**Title** | **Our Ref** | **Inventor** | **Country** | **Serial No.** | **Filed/Issue Date** | **Assignee** | **Remarks**
--- | --- | --- | --- | --- | --- | --- | ---
System and Method for Streaming an Enhanced Digital Video File | P010 | Eliot I. Bernstein, Zakinul A. Shiraje | United States | Serial No. 09/587,730 | Filed 06/05/00 | Iviewit Holdings, Inc. | Pending. First Office Action received dated 11/10/03.
System and Method for Providing an Enhanced Digital Video File | P011 | Eliot I. Bernstein, Brian G. Utley, Jude R. Rosario | United States | Serial No. 09/587,734 | Filed 06/05/00 | Iviewit Holdings, Inc. | Pending.
System and Method for Playing a Digital Video File | P014 | Eliot I. Bernstein, Zakinul A. Shiraje | United States | Serial No. 09/587,026 | Filed 06/05/00 | Iviewit Holdings, Inc. | Pending.
System and Method for Providing and Enhanced Digital Image File | P018 | Eliot I. Bernstein, Brian Utley | United States | Serial No. 09/630,939 | Filed 08/02/00 | Not assigned. | Pending. First Office Action received dated 11/10/03.
Apparatus and Method for Producing Enhanced Digital Images | P017 | Eliot I. Bernstein | United States | Serial No. 09/522,721 | Filed 03/10/00 | Not assigned | Abandoned. Claims benefits 60/125,824. Deadline to enter National Phase 9/23/01.

The Company believes the assignments to Alpine are defective.

**Title** | **Serial No.** | **Assignee** | **Remarks**
--- | --- | --- | ---
09/587,730 | EIB & ZAK IVIEWIT TECHNOLOGIES INC TO IVIEWIT HOLDINGS TO ALPINE | | Date:
09/587,734 | BERNSTEIN + BGU + SHIRAJEE IVIEWIT TECHNOLOGIES, INC TO ALPINE | | Date:
09/587,026 | BERNSTEIN + SHIRAJEE IVIEWIT TECHNOLOGIES, INC TO ALPINE | | Date:
09/630/939 | BERNSTEIN + UTLEY ASSIGNEE IVIEWIT TECHNOLOGIES, INC. TO ALPINE DATE | | Date:
09/522,721 | BERNSTEIN ONLY IVIEWIT TECHNOLOGIES INC. DATE | | Date:

This info from USPTO waiting for files to match up. Check again for 100% accuracy to determine if the Company's are part of the similar named company's we found after catching Utley. See Erika Lewin corporate structure statement at end.

NO PATENTS WERE EVER TO BE IN TECHNOLOGIES, THIS IS THE COMPANY PROSKAUER ROSE HAS THEIR STOCK IN, SEPARATE FROM OTHER COMPANIES. IT APPEARS THERE MAY HAVE BEEN TWO TECHNOLOGIES AND TWO OR THREE HOLDINGS, BUT IT IS CLEAR THAT THE PROSKAUER COMPANY SHOULD HAVE HAD NO PATENTS.
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USPTO CANNOT TALK TO BERNSTEIN OR IVIEWIT REGARDING THIS PATENT AS WE HAVE NO RIGHTS, TITLE OR INTEREST IN IT, SEE USPTO LETTER

Blakely, Sokoloff, Taylor & Zafman

Updated 11/20/2003
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**Remarks:**
- IVIEWIT LLC IS WHEELER/PROSKAUER MINORITY INTEREST COMPANY - NEVER SHOULD HAVE HAD ANY ASSIGNMENT TO PATENTS NEITHER SHOULD HAVE TECHNOLOGIES.
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Where is Shirajee??

Where is Ulley??

Where is Shirajee??

Where is Friedstein & Ulley

Where is Ulley??

Blakely, Sokoloff, Taylor & Zafman

Updated 11/20/2003
### IVIEWIT.COM PATENT PORTFOLIO

**FOLEY & LARDNER PATENT PORTFOLIO**

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**FOLEY IS HIRED WHEN WE FIND JOAO LEFT ROSARIO AND SHIRAJEEF OFF AND HUIZENGA PATENT ATTORNEY SAYS THEY ARE WRONG AFTER REVIEWING THEM. ALSO FIND JOAO PATENTS IN HIS NAME.**

**IVIEWIT DOES NOT ATTEST TO THE AUTHENTICITY OF THIS DOCUMENT**

**CONFIDENTIAL**

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<td>5865-7</td>
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<td>60/169,559</td>
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<td>December 8, 1999</td>
<td>Not Filed</td>
</tr>
</tbody>
</table>

Although Joao knows of the other inventors he fails to list them on the patents - this puts the shareholders at risk, they only own 1/3 when assigned.

Joao should have been filing assignments to the company and instead here we find he is not.
Foley & Lardner
Attorneys at Law

Firstar Center
777 East Wisconsin Avenue
Milwaukee, Wisconsin 53202-5367
TELEPHONE (414) 271-2400
FACSIMILE (414) 297-4900

FACSIMILE TRANSMISSION COVER SHEET

TO: Mr. Brian G. Utley
COMPANY NAME: iViewit.com, Inc.
COMPANY LOCATION: Boca Raton, Florida
COMPANY PHONE NUMBER: TEL: (561) 999-8899
COMPANY FAX NUMBER: FAX: (561) 999-8810
FROM: Douglas A. Boehm
DATE: June 6, 2000

TOTAL NUMBER OF PAGES INCLUDING COVER SHEET: 8

IF THERE ARE ANY PROBLEMS WITH THIS FACSIMILE TRANSMISSION, OR IF YOU HAVE NOT RECEIVED ALL OF THE PAGES, PLEASE CALL 414/297-6444.

CONFIDENTIALITY NOTICE: THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS INTENDED ONLY FOR THE PERSONAL AND CONFIDENTIAL USE OF THE DESIGNATED RECIPIENTS NAMED ABOVE. THIS MESSAGE MAY BE AN ATTORNEY-CLIENT COMMUNICATION, AND AS SUCH IS PRIVILEGED AND CONFIDENTIAL. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT OR ANY AGENT RESPONSIBLE FOR DELIVERING IT TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT YOU HAVE RECEIVED THIS MESSAGE IN ERROR, AND THAT ANY REVIEW, DISSEMINATION, DISTRIBUTION, OR COPYING OF THIS MESSAGE IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS MESSAGE IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US BY MAIL. THANK YOU.

--------------------

Brian, here is your copy of what was just faxed to Mr. Lewis S. Meitzer.

THIS DOES NOT TRANSFER IN MELTZER FILES WHEN LAMONT AND BERNSTEIN REQUEST COPIES OF WHAT THEY HAVE LEFT AFTER WE FIRE FOLEY AND FIND FROM BLAKELY THAT MOST OF JOAO'S FILES ARE GONE.

--------------------

Fax Operator: Time Sent:
Mr. Lewis S. Meltzer
Meltzer, Lippe, Goldstein & Schlissel, P.C.
190 Willis Avenue
Mineola, New York 11501

Re: Transfer of IP files for IVIEWIT.COM

Dear Mr. Meltzer:

As you may recall, I am the patent attorney at Foley & Lardner that is currently handling the Iviewit.com IP matters that were previously handled by Ray Joao of your firm.

I recently received the following correspondence from your firm: (1) the original Assignment recorded in the United States Patent and Trademark Office (USPTO) for your Docket No. 5865-8 (U.S. Provisional Patent Application No. 60/169,559); and (2) the USPTO Filing Receipt (copy attached) for your Docket No. 5865-1 for Application No. 09/522,721. Although I sincerely appreciate your firm's diligence in continuing to forward Iviewit materials to me, this latest correspondence raises some very serious issues with respect to the Iviewit.com IP matters that were supposed to have been transferred to Foley & Lardner.

I was not previously told about this U.S. Non-Provisional Application being filed (item 2 above). It does not appear in any of the correspondence previously sent to Foley & Lardner. This raises the question of exactly what was filed in the U.S. Patent and Trademark Office, since I do not have a copy of any filing papers for this application. Was a U.S. Declaration filed? What specification and claims were filed? Was an Assignment filed for this application? I must have this information in order to take over prosecution of this application.

More importantly, however, this raises the question of whether any other provisional or non-provisional applications have been filed in the United States or any other country. Both the client, Brian Uiley, President of Iviewit.com, and myself have previously asked your firm to transfer all of the Iviewit.com Intellectual Property files to me. (See attached letter to you dated April 28, 2000.) When the files that were sent to me were incomplete, I sent an e-mail (copy attached) to Dawn Laffin of your firm, asking her to look for other Iviewit matters. I subsequently requested that Nicole, Ray's former secretary,
double-check that there were no other miscellaneous files that were not on the list of applications (also attached). Now I find out that, after three or four separate requests, all of the Ivivot patent matters were not transferred to us.

I formally request that you have your firm’s Docket Administration Department review all of Ray Joao’s files to ensure that all of the Ivivot.com materials have been transferred to me. Please forward all letters, memorandums, faxes, e-mails, notes, CD’s, disks, and other correspondence between Ivivot.com and your firm, and between any third parties and your firm on behalf of Ivivot.com. It is particularly important that I know which patent applications were filed and what correspondence was submitted to the U.S. Patent & Trademark Office before the expiration of a critical date. Otherwise, the client could possibly lose patent rights. Please confirm that the attached “Iivot.com Patent Portfolio” table, which lists the patent applications filed for Ivivot.com by your firm, is accurate and complete.

I also request that you contact Ray Joao to confirm which applications were filed in what countries and whether or not Ray has any additional Ivivot correspondence or materials that were not transferred to Foley & Lardner.

Furthermore, the client requests that I obtain a written confirmation from both you and Ray that all files, materials, and correspondence have been transferred to Foley & Lardner.

Please confirm receipt of this facsimile and let me know that these matters will be handled promptly and appropriately.

Very truly yours,

Douglas A. Boehm

Enclosure(s)

cc: Mr. Brian Utley, Ivivot.com
FILING RECEIPT

UNIVERSITY OF AMERICAN PATENT AND TRADEMARK OFFICE
Address: 6000 PATENT AND TRADEMARK OFFICE
Washington, D.C. 20355

APPLICATION NUMBER  FILING DATE  GRP. ART UNIT  FIL. FEE REC'D  ATTY. DOCKET NO.  DRAWINGS  TOT. CLAIMS  IND. CLAIMS

09/522,721  03/10/2000  2722  354  5865-1  4  21  3

Raymond A. Joao Esq.
Meltzer Leippe Goldstein & Schlissel PC
The Chancery
190 Willis Avenue
Mineola, NY 11501

Date Mailed: 05/10/2000

Receipt is acknowledged of this nonprovisional Patent Application. It will be considered in its order and you will be notified as to the results of the examination. Be sure to provide the U.S. APPLICATION NUMBER, FILING DATE, NAME OF APPLICANT, and TITLE OF INVENTION when inquiring about this application. Fees transmitted by check or draft are subject to collection. Please verify the accuracy of the data presented on this receipt. If an error is noted on this Filing Receipt, please write to the Office of Initial Patent Examination's Customer Service Center. Please provide a copy of this Filing Receipt with the changes noted thereon. If you received a "Notice to File Missing Parts" for this application, please submit any corrections to this Filing Receipt with your reply to the Notice. When the PTO processes the reply to the Notice, the PTO will generate another Filing Receipt incorporating the requested corrections (if appropriate).

Applicant(s)  Elliot I. Bernstein, Boca Raton, FL;

Continuing Data as Claimed by Applicant  THIS APPLN CLAIMS BENEFIT OF 80/125,824 03/24/1999

Foreign Applications

If Required, Foreign Filing License Granted 05/09/2000

"SMALL ENTITY"

Title  Apparatus and method for producing enhanced digital images

Preliminary Class  358

Data entry by: KING, DORIS  Team: OPE  Date: 05/10/2000

LEAVES OFF ROSARIO AND SHIRAJEE AGAIN.

SAME DOC # AS HIS 1ST A YEAR LATER???
April 28, 2000

Mr. Lewis S. Meltzer
Meltzer, Lippe, Goldstein & Schlissel, P.C.
190 Willis Avenue
Mineola, New York 11501

Re: Transfer of IP files for IVIEWIT.COM

Dear Mr. Meltzer:

As you are aware, Mr. Brian Utley, President of IVIEWIT.COM, LLC, has requested in a previous letter that all Intellectual Property files for IVIEWIT.COM be transferred from Meltzer, Lippe to Foley & Lardner. Please have the files forwarded to me at the above address as soon as possible. Upon receipt of the IVIEWIT.COM files, Foley & Lardner will be responsible for taking action in these matters.

These Intellectual Property files include the eight provisional patent application matters listed on the attached sheet, as well as any other Intellectual Property matters that may be missing from this list. Furthermore, I would sincerely appreciate it if you could include copies on disk of the electronic word processing files for these matters, so the eight patent applications won't have to be retyped. Any electronic word processor format will suffice.

Of course, if any questions or problems arise, please do not hesitate to contact me. I thank you in advance for your cooperation.

Very truly yours,

Douglas A. Bochm

Attachment

cc: Ms. Nicole Pinou, Meltzer, Lippe
    Mr. Brian Utley, IVIEWIT.COM
## EXHIBIT A

### Patent Applications

<table>
<thead>
<tr>
<th>Docket No.</th>
<th>Serial No.</th>
<th>Title</th>
<th>Date Filed</th>
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<td>60/125,824</td>
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<td>March 24, 1999</td>
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<td>Apparatus and method for producing enhanced video images</td>
<td>June 3, 1999</td>
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<td>Apparatus and method for playing video files across the Internet</td>
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<td>December 8, 1999</td>
<td>Not Filed</td>
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**COMPANY CONTENTS THAT THIS FILING CAME MONTHS AFTER RUBENSTEIN/PROSKAUER AND JOAO TOLD US IT WAS FILED.**

**COMPANY CONTENTS THAT JOAO THREW OUT FILE 5862-2 OUR VIDEO PATENT.**

**COMPANY CONTENTS THAT JOAO HAS SIMILAR PATENTS HE FILES USING THIS INVENTION.**

**LOOKS LIKE FRAUD ON THE SHAREHOLDERS BECAUSE THESE SHOULD HAVE BEEN ASSIGNED DAY ONE TO THE COMPANY!**
From: Boehm, Douglas A.
Sent: Tuesday, May 09, 2000 5:28 PM
To: 'diapin@mlig.com'
Subject: Iviewit.com Files

Dawn—

As I mentioned on the telephone this afternoon, I received your Federal Express package this morning containing the Meltzer, Lips Files for Ivviewit.com. The package contained 7 folders corresponding to your docket numbers 5865-1, 3, 4, 4.1, 5, 6, and 7. However, the file folder for your docket no. 5865-8 is missing. Furthermore, not all of the paperwork for the PCT application (your docket no. 5865-10) was included in the first file 5865-1 (which is the PCT’s parent case). Is there a 5865-10 file also?

During our phone conversation, you agreed to review your docket and files for 5865-8, 5865-10, and any other 5865 matters for Ivviewit.com tomorrow, and forward these files to me right away.

Thanks for your assistance.

—Doug

Douglas A. Boehm
Foley & Lardner
777 East Wisconsin Avenue
Milwaukee, Wisconsin 53202
Tel: (414)297-6718
Fax:(414)297-4900
Email: dboehm@foleylaw.com

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<td>Elliot I. Bernstein</td>
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<td>47/5</td>
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CONFIDENTIAL

Mr. Scott Bowman
Wachovia Bank

Re: Iviewit.com LLC Intellectual Property Portfolio
Our Ref.: 57110/101

Dear Mr. Bowman:

Mr. Brian Ulely of Iviewit.com requested that we provide you with information regarding the Intellectual Property matters of the company.

Foley & Lardner has just recently been retained to take over the patent matters from Iviewit.com’s previous patent counsel. As discussed below, we have only had the opportunity to provide an initial review of the patent matters as we work toward the preparation and filing of additional patent applications in an effort to provide a comprehensive Intellectual Property position for Iviewit.com. Although we believe that the information and statements contained herein are factually accurate, they are not intended to be any type of representation or opinion as to the scope, strength, or value of Iviewit’s Intellectual Property portfolio.

Technology Overview

In our initial discussions with Iviewit, we concentrated our efforts on two primary inventive technologies: (1) Enhanced Digital Imaging Technique (a.k.a., “Zoom & Pan”); and (2) Enhanced Video Streaming Technique (a.k.a., “Full-Screen Full-Motion Video”). These two technologies are the subject of numerous patent applications (see below) already on file. Other inventions were also identified and discussed, but there was a greater need to study these first two because of the upcoming dates that must be met to file additional patent applications. We even identified inventive aspects of Iviewit’s business technologies that may be appropriate for a “business method” patent. These other inventions will be fully investigated and evaluated in the next few months.

May 11, 2000

As you may be aware, a U.S. provisional application for patent is a U.S. national patent application that provides the means to establish an early effective filing date and allows the term "Patent Pending" to be applied. However, a provisional application itself cannot issue into a patent having enforceable rights. A non-provisional application for patent must be filed within 12 months of the provisional application's filing date to claim the benefit of priority. Only the non-provisional application may issue into a patent having enforceable rights.

Provisional applications for patent are not examined on their merits, and there is no requirement to include patent claims in the application. Hence, a provisional patent application (1) provides simplified filing with a lower initial investment for one full year before committing to the higher cost of filing and prosecuting a non-provisional application for patent, (2) establishes an official United States patent application filing date for the invention (to the extent the inventor is fully described in the provisional) such that patent rights are not lost, and (3) enables immediate commercial promotion of the invention without greater security against having the invention stolen. However, provisional U.S. patent applications remain confidential in the United States Patent and Trademark Office.

The following eight U.S. provisional applications have been filed for Iviewit:

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</tr>
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</table>

001.779651.3
The first of these eight U.S. provisional applications (Docket No. 57103/102) was filed in the PCT within a year of its filing date (as described below). The remaining seven provisional applications are still pending in the U.S. PTO.

As you may also be aware, a patent application can also be filed as an “international” patent application under the Patent Cooperation Treaty (the “PCT”). By filing one international patent application, the patent applicant can simultaneously seek protection for an invention in each of a large number of countries (the “contracting states”) that are “designated” in the PCT application. For example, a PCT application designating the United States may be filed in place of a U.S. non-provisional application to initiate the process for obtaining a United States patent based on the provisional application. As another example, a PCT application designating Europe has the effect of a European patent application among the PCT contracting states that are also party to the European Patent Convention, provided they are each designated for a European patent. The PCT international application is published 18 months after its priority date.

The following PCT International Application has been filed for Iviewit:

|----------------|---------------|------------------|------------------|-------------------|

This PCT application is the same as, and properly claims priority to, the first U.S. provisional application (Docket No. 57103/102). Therefore, only the subject matter set forth in the first U.S. provisional application will be covered by this PCT application and any patents that result from it.

We should receive the PCT search results in about three months, and the PCT application is scheduled to be published on 9/24/2000. This will be the first opportunity for the world to see what patent protection Iviewit has applied for. The United States and all foreign countries were designated in this PCT application, but the actual decision of which countries warrant patent protection still needs to be made.
As shown from the titles of these patent applications, various combinations of the first two technologies are covered in different applications. However, the first application (and, accordingly, the PCT application) appears to only relate to the first “zoom and pan” technology. The other applications relate to the other technologies, so additional U.S. or PCT or foreign patent applications still need to be filed.

Since a U.S. provisional application is not examined and will never issue as a patent itself, it does not make sense to discuss any “scope of protection” for a provisional application. Patent claims still need to be prepared and a non-provisional application still has to be filed for each invention that warrants it. Furthermore, the patent applicant has the opportunity to amend the claims during the prosecution of the non-provisional application. Since the language of the claims of the patent that are examined and finally granted are the only true measure of the scope of protection, of any invention, any attempt to evaluate the scope before the application is actually allowed to issue is premature, and could be misleading to those that don’t understand the patent system. Therefore, we cannot comment on the scope of patent protection for any of the Iviewit technologies at this time.

Proper assignments have been executed by the inventor, Elliot Bernstein, and recorded in the United States Patent and Trademark Office for all of the provisional applications. Iviewit Holdings Inc. is the assignee and owner of all the inventions.

We are currently in the process of reviewing all the Iviewit technologies and preparing an appropriate number of non-provisional patent applications to be filed in the next few months.

Trademarks

The Proskauer, Rose law firm is handling the Trademarks for Iviewit.com. Numerous trademark applications are on file with the United States Patent and Trademark Office. Please contact Mr. Utley for further information regarding this Intellectual Property.

Copyrights

Since any “original work of authorship” that is “fixed in a tangible medium of expression” is automatically protected by copyright laws, Iviewit already has copyrights in any software that it developed. However, registration of the copyright works in the United States Copyright Office affords stronger copyright protection. We have identified several copyright works at Iviewit that we plan to file applications to register the copyrights in the near future.

Trade Secrets

Iviewit has developed a significant amount of software, technical information, and know-how, and has taken significant steps to protect this intellectual property. For example,

No trade secret or copyright work is transferred by Foley and like Joao and Proskauer they state all this is being filed, take all relevant data and never file on behalf of Iviewit. These IP matters may have been what Joao was patenting in his name or others were patenting like Utley.
Iviewit has consistently implemented confidentiality agreements with third parties, development agreements with its consultants, and invention agreements with its employees. We are currently in the process of reviewing Iviewit's trade secret protection efforts to ensure that this Intellectual Property remains protected.

Very truly yours,

Douglas A. Boehm

cc: Mr. Brian G. Udey
There appear to be two Technologies and two Holdings.

Erika Lewin and Gerald Lewin (Erika worked for Iviewit at this time) is explaining to auditors the corporate structure and Ernst Young and Arthur Anderson start asking questions for IPO and audited financials due to investor Crossbow and the federal SBA. They mislead auditors here and Erika is accused of misleading auditors. Was this part of how they were going to move the patents out???

Perhaps similar to what Dick/Utley/Wheeler did to Monte Friedkin when they tried stealing his inventions???

Changes come when Utley gets busted with two sets of patents. We need to find out how they were moving Utley patents. Similar named companies were set up and Utley/Wheeler/Dick/Rubenstein are moving them out. Utley has PROVIDING patents and we have STREAMING???

Wheeler company was Iviewit LLC originally? Should have never been Technologies, Technologies was to be operating Co. after.com problems?? PROSKAUER ROSE 2.5%, Jude 2.5%, Shirjee 2.5% & New Media 2.5%. Who is 3.37% difference?? Huizenga perhaps??

Why does she only believe and couch herself, this should be fact and we need to analyze patent assignments microscopically. We do not have records from attorneys of these assignments!!

When questions are asked 1st by Arthur Anderson, they get rid of them without answering and when Ernst asks questions they get rid of them.

Let me know if you have any questions.

-Erika
ERIKA LEWIN’S SHEET REDONE TO TRY AND MAKE SENSE

TAKEOVER BETWEEN UVIEW BY TECH? UVIEW SHOULD HAVE GONE INTO IVIEWIT. COM, INC. WHY TECH??????

SECOND GENERATION COMPANIES

IVIEWIT HOLDINGS, INC. (#1) (PATENT HOLDING COMPANY)

**THIS CO SHOULD HAVE HELD PATENTS DIRECT FROM LLC. HOW DID LLC BECOME TWO COMPANIES

IVIEWIT.COM, INC. (OPERATING CO) (PATENT HOLDING CO)

**THIS CO SHOULD HAVE HELD PATENTS

IVIEWIT.COM, INC. CHANGES NAME TO IVIEWIT TECHNOLOGIES, INC. (OPERATING CO) ALL OTHER SHAREHOLDERS

IVIEWIT TECHNOLOGIES INC. (#1)

IVIEWIT.COM, INC. SHOULD HAVE BEEN A NAME CHANGE TO THIS NAME AND ONLY EVER HAVE BEEN AN OPERATING CO. **THIS CO SHOULD NEVER HAVE OWNED OR HELD PATENTS

IVIEWIT LLC PROSKAUER ROSE 2.5% NEW MEDIA 2.5% ZAKIRUL SHIRAJEE 2.5% JUDE ROSARIO 2.5%

3.37% = UNKNOWN

ALL OTHER SHAREHOLDERS

IVIEWIT LLC OWNS 13.37% OF UVIEW. DO NOT KNOW WHO 3.37% IS

IVIEWIT LLC OWNS 10%

IVIEW.COM, LLC IS THE OPERATING

AFTER STOCK SWAP WE RETAIN BECAUSE WE HAVE CONTRACTS?

LEWIN STATES THAT TECHE (1) DID AN ASSET TRANSFER WITH HOLDINGS (1) NOT TO BE CONFUSED WITH HOLDINGS (2) WE NOW KNOW??? THIS MAKES NO SENSE UNLESS THEY ARE NAMING SIMILAR COMPANIES TO PATENT HOLDING COMPANY

NOW WE NEED TO GET ASSIGNMENTS WHICH COMPANY HAS NO RECORDS OF FROM USPTO AND MATCH UP THE COMPANIES. SOME ARE FLORIDA CORPS AND SOME ARE DELWARE. WHEELER IS TO CONFUSED IN HIS DEPOSITION TO ANSWER ANY OF THE QUESTIONS

LEWIN STATES THAT IVIEW (PROSKAUER COMPANY) CHANGES IT NAME TO HOLDING TOO YET WE THOUGHT IT BECAME PART OF IVIEWIT HOLDINGS, INC THAT WAS CHANGED FROM IVIEWIT LLC. THIS SHOULD HAVE NEVER HAPPENED. WE ALREADY HAVE A HOLDINGS WITH THE PATENTS, WHY WOULD UVIEW TRY TO NAME ITSELF HOLDINGS WHEN IT ALREADY BECAME PART OF THE OTHER HOLDINGS? WHICH CHANGED IT'S NAME TO IVIEWIT TECHNOLOGIES, INC. WHY WOULD HOLDINGS CHANGE NAME TO TECHNOLOGIES (1) OR (2)???

IT LOOKS LIKE WHEELER TRIES TO GET HIS OLD COMPANY UVIEW TO RENAME ITSELF TO HOLDINGS (2) AND SOMEHOW MOVE THE PATENTS INTO HIS HOLDINGS ("NOT TO BE CONFUSED WITH HOLDINGS THAT WE KNOW TODAY"). YEAH RIGHT!! OR INTO IVIEWIT TECHNOLOGIES (2), WHICH SHOULD NOT HAVE ANY PATENTS EVER.
WHAT THE COMPANY WAS TOLD BY PROSKAUER AS THE COMPANY STRUCTURE

ORIGINAL COMPANIES

IVIEWIT, INC.
ORIGINAL COMPANY WITH LOAN HOLDERS BECOMES IVIEWIT LLC

UVIEW.COM, INC.
PROSKAUER ROSE 2.5%
NEW MEDIA 2.5%
ZAKIRUL SHIRAJEE 2.5%
JUDE ROSARIO 2.5%
3.37% = UNKNOWN
THIS OWNS WHAT WAS SUPPOSED TO BE 10% OF IVIEWIT LLC

IVIEWIT LLC
(PATENT HOLDING CO)
ALL OTHER SHAREHOLDERS

IVIEWIT TECHNOLOGIES INC. (#1)
NAME CHANGE FOR IVIEWIT.COM LLC AS WHEELER AND LEWIN STATE TO BOARD THAT .COM'S HAVE BAD ASSOCIATION DURING MARKET CRASH

IVIEWIT.COM, LLC
(OPERATING CO)
OWNED BY IVIEWIT LLC
Memorandum

To: Mariana Santora, Manager
    Arthur Andersen
CC: Brian Utley, President
From: Raymond T. Hersh, CFO

Date: September 20, 2000
Re: Your Fax Memo 8/24/00 re iviewit Open Items

Dear Ms. Santora:

With regard to the above list you sent us three weeks ago, I was rather surprised to receive same given that, although I was not part of iviewit at the time and was not involved with the December 31, 1999 audit in question, I was of the impression that all field work had been completed some months ago. Consequently, I was most puzzled that that could have been the case in the face of the magnitude of the information you are currently requesting.

Needing help in order to address your questions, I met earlier this week with Erika Lewin, our former Controller and the principal contact person involved with the audit, and, while she is miffed at the possible implication that she was not adequately forthcoming during the audit (which appears not to be the case whatsoever), frankly, I am rather amazed, if not shocked, at her information.

I will address your memo in the same order as provided:

1. I am advised that AA was supplied with a complete flow chart showing all the entities and their interrelationships, succession and former "known as" names. This information resides in four (4) volumes provided by Erika; they are:
   
   A. One for iviewit Holdings, Inc. (formerly, uview).
   B. One for iviewit Technologies, Inc. (formerly, iviewit LLC).
   C. Two for iviewit.com, Inc. (formerly, iviewit.com LLC).

THE INFORMATION HERSH GIVES, IS AS INCORRECT AS ERIKA LEWIN GIVES. THE CORPORATIONS ARE WRONG AND FALSE AND MISLEADING AS GIVEN TO THE AUDITORS HERE. IVIEWIT TECHNOLOGIES WAS FORMERLY IVIEWIT HOLDINGS, INC. THE GHOST COMPANY OF IVIEWIT HOLDINGS, INC. THAT WAS PRIOR UVIEW. HERSH AND LEWIN ATTEMPT TO MISLEAD AUDITORS REGARDING THE TWO IVIEWIT HOLDING ENTITIES.
I am also advised that all detail in these binders was explained to Brian Fox in late March/early April by Erika and that she called him on Monday in advance of our meeting for confirmation that these binders still reside with AA.

2. The roll-forward of equity is contained in the above referenced binders, and this was provided prior to the completion of field work.

3. Your question here requests Attachment A of the 6/11/99 minutes of “LLC”. Actually, there are minutes carrying that date for both iviewit.com LLC and iviewit LLC. In each case, Attachment A is a Limited Liability Company Agreement. Since I do not know exactly which company you are referring to, a copy of each such agreement is being sent by mail with a copy of this Fax Memo.

4. Brian Utley’s Employment Agreement is in one of the binders under “Attachments”.

5. This was answered to Brian Fox in May; in any event, there was never an entity called “uvuevideo.com”.

6. The referenced 5% stock offering undoubtedly relates to the Huizenga loan which converted to a 5% equity at the initial $10 million valuation. This investment initially took place in iviewit LLC and was later translated/transfered to iviewit Holdings, Inc.

7. Erika advised Brian Fox as to this question in approximately May. In any event, this 5% reserved for Employee is in iviewit Holdings, Inc.; it is merely reserved but not issued, and it will be in the form of Class B Common shares.

8. Erika worked for hours with Brian Fox substantiating the Proskauer accrual; she they did detailed testing, and it should already be in the detailed GL

9. Same answer as to item # 8 immediately above.

10. After Erika effected all Brian Fox’s proposed or requested adjustments, she did a minority interest calculation which she delivered to him and which was confirmed by him to her.

11. This is the same as the answer to item #1 above. AA was given all this detail during the field work through 12/31/99. As to Options and Warrants, there were none as at 12/31/99. From the standpoint of expediency, must you roll forward as to these items beyond 12/31/99, in which case would it not be only to a date consistent with the completion of field work rather some later date?

12. Attached is an unaudited, interim Balance Sheet prepared internally, as at 8/31/00. Obviously, in the absence of AA supplying work papers and a beginning trial balance, we were working under a terrible impediment, and the accuracy of the statement is our best estimation and otherwise questionable. That impediment (absence of work papers) has also prevented the Company from filing timely tax returns. Further as to this item, in February 2000, the Company took in $1 million from Crossbow/Alpine Venture Capital with which it paid bills outstanding as of 12/31/99, and shareholders loans in existence at that time (February) were converted into one year notes.
Ms. Santana, I am dismayed at the state of this audit and the submittal of this previously addressed list at this late date. What's more, I approached Brian Fox early in August with a request of what it would take, from a time and cost standpoint, for AA to review a new Financial Model and Projection completed for iviewit together with our local accountants. This Model needed to be translated from a Modified Cash method to GAP. After I nagged him several times over the course of at least ten days, all he would tell me was to expect your call which never came, and obviously we never got the answer, causing us to arrange to have that work done elsewhere.

AA was selected by iviewit for particular reasons. However, obviously, your firm has five other competitive peer organizations from which to choose, and I believe it behooves all of us to determine whether AA and our Company should remain in this professional relationship.

Very truly yours,

Raymond T. Hersh

Atts.
Mr. Raymond Hirsch  
Chief Financial Officer  
Iviewit.com  
One Boca Place  
2255 Glades Road, Suite 337W  
Boca Raton, Florida 33431  

November 27, 2000  

Dear Ray,  

I am in receipt of your letter dated November 15, 2000 and acknowledge receipt of $3,000 towards our $15,000 fee arrangement.  

I sincerely regret that you were not with the Company when we were initially engaged on January 19, 2000, as I am certain we would not be in this position today had the Company not had turnover in the accounting department. In that regard, I will consider the $3,000 payment in full on our services to date which have approximated in excess $25,000. Similarly, we will not proceed with any additional services at this time. With respect to your reference to Mariana's communication of additional fees, our arrangement letter clearly states that "the ultimate amount of our fee will be dependent upon the completion of these schedules." Clearly, due to the turnover in Iviewit's accounting department, completion of requested schedules was significantly delayed and resulted in an extremely inefficient process. Normally, we bill for the cost associated with this type of delay which is beyond our control.  

I am confused with your comment regarding our "refusal" to provide information to your local accountants. I presume that the Company has trial balances that would be used as support of any tax return.  

Again, I regret the position that you and I are in with respect to this work and similarly, I regret that our professional relationship has terminated.  

Please feel free to call me if I can be of any help in the future.  

Very truly yours,  

ARTHUR ANDERSEN LLP  

By ___________________________  
Denise D. Veitch  

Fax 241-0071  

Attention: Jerry Lewis  

Iviewit.COM INC. FILE
Paul H. Sallwasser
Partner

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