications Income Computer income	80% 70% 60% 240% 20% 70%	S S S S S S S S S S S S S S S S S S S	Total 212,400 892,229 2,486,157 2,659,964 206,331 256,256	44,250 151,621 581,844 878,290 85,383	35,400 131,844 458,165 501,880	35,400 114,647 360,788	26,550 99,693	17,700 86,690	17,700 75,383	17,700 65,550	0	17,700	0	0	0	b Seminars
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Objective: Obtain marketing support from key suppliers for a wide market sales

event in Home/Gift Industry, January 10-16 2003, America's Mart,

Atlanta.

Event: Approximately 5,000 retailers, 2,000 manufacturers and 5,000 sales

reps congregate to buy/sell the product summer lines. Key decision

makers are available at this show.

Target Market: Through America's Mart we have access to 38,000 email addresses

for Retailers, Reps, Distributors and Manufacturers who have signed up for information about products and services in their industry.

Campaign: Actions prior to Jan 2003 show:

a. Email 3 times how solution applies to them and where they

can see it and buy it at the show

b. Implement with at least 10 manufacturers

c. Implement with at least 5 retailers

d. Implement with at least 20 sales reps

At the Jan 2003 show

a. Have solution operating in at least 3 showrooms

b. Sell the complete solution at a very attractive bundled price

Partner Cost: \$1 per email address by Nov 20, 2002

Desired Result: Establish market acceptance

a. Sell 100 systems at the show.

b. Obtain 2% participation over the next 8 months. These early adopters represent 90% of the model others will follow in the next 3.5 years.

in the next 3-5 years.

c. Mine the vertical implementation to 400,000 retailers, 20,000 manufacturers, 2,500 sales companies in this industry.

Key Partners: Common-Language™ supply chain solution is based on:

a. Software: JITCorp's WebClerk software for electronic catalogs, automating order entry, transaction communications and processing.

b. Access: Sprint's 3G access for wireless communications of transactions. This only became available in October 2002.

c. Hardware: Fujitsu's P1000 series laptops for field sales people and in-showroom sales.

Test Marketing: Gift Operations presented the combined solution to 20 people representing 10 companies in the home and gift industry

- a. 1 Manufacturer provided data and it was converted into a WebClerk electronic catalog. It was than shown to 5 other manufacturers on the Fujitsu P1000 series touch screen notebook. 4 additional manufacturers have signed up to field their electronic catalogs.
- b. 18 more Fujitsu P1000 series computers equipped with WebClerk software have been fielded.
- c. 6 Sprint 3G connections have been sold to support the first wave of field sales agents.
- d. The numbers are small but the percentages are large.

e.

Communications: Points of Contact

- a. Partnerships: Bill James, 612.414.4211, bill.james@giftops.com
- b. Atlanta Ops: Christian Mosso, 404.310.4240, christian.mosso@giftops.com
- c. Operations: Leanna Peterson, 651.335.8433, leanna.peterson@giftops.com

Background

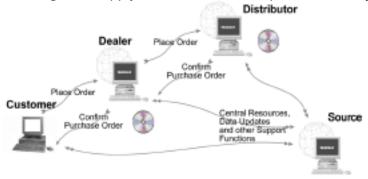
Problem:

Available products and prices are constantly changing. Trading partners are islands of data and technology. Data differences between trading parnters adds to costs.



Solution:

Common-Language™. Distributed electronic catalogs are updated constantly via the web so only available products at the correct price and known delivery, terms and conditions are offered for sale. Orders, status, and other transactions are written only once, then flow through the supply chain to the correct point of delivery.





Be Sales Driven www.GiftOps.com

Distributors/Reps

Objective:

Increase your profitable sales

Concept:

Buy Better Deliver Better Sell Better

How:

GiftOps' electronic catalogs

Manufacturers: Your catalog is dynamically published and updated to all resellers via the web. Orders are posted to you via the web into your copy of WebClerk Reps/Retailers: Catalogs from participating manufac-

turers are kept up-to-date for you, in your WebClerk.

WebClerk's desktop hosting

WebClerk software makes your computer a point-ofsale, transaction and web server. Selling your inventory to your customers 24 x 7. Orders are written once and posted via the web for status and delivery.

