[CONFIDENTIAL]

INVESTOR PROSPECTUS



PRESENTED TO
[INVESTOR NAME HERE]

DATED: JANUARY 10, 2014



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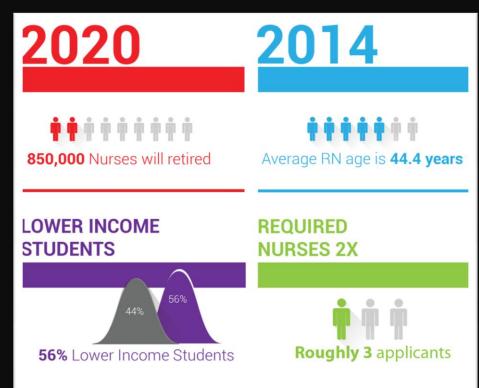
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OUR CUSTOMER CHALLENGE

By 2020, the U.S.

Department of Health and Human Services predicts that 850,000 nurses will believing the workforce and entering retirement. The average age of an RN in the United States is 44.4 years old. As a result, our educational institutions are undertaking the task of training our future caregivers.



Nursing schools are being flooded with applicants (roughly 3 applicants for every available seat).

In order to evaluate potential candidates, nursing schools have adopted several general education assessment tools. Although they are able to screen thousands of applicants, these exams have not been able to reduce nursing school national attrition rates which are currently at 27%. Student attrition has been proven to be especially harmful to socioeconomically disadvantaged students and minorities, Attrition rates for minority and lower income students is as high as 56%. * (Factors affecting attrition from associate degree nursing programs in North Carolina., Fraher E, Belsky DW, Gaul K, Carpenter J.).

In 2010, the most popular nursing entrance exam, the TEAS (with over 60% of the market), was shown to be a "serious barrier to African American student inclusion" in three community college nursing programs (^Primrose, Pamela (2010). Entrance criteria for nursing programs: Equality of opportunity or de facto discrimination (Thesis). Indiana State University.). For already cash strapped educational institutions, the cost of of student population attrition results in millions of dollars in lost resources.



OUR SOLUTION

Exam Ave is uniquely positioned to address this serious national crisis. We provide the only eLearning system that was specifically developed to prepare students for the most popular nursing entrance exams and courses focused on preparing students for the challenges of nursing school. Our courses are trusted by many schools through the United States including: University of Montana, Polk State College, Daytona State College, Eastern Illinois Community College, Austin Peay State University, Career Point College, IAA, Harrison Colleges, Los Angeles Harbor College and Calhoun Community College.













In 2010, nursing schools across the country began providing on campus pre- nursing workshops called Boot Camps. The boot camps focus on the knowledge that is necessary to succeed in school. Boot Camps are gaining popularity across the country because they have successfully reduced nursing school attrition rates. Miami Dade College, the largest nursing school in the country, found that their on-campus boot camp course reduced their attrition rate by 11%.

Our educational team has developed an evidence based theory to reduce attrition called "The Three Pillars of Nursing School Success". Our learning platform engages the learner through multimedia applications and focused study. Many of our schools will add lessons to our courses to provide a community centric learning experience. We also provide

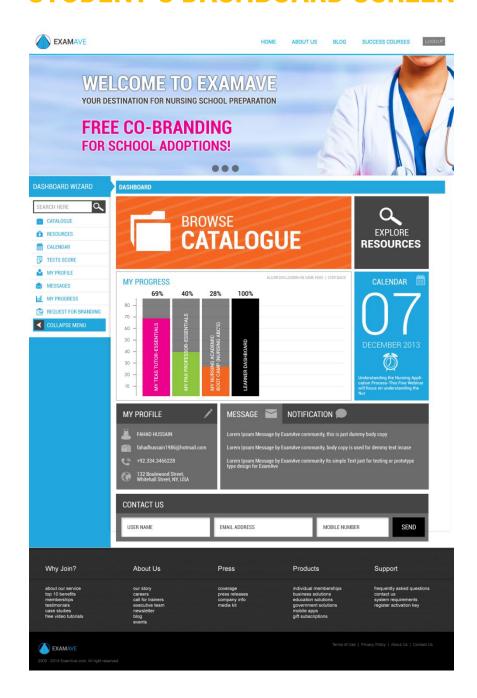
outcome and learning trend data to our partner schools in order to better address their community needs. Our learning system contains algorithms that identify learner content engagement by resource type (including audio and visual interaction involving one or more students). This helps us internally by allowing us to deliver better content. This system helps to educate our partner schools' on their community learning needs and facilitates their ability to design future learning models based on these data.

