

-----Original Message-----

From: James F. Armstrong [mailto:jarmstrong1@home.com]

Sent: Saturday, July 22, 2000 11:08 AM

To: Christopher C. Wheeler (E-mail)

Subject: iviewit

Importance: High

Dear Chris,

I will be back in Boca on Tuesday, Wednesday and Thursday of next week (7/25-7/27). As we discussed, I have prepared a draft of the letter that you agreed to send to your partners, a one page flyer describing our services, and prepared copies of the CD-Rom for your distribution. Finally, I've also reviewed your client list and made note of some of the most promising relationships.

Are you available for a brief meeting on Wednesday to review these items and to establish goals for this initiative? If Wednesday is not convenient, I do have available time on both Tuesday and Thursday. Please call me on Monday or respond via email.

Thanks for your help!
Sincerely,

-Jim

James F. Armstrong
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iviewit.com, LLC.
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Email: jim@iviewit.com

Northeast Offices

126 Buttonwood Drive
Fair Haven, NJ. 07704
Voice: 732-747-1448
Fax: 732-747-5569

Home Office

One Boca Place
2255 Glades Road
Suite 337 West
Boca Raton, FL. 33431
Voice: 877-484-8444
Fax: 561-999-8810

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Version: 6.0.459 / Virus Database: 258 - Release Date: 2/25/2003

Dear Colleagues,

As a firm, we are in a unique position to impact the effectiveness of the Internet and to profit from the same. The firm of iviewit.com, Inc. is one of my clients and Proskauer, Rose, LLP. is a 2.5% shareholder. I have worked closely with iviewit, for the past 18 months, establishing and fine-tuning their corporate structure. My objective with this letter is to introduce you to this forward-thinking company and to ask for your support and assistance.

The Internet is quickly evolving from a text-based medium that users have been forced to read, into a multimedia platform that users can begin to *experience*. The importance that this evolution has to e-commerce has been likened to the impact felt by television when it was embraced as a marketing and communications tool. iviewit's intellectual property positions them as a leader in the streaming video, streaming audio and virtual imaging online markets. Their technologies have broad ranging applications for many different industries including: entertainment, auctions, education, healthcare and retail.

Because of the extensive applicability of iviewit's products, the vast majority of Proskauer's client relationships represent potential clients for iviewit. Please join me as I endeavor to introduce my clients to iviewit and, in the process, help those clients to gain a competitive advantage through the utilization of iviewit's technologies. Please contact me with any opportunities that you identify and I will arrange an introduction to a member of iviewit's management team. I have enclosed a descriptive flyer from iviewit and a multimedia CD-ROM that will serve as an introduction to iviewit. Additional information can be found at their website, www.iviewit.com.

Thank you for your time and attention. I look forward to working together to help this valued client and to further enhance the value of our equity position in iviewit.

Sincerely,

Christopher C. Wheeler

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INTERVIEW - ARMSTRONG

PROSK0451

Dear Colleagues,

As a firm, we are in a unique position to impact the effectiveness of the Internet and to profit from the same. The firm of iviewit.com, Inc. is one of my clients and Proskauer, Mitchell & LLP is a 2.5% shareholder. I have worked closely with iviewit, for the past 18 months, establishing and fine-tuning their corporate structure. My objective with this letter is to introduce you to this forward-thinking company and to ask for your support and assistance.

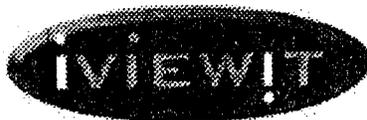
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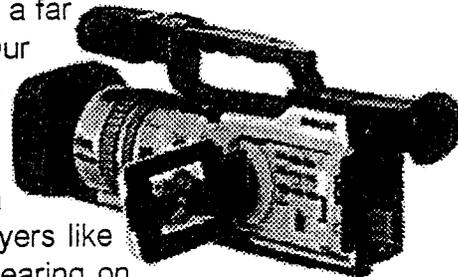
Sincerely,