Who is this for:

Manufacturers Reps/Wholesalers Retailers

Characteristics:

Light Weight Many Catalogs Virtual-Inventory™ **Always Present Always Accurate Always Helping Always Selling**



(need)

GiftOps & WebClerk Electronic catalogs with integrated order processing, tracking, inventory control. Built-in web serving and kiosk capabilities

(transporters/market trends) Retailers (care/service providers) Place Order Confirm Purchase Order Place Order Manufacturers Consumers Confirm (creators/innovators) Purchase Order

GiftOps reinforces the ability of trading partners to transact GiftOps creates a Common-Language knitting the special capabilities of every company into a network of Buy Better, Deliver Better, Sell Better

Road Warriors:

- · 2.5 pound, 20 gigabyte hard drive
- Touch Screen, click-2-order™
- · All your catalogs
- · Order processing, communications Kiosks:
- Virtual-Inventory™
- · Infinite 'floorspace'
- · Desktop Hosting your web sales





Want More Sales? Empower your Retailers to Buy Better - Deliver Better - Sell Better

Who Sells your Products???

The Retailers/Designers create demand for your product by getting the consumer to buy it.

Where is the Point-of-Action

The Retail Store with the support of the Retailer/Designer and your selling tools.

Are You Helping Your Retailers at the Point-of-Action???

Most manufacturers spend significant dollars on catalogs and web sites. Catalogs are usable but go out of date the day they are printed

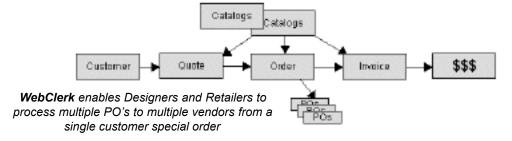
Web Sites and distributor specific software DO NOT support the multiple transactions required at the Point-of-Action

These efforts center on the manufacturer's business, not the Retailers.

Little is spent to improve the business processes of the Retailer

(Exception of Target, Walmart, Retailers large enough to demand manufacturers provide integration with their business systems)

Retailers balance many transactions from multiple vendors



Catalogs and CD's piled in back offices are not effective

Put Point-of-Communications at the Point-of-Action

GiftOps will give every Retailer/Rep a FREE single-user copy of **WebClerk** (SRP \$849)

WebClerk runs businesses and communicates buy and sell transactions between trading partners. Compatible with existing software. GiftOps keeps the data current with catalogs

from multiple manufacturers so they can **Buy Better - Deliver Better - Sell Better**.

Empowering Retailers, empowers sales

- Provide your catalog in spread sheet format
- Provide images named by the SKU or class
- Help us distribute your data so it can be use at the Point-of-Action
- Support your data in a form centered on the Retailer's business needs
- Install a copy of WebClerk so sweeps can post orders into your network.





Desktop Hosting, outlines the concepts Book available at Amazon.com

Call Bill James for questions (612.414.4211) or visit us at www.GiftOps.com



Manufacturer's Fact Sheet

Be Sales Driven - Our Software - Your Data

Empower your sales force and partners to sell anywhere, all the time.

We will create your electronic catalog, combine it with our order process engine and put it on the computers of your sales force, reps, wholesalers and retailers. We provide them the ability to take, process and update orders with you over the web.

Benefits

Increase Sales

- · Put knowledge at the fingertips of your customers
- Provide your entire Catalog without the cost to print it
 - · to every retailer
 - kiosks at your retailers showing all your products
- · Deploy interactive catalogs for reps and retailers
- · Decrease inventory requirements, frees capital
- · Improve marketing
- Sell Virtual-Inventory
- Improve service to customers via the web

Cut Costs

- Write once, use many: your data lights up the business system of everyone in your distribution channel
- Stop re-entering orders that have already been entered somewhere in your distribution channel
- Pre-empt re-entry errors
- Accurate
 - · Sell only currently available items
 - · Update remote sites with current products
 - · Retire discontinued items
 - Correct descriptions and pricing
 - Modify presentation to what sells best
- Answer customer questions, 24 x 7, on Order Status, shipping details, account balances, specials, etc....

Featured Sales Tool - Fujitsu P1000 with WebClerk

- Thousands of items in 2.5 lbs, 4-9 hours of battery power
- · Wireless network
- · Touch to order screen
- · Built-in WebClerk catalog, order processing, web serving



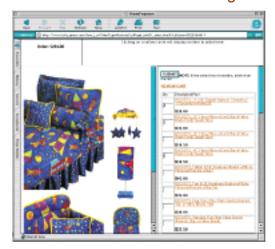
1872 Man

Is your CD/Catalog piled in your retailers' back room?

Put it on the sales floor!!!

Infinite-Floorspace™ Catalog

On the road, In-store kiosks and web serving



See in Action:

America's Mart, Atlanta CMA 9th Floor Merchandise Mart, 9B7 CMA 11th Floor, Gift Mart, 1130

Rep/Wholesaler's Fact Sheet

Be Sales Driven: Our Software - Your Data

Empower your ability to sell anywhere, all the time.

We combine all your manufacturers' catalogs into your interactive order process engine.

