

ATTACHMENT A: COMPANY PROFILE AND REGISTRATION MATERIALS

(ATTACHED)



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

APRIL 11, 2011

6784-763-6

FAXXON LEGAL INFORMATION SERVICES, INC.
2501 CHATHAM RD, STE 110
SPRINGFIELD, IL 62704

RE ALPHABUYER, INC.

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. FEES IN THIS CONNECTION HAVE BEEN RECEIVED AND CREDITED.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY,

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

FILED

APR 11 2011

**JESSE WHITE
SECRETARY OF STATE**

FORM BCA 13.15 (rev. Dec. 2003)
APPLICATION FOR AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS
Business Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
www.cyberdriveillinois.com

Remit payment in the form of a cashier's
check, certified check, money order
or an Illinois attorney's or CPA's check
payable to the Secretary of State.
SEE NOTE 1 CONCERNING PAYMENT

1781-7634
File #

Filing Fee \$ 150 Franchise Tax \$ 250 Penalty/Interest \$ - Total \$ 400 Approved: ry

Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. (a) CORPORATE NAME: Alphabuyer, Inc.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME:
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the
transaction of business in Illinois. Form BCA 4.15 is attached.)

2. State or Country of Incorporation Delaware ; Date of Incorporation 06/04/2010 ; Period of Duration Perpetual

3. (a) Address of the principal office, wherever located; 1410 Russell Road, Suite 102
Paoli, PA 19301
(b) Address of principal office in Illinois:
(If none, so state) none

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent: Incorp Services, Inc.

First Name	Middle Initial	Last name
Registered Office: <u>2501 Chatham Road, Suite 110</u>		
<u>Springfield</u>	<u>62704</u>	<u>Sangamon</u>
City	ZIP Code	County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
Delaware

6. Name and addresses of officers and directors: (If more than 3 directors and/or additional officers, attach list.)

Name	No. & Street	City	State	ZIP
President	<u>Kevin Johnson - 524 Morris Lane, Berwyn, PA 19312</u>			
Secretary				
Director	<u>Kevin Johnson - 524 Morris Lane, Berwyn, PA 19312</u>			
Director				
Director				

7. The purpose or purposes for which it was organized which it proposes to pursue in the transaction of business in this state: (If not sufficient space to cover this point, add one or more sheets of this size)

To Engage in any or all lawful act or activity for which corporation may be organized under the general corporation law of Delaware, and permitted under Illinois Business Corporation act of 1983.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		\$0.0001	5,000,000	2,000,000

(If more, attach list)

9. Paid-in Capital: \$ 799,920

(Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

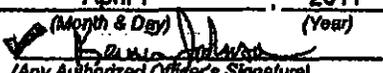
10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 200,000
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ -0-
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 1,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 250,000

11. Interrogatories: (Important - this section must be completed.)

- (a) Is the corporation transacting business in this state at this time? **NO**
- (b) If the answer to item 11(a) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this application to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in BLACK INK.)

Dated April 7, 2011
(Month & Day) (Year)

(Any Authorized Officer's Signature)
Kevin Johnson, President
(Print Name and Title)

Alphabuyer, Inc.
(Exact Name of Corporation)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

Note 1: Payment in connection with this application must be in the form of a certified check, cashier's check, Illinois attorney or CPA's check or money order made payable to the "Secretary of State". The minimum fee due upon qualification is \$175. Any additional fees will be billed and must be paid before this application can be filed.

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "ALPHABUYER LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "ALPHABUYER LLC" TO "ALPHABUYER, INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2011, AT 6:33 O'CLOCK P.M.