With the goal of promoting social and community learning on the Exam Ave platform, we have developed a national Collaborative Learning Assessment (CLA). The CLA helps guide the collaborative learning process through compatibility.



OUR SYSTEM

STUDENT'S DASHBOARD SCREEN



DASHBOARD FEATURE

In dashboard students will have below widgets.

- 1) Catalogue
- 2) Resources
- 3) My Progress
- 4) Calendar
- 5) My Profile
- 6) Messages7) Notifications
- 8) Contact Us

Catalogue: Students can see all the list of courses even which they are not registered / enroll and they can purchase the product just in a single click. Also can see their score for which they are registered. For more view Catalogue page.

Resources: Resources are they helpful material in the form of video, audio, text tutorials, interactive content and MCQ's etc.

My Progress: This module will include all the students progress of enrolled courses even students test score, their spending hours on the courses and percentage of the completion course, they also have drilldown option in the form of analytics.

ALL PREPARATION PROGRAMS ARE NOT CREATED EQUAL!

WE GUARANTEE YOUR SCORE WILL IMPROVE ON THE

TEAS, PAX AND A2

OR WE WILL GIVE YOU ALL OF YOUR MONEY BACK!



DASHBOARD WIZARD



CALENDAR

TESTS SCORE

MY PROFILE

MESSAGES

MY PROGRESS

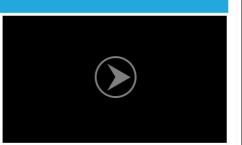
REQUEST FOR BRANDING

✓ COLLAPSE MENU

CATALOGUE

WATCH FIRST THIS VIDEO

BASIC DASHBOARD NAVIGATION VIDEO



CATALOGUE COURSES

















Load More Courses

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MY TEAS TUTORS

ESSENTIALS | ADVANCED | ULTIMATE



DASHBOARD WIZARD

CATALOGUE → MY TEAS TUTOR (ESSENTIAL)

MY TEAS TUTOR ESSENTIALS



RESOURCES

CALENDAR TESTS SCORE

MY PROFILE

MESSAGES

MY PROGRESS

REQUEST FOR BRANDING

✓ COLLAPSE MENU



CHAPTER - 2 STRATEGIES FOR SUCESS

CHAPTER - 3 READING COMPREHENSION

SCIENCE

CHAPTER - 4



WELCOME TO NURSING **FUNDAMENTALS**



NURSING LEARNING ENHANCEMENT



PRE KNOWLEDGE ASSESSMENT



WELCOME TO NURSING **FUNDAMENTALS**



BASIC FUNDAMENTALS



ELEMENTARY FOUNDATION



WELCOME TO NURSING FUNDAMENTALS



ENGLISH

WELCOME TO NURSING FUNDAMENTALS



ADVANCE LEARNING & ASSESSMENTS











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Press

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Products

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Support

frequently asked questions contact us system requirements register activation key



X



DASHBOARD WIZARD

RESOURCE

WE GUARANTEE YOUR SCORE WILL IMPROVE ON THE

100% MONEYBACK GUARANTEE!

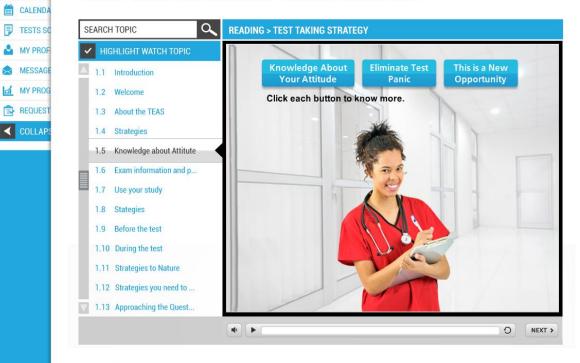
MY TEAS TUTORS

ESSENTIALS | ADVANCED | ULTIMATE





LESSON > STRETEGIES FOR SUCCESS-LEARNING FUNDATMENTAL



Products Why Join? About Us Press Support about our service our story individual memberships frequently asked questions coverage top 10 benefits memberships business solutions education solutions contact us system requirements careers call for trainers press releases company info media kit register activation key testimonials executive team government solutions blog events gift subscriptions free video tutorials





WE GUARANTEE YOUR SCORE WILL IMPROVE ON THE

100% MONEYBACK GUARANTEE!

MY TEAS TUTORS

ESSENTIALS | ADVANCED | ULTIMATE



DASHBOARD WIZARD

SEARCH HERE Q

RESOURCES

CALENDAR

TESTS SCORE

MY PROFILE

MESSAGES

MY PROGRESS

REQUEST FOR BRANDING

▼ COLLAPSE MENU

CALENDER → FEBRUARY

THIS MONTH EVENTS: THIS MONTH EVENTS

FEBRUARY 07

Understanding the Nursing Application Process-This Free Webinar will focus on understanding the Nur FEBRUARY 13

Understanding the Nursing Application Process-This Free Webinar will focus on understanding the Nur FEBRUARY 28

Understanding the Nursing Application Process-This Free Webinar will focus on understanding the Nur

FEBRUARY 2014

SUNDAY	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SATURDAY
26	27	28	29	30	31	1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	26	27	28	7
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CALENDAR

07





Understanding the Nursing Application Process-This Free Webinar will focus on understanding the Nur

SCHEDULE YOUR PLAN

Understanding the Nursing Application Process-This Free Webinar will focus on understanding the Nur

I will enroll in Ultimate product afte 2nd March 2014

Understanding the Nursing Application Process-This Free Webinar will focus on understanding the Nur

I will enroll in Ultimate product after 2nd March 2014

ADD SCHEDULI

Why Join?

about our service top 10 benefits memberships testimonials case studies

About Us

our story careers call for trainers executive team newsletter blog

Press

coverage press releases company info media kit

Products

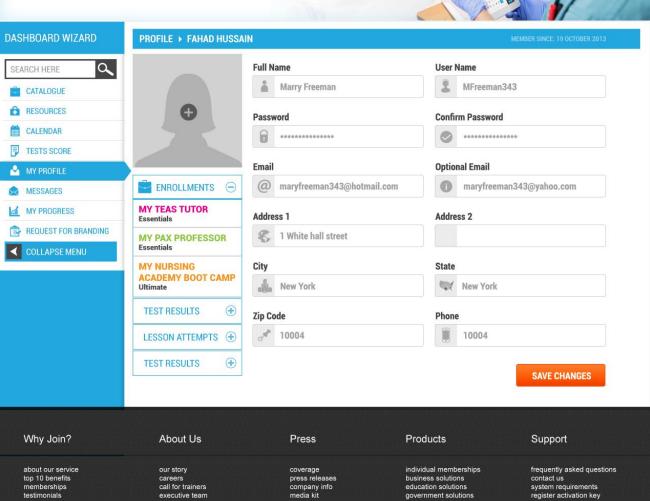
individual memberships business solutions education solutions government solutions mobile apps gift subscriptions

Support

frequently asked questions contact us system requirements register activation key







company info media kit



case studies free video tutorials

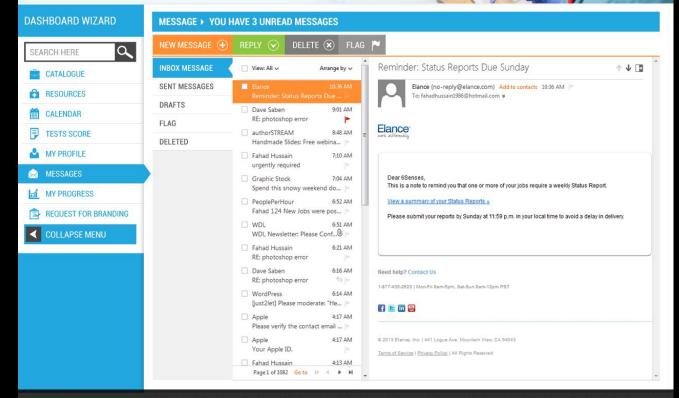
education solutions government solutions

mobile apps gift subscriptions

call for trainers

executive team

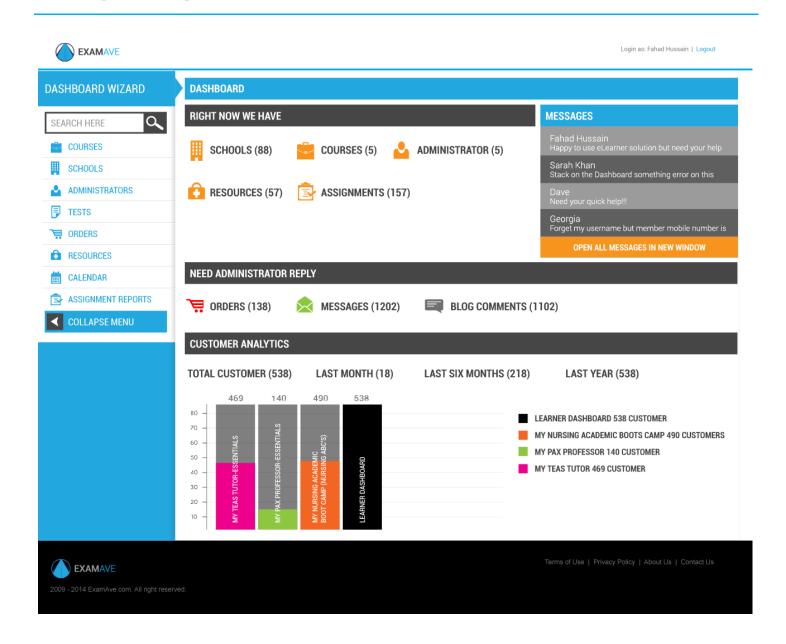




Why Join?	About Us	Press	Products	Support
about our service top 10 benefits memberships testimonials case studies free video tutorials	our story careers call for trainers executive team newsletter blog events	coverage press releases company info media kit	individual memberships business solutions education solutions government solutions mobile apps gift subscriptions	frequently asked questions contact us system requirements register activation key



ADMINISTRATION DASHBOARD





OUR TEAM

Dave Saben

Our team is uniquely positioned to address these specific market needs.



Our president, Dave Saben, was with the Assessment Technologies Institute (the provider of the TEAS exam) for over five years. He was responsible for the coordination of the e-learning sales cycle methodology, recruitment, training, supervision, and

evaluation of regional vice presidents including the development of the organization structure and consultation on sales incentive plans. He developed and implemented strategies in order to identify potential sales opportunities and new project development. He was also

responsible for the evaluation of the effectiveness of sales, methods, costs and results. This included executive reporting to the SVP and CFO

Some of his additional responsibilities included: the development and management of sales budgets, management of market resource consultants and participation in the development of new project business cases. He assisted in the development of allied health advisory boards and established and implemented short- and long-range departmental goals, objectives, policies, and operating procedures.

Exam Ave's national advisory board includes many influential people from both the nursing education sector and government.

Our inside sales team is based in the Philippines. This team is run by Christopher Soriano, a highly skilled manager, who came to Exam Ave from Dupont Learning. Chris has helped us to expand our team by bringing in the most highly trained sales reps from Dupont to drive our sales efforts.

NOTABLE ACHIEVEMENT

Created and executed a visionary rapid growth sales model that increased company revenues from 4.9 million in FY2009 to 10.7 million in FY2010.

Established a cohesive and collaborative sales culture that resulted in outstanding revenue growth while keeping EBITDA at 61%

Supervised one executive director, 4 regional vice presidents and indirectly supervised the activities of 17 outside sales representatives and 4 inside sales representatives.

As Director of National Accounts personally developed and successfully executed a sales model that resulted in a 327% revenue increase for the private sector university market.

As a Client Service and Sales Representative, increased annual revenue in an underperforming territory by \$997,789.00.

Served as a member of the advisory boards for Miami Dade College, College Education Corporation, Everest University and Keiser University.



Dr.Linda L.Horton, RN, MSN, PhD, EdD (Chair)



Dr. Horton belongs to anumber of national organizationsincluding: the National League for Nursing, Sigma Tau Honor Society Theta Nursingand the Florida Nurses Association. She has served as a member of the Florida Board of Nursing since 2009, is Chair of Membership for the Society for Simulation in Healthcare, is an active member for the Florida Healthcare for

Simulation Association, and volunteers as a Nurse Practitioner for a local clinic serving those who work but do not have insurance.

DR. LINDA L. HORTON RECEIVED HER:

- Associate Degree and Bachelor's Degree in Nursingfrom Mount Aloysius College in Cresson, Pennsylvania
- Master's Degree in Nursing Administration from Saint Joseph's College in Standish, Maine
- A dual degree of PhD and EdD in Adult Education from Lacrosse University-Mississippi
- Women's Health Nurse Practitioner degree from the University of Cincinnati, not yet board certified, and
- A Juris Doctorate from Novus University, Anaheim, CA.
- Currently working on a PhD in Educational Leadership at Keiser University, Fort Lauderdale, FL.

Jim Foti



In 2013, Mr. Foti was appointed the new Deputy Administrator of the Office of Apprenticeship at the U.S. Department of Labor, where he brings twenty years of management experience in workforce development, education, healthcare and technology. His leadership skills, strategic planning and organizational development expertise have produced substantial business growth in the private and nonprofit sectors.

Mr. Foti was previously Executive Director of the American Institute for Innovative Apprenticeship and prior to that he was an executive consultant to JBS International providing national technical assistance on Health Professions Opportunity Grants. He was Director of the National Health Career Association, leading business development activities for the nation's largest allied healthcare certification agency, serving 1,500 colleges and educational institutions. Jim has been a Senior

Consultant to healthcare education clients, including ResCare Inc., a \$1.4 billion human services firm. Jim also served as CEO of the National Council of Non-Governmental Organizations of Kenya, an association of 4,000 NGOs, where he coordinated the work of healthcare and HIV/AIDS networks.

He holds an MPA from Columbia University's School of International and Public Affairs and a Bachelor's Degree in Management from Rutgers University.

Dr. Sameano Porcha



Dr. Porchea holds a BS in Elementary Education, a M.Ed in Education, an M.Ed in Research and a PhD in Educational Psychology. She is a former middle school math and science teacher; and a fourth grade teacher from South Carolina. Dr. Porchea has held positions at avariety of prestigious organizations including: ACT, Inc., Assessment Technologies Institute (ATI), and the American Nurses Association (ANA) as well as State Departments of Education. She is currently President of Research, Evaluation, Assessment and Professional Development (REAP) Associates, LLC, serves on the Bryan



LGH College of Health Sciences Board of Trustees and holds the position of Sr. Psychometrician at ANA. Dr. Porchea has been published in journals such as Applied Measurement in Education and Visions of Research in Music Education.

Dr. Anna Naumenko



Anna holds a PhD in Industrial, Work and Organizational Psychology and has 10 years of experience as a business psychologist in a variety of roles and capacities including psychometric test development, career counseling, HR management and business analysis. In her first position, she started as a Recruitment Specialist and formed the HR Department as the business expanded, eventually becoming Senior HR Manager. Following this success, Anna oversaw the implementation of the Oracle Human Resource Management System in a large government organization in Russia. She moved to the UK and designed several custom assessment tools and consulted extensively in occupational psychology. She has 90+ publications in academic journals and the popular press. She has a particular interest in the role of leisure pursuits in work-life balance and life satisfaction. She hopes that what she does is meaningful and makes other people's lives better and easier.

Michael Schafer



Michael Schafer is the President of EdPartners, LLC, a consulting firm that operates within the career school sector. He has twenty years of experience in educational compliance, curriculum development, institutional and programmatic accreditation and health education. He has worked in the field of Allied Health education for more than 15 years. Initially, his experience in education was focused on the regionally accredited higher education sector, but his love of the students in the career school sector has guided his passion for student success for many years. In addition to his career history, Michael also has a long relationship with many accreditors, most recently as a Commissioner with the Accrediting Bureau of Health Education Schools (ABHES).

Fahad Hussain



Fahad Hussain holds a Bachelor Degree in Graphics Design, & BS Computer Science; he has 10 years industry experience which includes EVP, & Co-founder in Jigsaw Soft, Director Web Services in Createlligent, and Creative Analyst in Mixit Inc. Initially he started his career level from an Advertising Agency where he was Graphics Designer and worked on various brands he also has teaching experience in the Computer Graphics and Multimedia industry for many years.



OUR MODEL

BUSINESS TO CONSUMER MODEL

We partner with universities and colleges across the country to promote our solutions to



their learning communities via advertising or their internal nursing website and collateral distribution.

OUR PARTNERS ARF

The University of Montana, Polk State College, Daytona State College, Eastern Illinois Community College, Austin Peay State University, Career Point College, IAA, Harrison Colleges, Los Angeles Harbor College and Calhoun Community College.

We also engage in search engine optimization, social networks and Google advertising.



BUSINESS TO EDUCATION MODEL

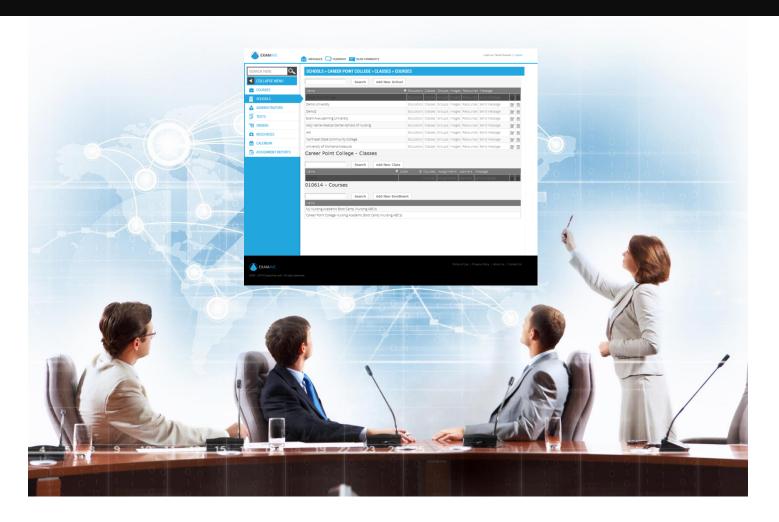
We market our courses through colleges and universities across the nation. These partners include our course as a part of their students' tuition and mandate its use. We currently partner with the University of Montana, Career Point College, IAA and Holy Name Medical Center. We have also been approved for a 1 credit elective course at Northeast State University in Tennessee.





OUR SCALABILITY

We have built a system that is designed for scale. All of our courses are developed with internal resources (Exam Ave designed content) and external resources from the web that are presented and tracked within our system. This allows for rapid authoring and monetization of course content. We have invested in numerous preemptive tasks that reduce the need for support personnel and allow us to focus our human resources on generating revenue. We have also developed a proven inside sales team that operates remotely from the Philippines. This enables us to reduce our labor costs.





OUR PROGRESS

Exam Ave officially launched on May 21th 2013. By the end of January 2014, we will have helped over 600 students prepare for nursing school. We currently partner with 12 nursing schools. See funnel





OUR LEARNERS

Our learners are engaged and enthusiastic. Exam Ave has never been asked to issue a refund and all of our student surveys and engagement reports indicate that 93% of our learners believe our courses to be a "great value" and a "highly interactive experience". A total of 67% of our test prep students choose our most comprehensive review. An average Exam Ave Learner spends 432.5 minutes interacting with content. We promote free learning sessions and courses to our community in order to promote brand loyalty.

Below are just two examples of student testimonials:



Examave.com is a great tool to brush up on skills needed for the TEAS exam.

English is not my first language and I Have had a difficult time with some of my classes at college. I liked the way the tutorials are set up.

They are very interactive and easy use. Sample questions are very similar to the actual TEAS exam making this product a must have!! Examave.com helped me to achieve a very respectable overall exam score. My only regret is that I did not discover examave.com earlier. This system is far more valuable than purchasing a TEAS exam booklet alone. I highly recommend it!!"

Alex Garcia, Houston T



"I had been working as a CNA for 9 years and really wanted to go to nursing school. I learned that needed to take the TEAS exam. I took the Teas Exam 4 times. The first attempt was 70 %, the second attempt was 64 %, the third 68.7 % and the fourth 70 %I was getting very frustrated because the minimum score that the nursing program will take is 71 %. I was determined not to quit. I found Exam Ave and decided to try it. I used Exam Ave for 2 weeks and took the test one more time. I got a score of 83.3%." I got in to the program!"

-Jasmine Horton, Santa Clarita, CA

We have a highly engaged learning community that we connect with via Twitter, Pinterest and Facebook.

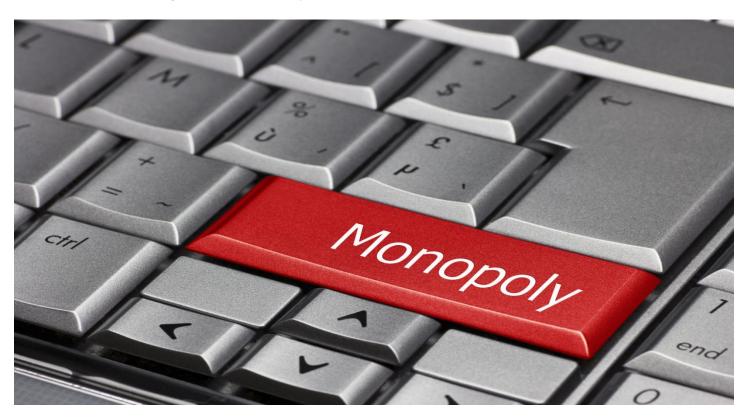




OUR COMPETITION

In pre-nursing we do not have any direct competition. Major publishers and test prep providers focus exclusively on NCLEX and/or nursing school.

Academic Boot Camps are given at many schools across the country. However, these courses are delivered on campus in the classroom. We are able to successfully partner with on campus programs and provide online learner support. In the entrance test preparation space, there are many text based study guides and practice tests. However, Exam Ave is the only online course provider.





OUR WEBSITE























SUCCESS COURSES

TO BEGIN YOUR FUTURE CAREER AS A NURSE, VISIT OUR COURSE CATALOG







Prepare on your terms with on your device:

Desktop, mobile, and tablet access

- Switch Devices without ever losing your place - Interactive lessons that follow you from your desktop to your phone to your tablet!

Available on the App Store



About Us

We are Exam Ave and we are the industry leader in the prenursing field. Our objective is simple; To help students succeed on nursing entrance exams (TEAS®+,A2, PAX) and develop the strong academic and social foundations necessary to succeed in nursing school



Nurses are selfless, passionate, and heroic. For many the selflessness that nurses demonstrate every day in practice begins the minute they start applying to nursing school. The modern student is a multitasked. They are balancing work, family and school. We want to make the preparation for nursing school success to be an efficient and exciting experience.

LEADERSHIP











Interact . Learn . Apply

Learning doesn't have to be hard or boring. Our courses are designed videos, plaving learninggames, reading text, taking practice questions

Learner Preparation solutions for Nursing Schools, Government Training Facilities and Vocational Education Institutions.

In addition to individual plans we also offer cost-effective institutional programs for colleges, universities and government training facilities. Make one or all of our innovative courses part of your program today

Learn more >>

TRUSTED PARTNERS











Pass the A2 PAX or TFAS V* Exam Guaranteed.

Pick a plan and sign up in 60 seconds. Upgrade, downgrade, cancel at any time.



Pre-Nursing Exam Online Learning System
 Map your progress with Exam Ave's Practice Test Bank
 We guarantee your TEAS®-, PAX and A2 score will improve
 Complete all learning modules Complete all learning modules, practice questions

Student Success Companion—, it is the perfect complement to your review program. This is a tool for you to write notes and highlight areas of interest.



SALES FORECAST METRICS

ABC Product Line				ABC	Revenue Assur	nptions
Spring Selling Season=12 appoi	nments a week at 20 we	eks= 240 appointments		Worst	Base	Best
Summer Selling Season= 6 appo	intments a week for 13 v	weeks=78 Appointments	Spring Appointments	240	240	240
Fall Selling Season=12 appointments a week for 18 weeks= 216 appointments		Summer Appointments	78	78	78	
Assumptions= 85 Students a scl	nool average		Fall Appointments	216	216	216
Close Ratio= 25%			# of Students per school	85	85	85
Total ABC Revenue 794,211.52			Close Ratio	15%	25%	40%
Exam Prep Product Lines:			ABC Price	\$ 69.99		\$ 69.99
School Links			Total Revenu	e \$ 476,527	\$ 794,212	\$ 1,270,738
Spring Season: 40 Schools						
Summer Season: 26 Schools						
Fall Season: 36 Schools				Exa	m Prep Assum	otions
Assumptions=Each School will s	end 15 applicants a yea	ìr		Worst	Base	Best
Each student will buy 79.99 prod			Spring # of schools	40	40	40
122,384			Summer # of schools	26	26	26
Web marketing and SEO 13 stud	ents a week at 79.99		Fall # of schools	36	36	36
54,073			Applicants per school	15	15	15
			\$ purchased per student	\$ 79.99	\$ 79.99	\$ 79.99
Operational Forecast			Web & SEO # of students	13	13	13
	1st Year	2nd Year	Web & SEO price	\$ 79.99	\$ 79.99	\$ 79.99
Sales Support	\$52,000	\$78,000	Total Revenu	e \$ 176,458	\$ 176,458	\$ 176,458
Leadership	\$160,000	\$250,000	Ope	rational Fo	orecast	
Customer Service	\$16,640	\$33,280	\$250,000			
			\$200,000			
Technology	\$35,000	\$40,000	,			
			\$150,000			
			\$100,000			
Research & Development	\$20,000	\$50,000	\$50,000		-1	■1st Year
			so l		l da.	
Marketing	\$46,880	\$46,880	, T	ko &	en El El	■2nd Year
Travel	\$40,000	\$60,000	Sales Support Leadership Customer Service	Technology Research &	Marketing Travel Office Events	
Office	\$15,200	\$30,000	<u><u>a</u> <u>B</u> <u>a</u> <u>a</u></u>	ಕ್ಷ ಕ್ಷ	ž	
Events	\$15,000	\$15,000				
Total	\$400,720	\$603,160	ä			
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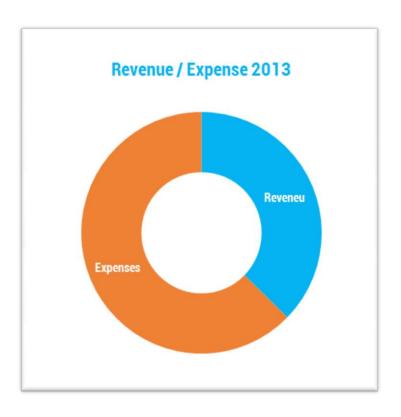
2013 INCOME STATEMENT

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ABC Course	\$ 11,661
Exam Preparation	\$ 35,330
Total Income:	\$ 46,991

Expenses

penses		
Product Development		
F3 Technologies	\$	-
E-Learning	\$	4,676
Faculty/Voice Over	\$	2,014
LMS Development	\$	12,860
Contractors		
Product Developers	\$	-
Elance	\$	5,862
Apurv	\$ \$ \$	502
Odesk	\$	1,374
Payroll	\$	7,935
Office Expense		
Supplies	\$	4,454
Software	\$ \$	2,490
Shipping	\$	1,247
Website	\$	-
Stock Photos	\$	2,265
Utilities	\$	7,016
Marketing/Advertising		
Ad Center	\$	1,508
Google	\$	5,315
General & Admin		
Travel	\$	4,901
Financial	\$	8,968
All Other	\$	5,400



Total Expenses: \$ 78,787

Net Income (Loss): \$ (31,796)

ABOUT US

We are Exam Ave and we are the industry leader in the prenursing field. Our objective is simple; To help students succeed on nursing entrance exams S®*, A2, PAX) and develop the strong academic and social foundations necessary to succeed in nursing school.

Address 5174 McGinnis Ferry Rd Suite 162, Alpharetta, Ga 30005 **Phone Number** 1-855-EXAMAVE (392-6283)