Christopher C. Wheeler



Visual Solutions to Empower and Transform the Internet

As leader in multimedia technology, **iviewit.com** provides the best in **Streaming Video, Audio and Zoom & Pan Digital Imaging** services by offering customers a far greater ability to "touch and feel" online products and services. Our state-of-the-art **proprietary technology** helps both business to business (**B2B**) and business to consumer (**B2C**) companies stand out from the competition. We serve online businesses in entertainment, healthcare, auctions, consumer products and a host of other industries. Our client list includes major online players like **EGG.COM**, Hyatt Corporation, **Ellen DeGeneres** appearing on **20/20**, Great Expectations Franchises, **BROADWAY.COM**, and **KIDSCAMPS.COM**, the largest camp directory portal in the world.

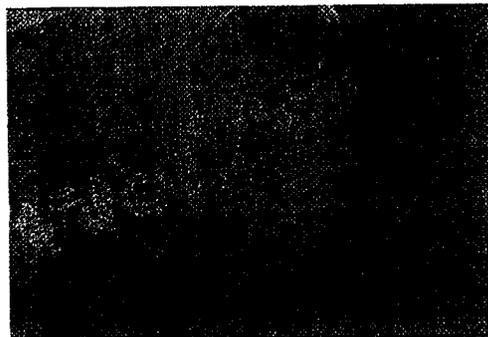


Streaming Video

With **iviewit's technology**, your business can deliver full screen **TV-Quality streaming video** to online viewers, rather than the tiny windows so prevalent today. Bill Gates recently stated that **"streaming media is the fastest moving part of the whole digital world."**

Entertainment, Education and Marketing messages

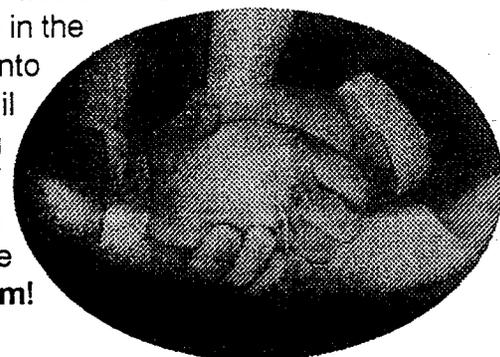
from all industries are utilizing streaming video and audio across the Internet to bring their content to the masses. Only by utilizing **iviewit's patent-pending processes** can these firms be assured of a premium quality Internet result. With **iviewit's streaming solutions**, just imagine being able to step inside a new automobile, receive a multimedia introduction to a potential "blind date", view an antique wind-up toy in motion or satisfy your professional continuing education requirements via an online seminar!



Zoom & Pan Imaging

Online businesses are discovering that giving the visitor more freedom to manipulate and examine the product online can play a critical role in the

process of converting visitors into buyers. The extraordinary detail afforded by the **iviewit imaging technology** allows a level of inspection that is better than an in-person examination. Come see it for yourself at **www.iviewit.com!**



10001 Boca Place, 2255 Glades Road, Suite 337W, Boca Raton, Florida 33431 www.iviewit.com

Email: viewmaster@iviewit.com Toll Free: 877.484.8444 Call: 561.999.8899 Fax: 561.999.8810

PROSK0453

Representative Proskauer Clients

Listed below are a number of clients for whom Proskauer Rose LLP is currently performing legal services.