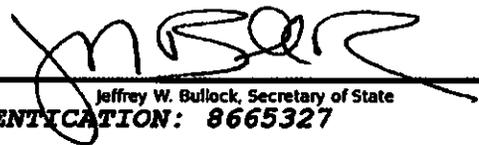
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

4832845 8100V

110367388

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8665327

DATE: 04-01-11

Delaware

PAGE 2

The First State

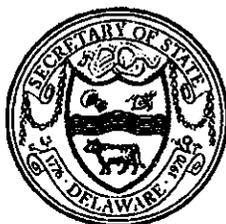
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF INCORPORATION OF "ALPHABUYER, INC." FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2011, AT 6:33 O'CLOCK P.M.

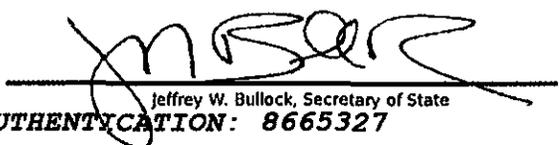
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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8665327

DATE: 04-01-11

CERTIFICATE OF CONVERSION
TO CORPORATION
PURSUANT TO SECTION 265 OF THE
DELAWARE GENERAL CORPORATION LAW
AND SECTION 18-216 OF THE
DELAWARE LIMITED LIABILITY COMPANY ACT

1. The name of the limited liability company is Alphabuyer LLC.
2. The limited liability company was first formed pursuant to the filing of a certificate of formation in Delaware with the Secretary of State on June 4, 2010.
3. The name of the corporation into which the limited liability company is hereby being converted, as set forth in its certificate of incorporation as filed with the Secretary of State of the State of Delaware, is Alphabuyer, Inc.
4. The conversion has been approved in accordance with the provisions of Section 216 of the Delaware Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion of Alphabuyer LLC this 31st day of March, 2011.

ALPHABUYER LLC

By: 
Name: Kevin Johnson
Title: Sole Member

**CERTIFICATE OF INCORPORATION
OF
ALPHABUYER, INC.**

ARTICLE I

The name of this corporation is Alphabuyer, Inc. (the "Corporation").

ARTICLE II

The registered office of the Corporation is to be located at 160 Greentree Drive, Suite 101, City of Dover, County of Kent, Delaware, 19904. The registered agent of the Corporation at such address is National Registered Agents, Inc.

ARTICLE III

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which the Corporation may be organized under the General Corporation Law of the State of Delaware (the "DGCL").

ARTICLE IV

The total number of shares of capital stock which the Corporation is authorized to issue is 5,000,000 shares, all of which are to be designated "Common Stock" with a par value of \$0.0001 per share.

ARTICLE V

The name and mailing address of the Corporation's sole incorporator is Michael McAndrew, c/o Morgan Lewis & Bockius LLP, 1701 Market Street, Philadelphia, PA 19103.

ARTICLE VI

To the fullest extent permitted by law, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. If the DGCL or any other law of the State of Delaware is amended after approval by the stockholders of this Article VI to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the DGCL or such other law of the State of Delaware as so amended.

Any amendment, alteration, change, modification, repeal or rescission of the foregoing provisions of this Article VI by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of, or increase the liability of any director of the Corporation with respect to any acts or omissions of a director of the Corporation occurring prior to, such amendment, alteration, change, modification, repeal or rescission.

ARTICLE VII

Except as otherwise provided for in Article VI and Article XII, the Corporation reserves the right at any time, and from time to time, to amend, alter, change, modify, repeal or rescind any provision contained in this Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed by law; and all rights, preferences and privileges of whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article VII.

ARTICLE VIII

Election of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

ARTICLE IX

The number of directors which shall constitute the whole Board of Directors of the Corporation shall be determined in the manner set forth in the Bylaws of the Corporation.

ARTICLE X

Meetings of stockholders of the Corporation may be held within or outside of the State of Delaware, as the Bylaws of the Corporation may provide. The books and records of the Corporation may be kept, subject to any provision contained in the statutes, within or outside of the State of Delaware at such place or places as may be designated from time to time by the Board of Directors of the Corporation or in the Bylaws of the Corporation.

ARTICLE XI

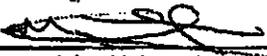
Except as otherwise provided in this Certificate of Incorporation or in the Bylaws of the Corporation, in furtherance and not in limitation of the powers conferred by law, the Board of Directors of the Corporation is expressly authorized to make, adopt, amend, alter, change, modify, repeal or rescind any or all of the Bylaws of the Corporation.

ARTICLE XII

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Corporation (and any other persons to which the DGCL permits the Corporation to provide indemnification) through Bylaw provisions, agreements with such directors, officers, agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the DGCL.

Any amendment, alteration, change, modification, repeal or rescission of the foregoing provisions of this Article XII by the stockholders of the Corporation shall not adversely affect any right or protection of a director, officer, agent or other person of the Corporation existing at the time of, or increase the liability of any such director, officer, agent or other person of the Corporation with respect to any acts or omissions of such director, officer, agent or other person of the Corporation occurring prior to, such amendment, alteration, change, modification, repeal or rescission.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, has executed this Certificate of Incorporation this 31st day of March, 2011.

By: 
Name: Michael McAndrew
Title: Sole Incorporator



alphabuyer

Group buying, for your bills.
(as opposed to, say, cupcakes, spas, or diners.)

Kevin Johnson
kjohnson@alphabuyer.com
Office: 610.232.0128
Mobile: 610.662.2554
www.alphabuyer.com

Alphabuyer

Alphabuyer is an online marketing place for buyers to group together to engage in information exchange and commerce with best-of-breed suppliers for non-discretionary goods and services.

Problem

Like you, I am constantly bombarded with new offers in the marketplace. Sometimes, the offers are better than the deals that I have now.

Why is that, if I'm a customer of one cable provider or credit card or mobile phone or whatever, I am not treated like the new customer who gets a much better deal? After all, I'm the one who's been giving the service provider business, often for years.

Then, when I am ready to finally switch, I never have time to search for the coupon code – I have kids crawling up my legs, etc. I bought a car recently and I wished I had 150 other people to buy with me so that I could get the same deal as one of the huge car rental companies.

We're not alone.

Today's eCommerce and social networking landscapes have proven that consumers want to buy as a group and that sellers want to sell to these groups. However, neither have an online marketplace to do so for non-discretionary goods and services. Without such an online marketplace, information exchange and commerce for both group buyers and sellers remains unpractical and inefficient.

Solution

It's time for the democratization of consumer choice and purchasing across all categories – not just cupcakes, spas & diners!

The Alphabuyer Marketplace is a platform that helps consumers get the best possible rates, options and terms for the services they pay for every month. We do this by offering functionality, content and offers that enable consumers to come together, to learn about categories through our education libraries, to share information and to ultimately buy goods and services.

Our goal is to create, maintain and expand the functionality, features and reliability of our online marketplace while supporting the growth and success of our community of users.

Value Proposition

Buyers

- Access to group purchasing
- Access to information libraries
- Access to supplier ratings
- Access to non-discretionary categories
- Reduction of complexity through consensus

Sellers

- Access to broad markets
- Efficient marketing & distribution
- Opportunity to increase sales
- Instant analytics to optimize future offers

We believe the Alphabuyer Marketplace platform makes group purchasing much more efficient because:

- Our community of users can more easily and inexpensively communicate, exchange information and complete transactions;
- Our marketplace makes available to our users a wide variety of services;

- We bring groups of buyers as a unit and sellers together in a more cost-effective manner than available alternatives.
- The very nature of our position in bringing together consumers and suppliers in the non-discretionary space
- Our platform and business model allow us to obtain data about consumers and suppliers in categories that are looking for new information resources to improve the quality of products and services they bring to market. Our analytics allow us to observe behavioral and market trends that will not only position us as trusted advisors to consumers, but also elevate the value we offer to suppliers.

Non-Discretionary Categories include:

- Energy
- Mobile
- Internet
- TV
- Banking
- Insurance
- Vehicles

Consumer Use Case

John Doe performs the following activities on Alphabuyer’s marketplace to get a best in market online electricity offer:

1. John logs on and enrolls as a new member of Alphabuyer.
2. “Offers in your area” page pops up on his screen after membership registration is completed.
3. John clicks on an electricity offer and observes that 39 other people have enrolled in the electricity offer in his area.
4. John reads the detail electricity offer page and quickly comparison shops against what he is paying now for electricity.
5. John enrolls in an a “Best in Market” offer and quickly can comparison shop against what he is paying for electricity now.
6. John, knowing that he can affect the outcome of his discount, shares the offer.
7. John’s friends receive the offer and enroll, thereby inching toward a greater discount window.
8. John received an email confirmation from Alphabuyer.
9. John begins saving money.
10. Alphabuyer alerts John at the end of each month about his total electricity savings as well as other offers on Alphabuyer that can save him money.

Supplier Use Case

Shibley Energy and Alphabuyer work together to market natural gas offers on the Alphabuyer marketplace.

1. Shibley executes a standard Terms and Conditions agreement with Alphabuyer.
2. Shibley and Alphabuyer work together to establish offer goals, tiers and pricing.
3. Shibley and Alphabuyer’s IT teams work together to ensure EDI enrollments are compliant with state regulations as well as test the enrollment procedures.
4. The offer goes live and enrollment information is transferred electronically from Alphabuyer to Shibley.
5. The offer closes and Alphabuyer and Shibley schedule a meeting to discuss offer analytics and how to optimize the next offer.

Why Now?

Social Commerce/Group Purchasing Evolution

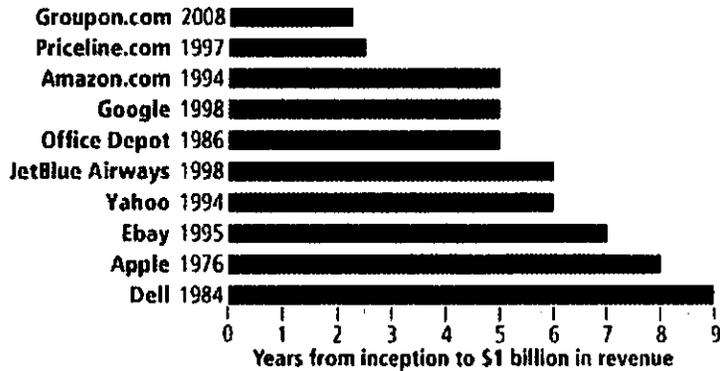
For decades, organizations such as AAA and AARP have used their large memberships to procure exclusive rates and features on products and services that are otherwise not available to the public. However, these organizations either impose age restrictions or require a membership fee. In addition, there was never a way for people to quickly and easily communicate en masse or efficiently conduct business remotely until the advent of the Internet.

We believe the social commerce/group purchasing model is extensible to non-discretionary categories.

Recent Trends Evidence Opportunity

Consumers and businesses are rapidly recognizing the cost savings power of the Internet and social networks for social commerce and group purchasing and target marketing. Lack of an incumbent group purchasing marketplace for non-discretionary categories presents a significant opportunity to fill the void.

Launched in late 2008 by early social commerce and flash site pioneers, Gilt, Groupon, LivingSocial, have demonstrated explosive growth in a short time frame, thereby providing clear evidence of potential user demand.



Sources: Capital IQ, a Standard & Poor's business; Morgan Stanley; Thomson Reuters Fundamentals via FactSet Research Systems; Forbes

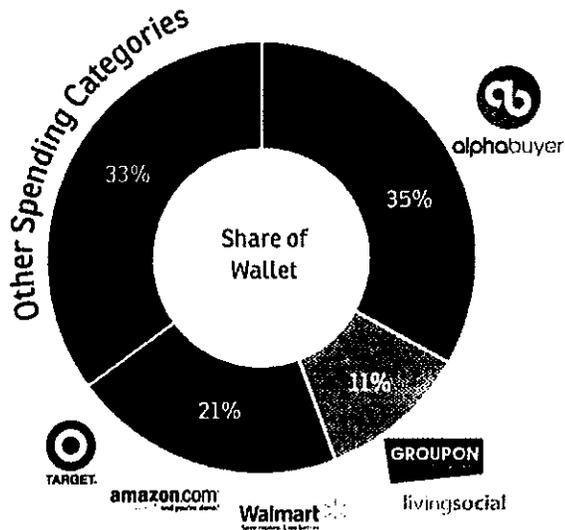
Market Size

Non-discretionary spend decisions are made primarily by Chief Household Officers (CHOs). Of the 121 million households in the United States, there are 47.6 million CHOs that meet the following criteria:*

- Age - 33-54
- Male : Female Ratio - 49% : 51%
- Homeowner - 69.5%
- College Educated - 64%
- Avg. Gross Income - \$76,100
- Avg. Annual Expenditure - \$58,800

Total Available Market

The total amount of annual spend by Chief Household Officers is \$6.5 trillion across 121 million households. This equates to about \$54,000 per household in total spend and breaks down between discretionary (orange and yellow), non-discretionary (green) and other (blue) as follows:*



Serviceable Available Market

The total amount of spend by CHO's in Alphabuyer's category offerings is \$982 billion across 47.6 million households. This equates to about \$21,000 per household in Alphabuyer's target demographic and categories. Note: This \$982 billion includes \$447 billion among 35-44 year olds and \$535 billion among 45-54 age year olds.*

Our Market Opportunity

Alphabuyer's current focus is on categories within the energy, communications, vehicle and insurance verticals. Together, categories in these areas make up over 50% of our target CHO's total annual non-discretionary spend. Individually, they break down into a total market opportunity as follows:

Verticals	Total Market Opportunity	% of Non-Discretionary Spend*
Energy	\$ 235,680,000,000	24%
Communications	\$ 68,740,000,000	7%
Vehicles	\$ 98,200,000,000	10%
Insurance	\$ 147,300,000,000	15%
Total	\$ 549,920,000,000	56%

Alphabuyer's current goal is to save consumers, on average, 10% on bills in each of these areas. We use that savings to incent consumers to switch services providers. When Alphabuyer facilitates that new supplier relationship, we believe we can obtain at least a 1% annual fee on the consumer's utilization (or spend) on that service. If our revenue assumptions hold true, Alphabuyer's total annual revenue opportunity in the market is approximately \$5.5 billion.

*Source: "2009 Consumer Expenditure Survey," U.S. Bureau of Labor & Statistics, 2010.

Competition

Our business is characterized by rapid change as well as disruptive technologies. We face formidable competition from social commerce companies as well as companies that seek to connect people with information on the web with relevant information and ultimately, relevant offers.

Although we face little competition for non-discretionary products and services with regard to a social commerce group purchasing platform, we expect that to change in 2011. Competition could emerge from any of the following companies as well as a myriad of others:

Direct Competitors

We consider our direct competition to be those providers who are best positioned to enter our space. Themes in this category are Internet services companies with a group buying commerce model, largely marketed using viral mechanisms to promote their brand and services. Top competitors in this space include:

- Groupon
- Living Social
- BuyWithMe
- TownHog
- Bloomspot
- SocialBuy
- HomeRun
- DealOn
- Tippr
- eWinWin

Our key differentiators in this space are our dedication to the non-discretionary services space, the transactional nature of our platform, the educational content we provide to consumers in enrolling in offers and our trusted advisor brand.

Indirect Competitors

We consider our indirect competition to be those providers who are Internet based and offer consumer information and 3rd party marketing services. This may also include flash demand sites for certain categories (e.g. fuel). These competitors are further segmented by the degree to which they do or don't focus on the non-discretionary services categories.

- Focused on non-discretionary:
 - Whitefence
 - New Age Power Bids
 - Bid My Power

- Not focused on non-discretionary:
 - Google
 - Facebook
 - eBay
 - Walmart
 - Target
 - Ariba
 - ICG Commerce
 - Gilt

Our key differentiators in this space are our dedication to the non-discretionary services space and the transactional nature of our platform.

Offline Competition

We consider the non-internet enabled 3rd party marketers and consumer information services as our final area of competition. These include traditional multi-level marketing firms as well as those focused on our categories. Our key differentiators in this space are our focus on a higher end consumer segment, our dedication to the non-discretionary services space, the transactional nature of our platform, the network (viral) effect of our social marketing tools and our trusted advisor brand.

Our Advantage

Any company with sufficient capital can enter the non discretionary group buying online market space. With that said, Alphabuyer has created competitive advantages for the short term. A significant short-term advantage is that we have already built our core operating team and have launched a generally available, group buying marketplace. Beyond that, we believe we are several months ahead in product development and planning. Other competitive advantages include:

First Mover Advantage - Alphabuyer is the first social commerce/group purchasing marketplace based solely on non-discretionary spend. First movers in the consumer Internet space gain disproportional benefits to second and third movers, such as broad inexpensive press. These benefits only accelerate the consumer signups, enrollees and supplier offers.

Successful Execution of First Launch - The Alphabuyer marketplace has already demonstrated successful execution of our first offer, a Natural Gas offer in the UGI region of Pennsylvania. We expect to launch several more offers in the electricity and natural gas categories in 2011.

Signups - Alphabuyer signups in the last few weeks have begin to accelerate quickly (from 60 to 1137 as of December 28th). Signups are crucial to marketing future offers.

Press - In the last 5 days, several blogs and newspapers have begun to follow us. Two regional newspapers have contacted us for stories and we expect our press schedule to grow significantly in 2011.

Strategy - Non-discretionary - Our highly sensitive and complex categories requires a greater focus on building a trusted marketplace as well as a different target customer and supplier target market that at the moment, is un-crowded.

Regulatory and Privacy Information Compliance - Consumer and Supplier privacy and regulatory compliance is placed at a premium for non-discretionary spend categories. We have invested significantly in meeting multi-category and multi-regulatory compliance requirements. We have already been approved as a broker for natural gas in Pennsylvania.

Supplier Integrations - New entrants must depend on the timeline of new suppliers in order to integrate with their proprietary billing applications (which is an inherent component of energy, banking companies, etc... as opposed to diners and spas). Leading social commerce marketplaces, such as Groupon and Living Social, do not have to build supplier integrations for their target merchants. Our energy integrations have already been built.

Complex Supplier Sale - The typical supplier who utilizes Alphabuyer's marketplace will be significantly more sophisticated than a Groupon supplier, such as a spa. Selling to more sophisticated suppliers takes patient, expertise, trust and time especially at the genesis of a new marketing channel.

Pricing Model - Social commerce competitors have to create a radically different pricing model since the suppliers in the non-discretionary space will not give the marketplace owner 50% of the proceeds (which is typical in the Groupon model).

Product Line Up

We are building our platform to be more effective and reliable to other alternatives at addressing non-discretionary services. Our marketplace seeks to bring group buyers and sellers together through our fully automated easy to use website which is available 24/7 and accessible anywhere around the world. The platform includes software tools and services. Some of the tools and services will be available at no charge while others for a fee.

We are focused on building products and services on our website that enhance the benefit of our user community and allow them to find offer information quickly and easily.

Our product development focuses on rapid development, continuous testing and continuous innovation with routine releases of development projects that we then iterate and improve. Our product line up includes the following:

Alphabuyer.com Marketplace

Our Marketplace enables consumers to view offers by category and region. Additionally, consumers can aggregate online together and drive the discount by sharing offers. The Consumer attributes related to the Alphabuyer.com Marketplace include:

- Education Libraries
- Feed Back Forum
- Suggestion Box
- Seller Ratings
- Loyalty Programs
- Customer Service
- Savings Calculator
- Referral

Our tools help build, manage, improve and promote their business and analyze new enrollees. The Supplier attributes related to the Alphabuyer.com Marketplace include:

- Branding
- Offer Cycle Planning and Optimization
- Post Enrollment Analytics and Consulting
- Viral Marketing Channel
- Customer Support
- Ability to customize screening enrollment process

Architecture/Technology

The Alphabuyer marketplace platform utilizes a combination of proprietary technologies and services as well as technologies and services provided by others, including off the shelf. Our team has developed intuitive user interfaces, customer tools, transaction and enrollment processing, database and network applications that help our users to reliably and securely complete transactions. Our technology infrastructure has been designed around industry-standard architectures to minimize downtime and increase the development time to market. We continue to improve our technology to enhance the user experience, efficiency, security and scalability of the Alphabuyer Marketplace.

Business Model

Revenue Model

We will generate two types of net revenues: net transaction revenues from marketing offers and other revenues.

Our net transaction revenues are derived principally from offer enrollment transactions (which are fees payable on enrollment transactions completed on our Alphabuyer marketplace platform).

Our marketing service revenues are derived principally from the following:

- sale of advertisements,
- lead referral fees
- consumer behavior analytics and
- platform service fees

Pricing Model

Our pricing model for transaction services includes fees generated from supplier payment for consumer group acquisitions. Payment across categories will vary from \$24 to \$125 per enrolled consumer. In some cases, we will be paid based on consumer usage for categories such as electricity and natural gas. Payment under these circumstances will be a reimbursement of portions of consumer bills as measured in mils and ccf's respectively.

	2011	2012	2013
New Sales	\$184,054	\$1,551,746	\$2,005,728
New Sales Discounts	(37,185)	-	-
Account Fees	294,746	8,755,178	20,857,886
Account Discounts	(155,749)	(266,849)	-
Net Revenue	\$264,134	\$10,038,075	\$22,863,614

Customer Acquisition Model

Our consumer user base has grown to over 1,000 primarily by word of mouth and inexpensive ad word campaigns. We expect the primary channels of our user base growth will derive primarily from online marketing campaigns, word of mouth advertising and public relations. We will deploy a Member Referral program to augment our customer acquisition efforts in February.

As we gain traction in these channels, we project our user base will allow us to grow markets and enrollments effectively:

	2011	2012	2013
Regions	4	8	8
Categories	5	5	5
New enrollments	122,440	891,000	1,152,000
Aggregate enrollments	123,080	1,014,080	2,166,080

Note: Alphabuyer's footprint grows over time. These figures represent our footprint as of year end (12/31) and they are not necessarily consistent with figures in prior months. EG regional expansion from YE 2011 to YE 2012 grows incrementally. One region is added per quarter.

Supplier Acquisition Model

We have made significant effort in developing our sales templates, policy and procedures and integration requirements for suppliers. Our means of contacting suppliers is by phone, email and supplier meetings to attract suppliers to our Marketplace and establish accounts.

Executed Agreements

Electricity

- Spark Energy
- Tri-Eagle Energy

Natural Gas

- Shipley Energy
- Rhoads Energy

Expected Agreements (30 days)

Electricity

- BlueStar Energy
- Major Energy
- Champion Energy

Founders & Management

Kevin Johnson, CEO, Co-Founder

- **CEO/Co-Founder, Dryden Procurement Technologies, LLC**
- **CEO/Co-Founder, Dryden Advisory Group, LLC (acquired 2003)**
- **Boston College, BS Finance**

John Raisch, Co-Founder, CMO

- **Director, Product Management/Consumer Experience, GSI Commerce**
- **Director, Consumer Experience Planning, CDNOW**
- **Philadelphia University, BS/MIS Networking, Web Development**

Employees

Alphabuyer consists of 7 individuals and solicits services from other resources on an as needed, on-demand basis (e.g. general counsel, marketing and research interns).