- Take orders anywhere
- Exchange them with the customer
- Split them into individual manufacturer orders and post them to the manufacturer over the web
- Self-host your own order processing site, take orders 24x7

Benefits

Increase Sales

- Put knowledge at the fingertips of your customers
- All your catalog at the touch of your finger
- · Integrated order processing
- Provide your catalog to your customers
- · Decrease inventory requirements, frees capital
- eMail order status
- Sell Virtual-Inventory, Special Orders, no problem
- · Improve service to customers via the web

Cut Costs

- Write once post your orders to each manufacturer
- Tracks sales and commissions
- Manufacturer post order status to you
- Pre-empt re-entry errors
- Accurate
 - · Sell only currently available items
 - · Update remote sites with current products
 - · Retire discontinued items
 - · Correct descriptions and pricing
 - · Modify presentation to what sells best
- Answer customer questions, 24 x 7, on Order Status, shipping details, account balances, specials, etc....

Featured Sales Tool, Fujitsu P1000 with WebClerk

- Thousands of items, pictures, in 2.5 lbs, 4-9 hours of battery power
- Wireless network
- Touch to order screen
- Built-in WebClerk catalog, order processing, web serving





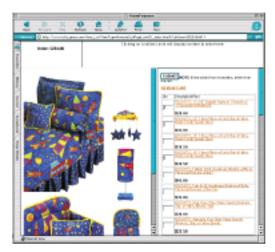


Tired of carrying and hunting through a pile of CD's and Catalogs

Sell & access everywhere!!!

Infinite-Floorspace™ Catalog

One program, all your catalogs



See in Action:

America's Mart, Atlanta CMA 9th Floor Merchandise Mart, 9B7 CMA 11th Floor, Gift Mart, 1130

Retailer's Fact Sheet

Be Sales Driven: Our software - Your data

Empower your ability to sell anywhere, all the time.

We combine all your manufacturers' catalogs into your interactive order process engine.

- Take orders ANYTIME, even when your store is closed
- Special Orders, NO Problem
- Split orders into individual manufacturer orders and post them to the manufacturer over the web
- Self-host your own order processing site, take orders 24x7

Benefits

Increase Sales

- · Put knowledge at the fingertips of your customers
- All your catalog at a touch
- · In store Kiosks and Desktop Hosting web site
- · Integrates order processing
- Provide your catalog to your customers
- · Decrease inventory requirements, free up capital
- eMail order status
- Sell Virtual-Inventory, Special Orders, no problem
- Improve service to customers via the web

Cut Costs

- Write once post your orders to each manufacturer
- Obtain order status via the web, publish to your customers
- Pre-empt re-entry errors
- Accurate
 - · Sell only currently available items
 - · Update remote sites with current products
 - Retire discontinued items
 - Correct descriptions and pricing
 - Modify presentation to what sells best
- Answer customer questions, 24 x 7, on Order Status, shipping details, account balances, specials, etc....

Featured Sales Tool: Fujitsu P1000 with WebClerk

- Thousands of items, pictures, in 2.5 lbs, 4-9 hours of battery power
- Wireless network
- Touch to order screen
- · Built-in WebClerk catalog, order processing, web serving
- Return from the show with all your purchase orders in your system







CD's and Catalogs piled in your back room?

Put them on the sales floor!!!

Infinite-Floorspace™ Catalog

One program, all your catalogs



See in Action:

America's Mart, Atlanta CMA 9th Floor Merchandise Mart, 9B7 CMA 11th Floor, Gift Mart, 1130



Be Sales Driven

Special Offer!!! more than 50% OFF

Replace piles of catalogs and CD's Infinite-Floorspace™ Tranaction Catalog



Exchange that pile of CD's and Catalogs!!!!

GiftOps' comprehensive electronic catalog system for mulitple product lines

- Thousands of items, pictures, in 2.5 lbs, 4-9 hours of battery power
- Wireless network
- Touch-2-Order[™] screen
- · WebClerk order processing, purchasing and web serving built-in
- Take orders, process order, track status in your touch screen system



Instant Payback on computer

It is like getting this amazing computer for *FREE*Details of Jan 2003 Show Special

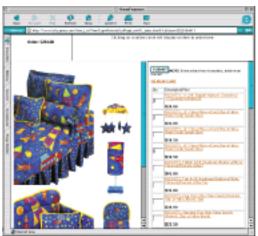
Item Retail
Fujitsu PC1000 \$1,199
Workshop, 2 hr \$295 (evening at show)
WebClerk software \$849
1 hour phone Tech support
Customize Web site \$400
Data services \$150/month (optional)

Retail Price (3 months) \$3,292

Show Special \$1,592 plus tax Savings \$1,700

Infinite-Floorspace™ Catalog

One program, all your catalogs





See in Action:

America's Mart, Atlanta CMA 9th Floor Merchandise Mart, 9B7 CMA 11th Floor, Gift Mart, 1130