- | | | |
|---|--|---|
| ✓ Accor (<i>horeus</i>) | Arthur Andersen & Co. | Bostik, Inc. |
| Aerospatiale | ✓ AT&T | Bristol-Myers Squibb Company |
| Air India | ✓ Autodesk, Inc. <i>AutCAD</i> | The Broadway Initiative Corporation |
| Alarm Device Manufacturing Co. | Avis Rent-A-Car System | Brookdale Hospital Medical Center |
| ✓ Alcatel (<i>Telecom - DSL</i>) | The George Balanchine Trust | The Brooklyn Hospital Center |
| Allegheny Health, Education and Research Foundation | ✓ Bally Shoes | ✓ Brooks Brothers |
| ✓ Alliance of Motion Picture and Television Producers | Banca del Sempione | Building Services Funds |
| ✓ The Alpine Group, Inc. <i>Television subsidiary</i> | Bancol S.A. | Bull Run Corporation |
| Alton Ochsner Medical Foundation | Bank United of Texas FSB | Business Software Alliance |
| Amerada Hess Corporation | Banque Privée Edmond de Rothschild | ✓ Buster Brown Apparel, Inc. |
| American Federation of Musicians and Employers' Pension Fund | Baring Communications Equity Limited | Cafe des Artistes |
| ✓ American League of Professional Baseball Clubs | ✓ Barneys New York | Canal Capital Corporation |
| ✓ ATP Tour, Inc. (<i>Tennis</i>) | ✓ Bear, Stearns & Co. Inc. | ✓ ABC, Inc. |
| AFTRA Health & Retirement Funds | Becton Dickinson | ✓ Careers USA |
| The Albert Fisher Group PLC | BDO Seidman | Castle Oil Corporation |
| American Jewish Committee | ✓ Bed Bath & Beyond Inc. | ✓ CBS, Inc. |
| American Maritime Congress | Bell Atlantic Asset Management Co. | Celadon Group, Inc. |
| ✓ The American Society for the Prevention of Cruelty to Animals | ✓ Bell Atlantic Corporation | Celgene Corporation |
| Anden Group | ✓ Benetton Group, Spa. | ✓ Center for Missing & Exploited Children |
| ✓ Andersen Consulting | Berkshire Capital Corporation | Ceridian Benefits Services, Inc. |
| Antigenics | Estate of Leonard Bernstein | Chambers Development Co., Inc. |
| Apollo Real Estate Advisors, LP | Beth Israel Medical Center | Champion International Corporation |
| ✓ Arena Football LLC | ✓ Beverly Enterprises <i>nursing homes</i> | C&D Technologies, Inc. |
| ✓ Arista Records | ✓ Big Flower Holdings, Inc. | Charterhouse Group |
| | Biovail Corporation International | Charter Technologies, Inc. |
| | ✓ Blair Industries, Inc. | The Chase Manhattan Bank |
| | ✓ BMG Entertainment | ✓ Chrysler Corp. |
| | Bollere Technologies | |

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|---|---|---|
| Ciba Specialty Chemicals Corporation | The Edmond de Rothschild Foundation de Sede A.G. | Golden Books Family Entertainment, Inc. |
| CIBC World Markets Corp. | Development Corporation for Israel | Gotham Construction Corporation |
| ✓Citibank, N.A. | ✓The Donna Karan Company | GNB Bank |
| ✓City Center of Music & Drama | Douglas Elliman | ✓Grace Plaza of Great Neck, Inc. <i>(aor sing ha)</i> |
| ✓City of New York | Dow Jones & Company | Greater New York Hospital Association |
| Clal (Israel) Ltd. | ✓The Dress Barn, Inc. | G.T.E. (General Telephone & Electric) |
| Club Méditerranée, S.A. | The Dun & Bradstreet Corporation | ✓Happy Kids, Inc. |
| ✓Columbia Pictures Industries, Inc. | Eagle National Bank of Miami, N.A. | Estate of Keith Haring |
| Colgate-Palmolive Co. | EOS Corporation | Harvard Custom Manufacturing, Inc. |
| Columbia University | Richard A. Eisner & Company, LLP | ✓Havas Advertising |
| ✓Communications Equity Associates Inc. | El Diario/La Prensa | ✓The Hearst Corporation |
| Community Health Care Physicians P.C. | ✓EMI Music Publishing | Henry Schein, Inc. |
| La Compagnie Financiere Edmond de Rothschild Banque | Equitable Life Assurance Society of the United States | Hermes of Paris, Inc. |
| <i>NS</i> ✓Computer Horizons Corp. | Environmental Systems Products | Lauryn Hill |
| Comtech Telecommunications | Ernst & Young LLP | H. J. Baker & Bro., Inc. |
| Consolidated Edison Company of New York, Inc. | European American Bank | ✓Home Box Office |
| Consumers Union of United States | EURO RSCG Holdings, Inc. | ✓Home Depot U.S.A., Inc. |
| Cooper Union | ✓Ferrari North America | ✓Home Shopping Network, Inc. |
| The Joseph and Robert Cornell Memorial Foundation | ✓Fiat U.S.A., Inc. | Hospital for Special Surgery |
| ✓Countdown Entertainment | ✓Finlay Fine Jewelry | HR Textron |
| Craig Enterprises | First Union National Bank | Humana Inc. |
| Credit Lyonnais | Flushing Savings Bank | Hutchinson S.A. |
| Credit Suisse First Boston | Foote Cone & Belding | Iberia Airlines |
| ✓Cross Country Staffing | The Ford Foundation | IBJ Schroder Bank & Trust Company |
| CSS Industries, Inc. | ✓Forte Hotels | ICN Pharmaceuticals, Inc. |
| CV Reit | Fuji Bank, Ltd. | IDB Holding Corporation Ltd. |
| Daily News, L.P. | General Building Laborer's Funds | Insignia Financial Group, Inc. |
| The Dannon Company, Inc. | Generic Pharmaceutical Industry Association | ✓InterScope Records |
| Dean Foods of California | Genlyte Thomas LLC | Interstate Brands Corporation |
| ✓dELIA*s | GFI Securities Group | Invesco |
| Deloitte & Touche | ✓Giant Group, Ltd. | ✓Island Records |
| Demolition Worker's Funds | ✓Golden Books Entertainment Company, Inc. | Israel Discount Bank of New York |
| The Depository Trust Company | | ITOCHU International, Inc. |
| | | ✓Turf |

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|---|---|--|
| Japan Air Lines | ✓ Madonna | Mormac Marine Transport |
| Jenny Craig, Inc. | Maimonides Medical Center | Motel 6 |
| Jerusalem Capital Studios | ✓ Major League Soccer | Mount Sinai-NYU Medical Center |
| The Joseph and Robert Cornell Memorial Foundation | Marchon & Marcolin Eyewear, Inc. | Moxon Corporation |
| J.P. Morgan & Co., Incorporated | Marcus Brothers Textiles, Inc. | Museum of Discovery & Science |
| ✓ Kaleidoscope Films | Maritime Service Committee | ✓ Museum of Modern Art |
| ✓ Kapson Senior Quarters Corp. <i>Nursing homes</i> | Marubeni America Corporation | ✓ National Artists Management Company, Inc. |
| Key Biscayne & Trust Company | Mason Tenders' District Council Trust Funds | National Bank of Pakistan |
| Keystone Shipping Co. | Matson Navigation Company, Inc. | ✓ National Basketball Association |
| ✓ King World Productions, Inc. | MBIA Insurance Corporation | ✓ National Broadcasting Company |
| Kinray, Inc. | McDonald's Corporation | The National Governors' Ass'n |
| Kontron Instruments | McKinsey & Company, Inc. | ✓ National Hockey League |
| Korea Asset Management Corp. | Medical Group Council | NKO, Inc. |
| Korea District Heating Corporation | MediaCopy Inc. | The National Law Journal |
| Korea Electric Power Corporation | Memorial Sloan Kettering Cancer Center | ✓ National League of Professional Baseball Clubs |
| Kraft Foods, Inc. | ✓ Mennen Medical Ltd. | National Notary Association |
| KR Capital Advisors | The Merchandising Group, LLC | National Syndications Inc. |
| The Laird Group Plc. | Meridien Hotels | NationsBank of Florida N.A. |
| Lakeside Industries | Merrill Lynch & Co., