

360Ed, Inc.

Interactive Educational Products

360Ed, Inc. was founded in 2006 with the specific mission of providing interactive content to the education and training industries. Education has lagged significantly in its development and use of many of the today's cutting edge media formats and devices. In its first round of production, 360Ed has partnered and built award-winning learning simulation products with leading institutions such as the University of Florida and the Florida Virtual School. The ability to develop and publish a wide array of educational products will enable 360Ed to build product line suites that will garner a significant share of the K-12, professional development and post-secondary markets.

Technology

360Ed has completed two products in the prior six months. Burn Center™ is a mass-casualty emergency response interactive simulation developed in collaboration with the University of Florida College of Medicine. The product allows physicians, nurses and emergency personnel to train in an engaging environment and receive continuing education credits through the American Burn Association. Conspiracy Code™ is a full credit adventure game course in American History developed with subject matter experts from the Florida Virtual School. Both products are in beta testing and will be available for global consumption in the spring of 2009.

The production team at 360Ed utilizes its state-of-the-art studio facilities where producers, artists and programmers work with leading platform tools, server architecture and motion-capture technologies. A next-generation learning management system has been developed that will allow products to flow information efficiently between the client and servers and for end users to have collaboration with one another in ways not yet seen in the industry.

Market Potential

The U.S. K-12 market is more than \$500 billion annually, serving 55 million students. The online segment currently represents approximately \$1.5 billion and is growing at more than 35% per annum. Every state in the nation now has an online initiative, and it is estimated that the online segment will exceed \$30 billion within the next 10 years. The current online content tends to be no more than an online textbook. Through 360Ed's demonstration of quality products, the company intends to continue building relationships with leading publishers and institutions to develop hundreds of interactive simulation training programs. The company expects to participate significantly in the growth markets of education and professional development, and estimates double digit market shares over the next five years.

Strategy

The management team brings a wealth of experience in rich-media development from media giants including Electronic Arts, Microsoft and IBM. The ability to create markets and volume requires front-end business development capabilities. Our management team will drive new markets and products through partnerships and direct sales. The company's cutting-edge development studios will allow for the quality and timeliness of the products to support the publishing and sales directives; therefore, reducing the risks and creating market leverage. 360Ed is developing trademarked intellectual properties that can be bundled in a product line suite and create pricing models that create barriers to entry for future competitors.

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Strategy (cont.)

360Ed will partner with the major virtual school programs and education publishers to ensure maximum market penetration. The ability to leverage our learning management system (SiTi) with internal interactive and educational content will allow us to offer technology and full turnkey solutions.

Management Team

Benjamin L. Noel – President and Chief Executive Officer

Mr. Noel has 20 years of experience in education, media and technology. He currently consults with the University of Central Florida and led the creation the Florida Interactive Entertainment Academy graduate program and the Center for Emerging Media in downtown Orlando. Prior to 360Ed, Noel served as studio Chief Operating Officer of Electronic Arts studios in Austin, Texas and Orlando, Florida where he managed the development of such award-winning products as Madden NFL Football, NCAA Football and Ultima Online, the world's first multi-player online world. Noel received his B.S. in accounting from the University of Florida and his MBA from Rollins College.

Thomas F. Carbone – Chief Technical Officer

Mr. Carbone brings more than 15 years of experience from Electronic Arts, Microsoft and Hughes Aircraft Company. Carbone was the lead programmer of Madden NFL Football and now serves as Technical Director of the Florida Interactive Entertainment Academy. He is completing his doctoral work at the University of Central Florida in Modeling and Simulation. Carbone received his B.S. and M.S. in Electrical Engineering from the University of Utah.

Richard M. Hall – Chief Creative Officer

Mr. Hall has been in education and video games for the past 20 years as production director, producer and author. He was one of the founding employees of Take-Two Interactive and was the executive producer of Ultima Online and Madden NFL Football's portable products. Hall received his B.S. in Electrical Engineering from Penn State University.

Erik J. Sand – Vice President, Business Development

Mr. Sand is responsible for developing and managing the company's sales and distribution channels. He has more than 20 years of experience with IBM, Digital Equipment Corporation and General Electric in wide-ranging leadership roles in the application of technology to business concerns. Sand received his B.S., M.S. and MBA from Rensselaer Polytechnic Institute.

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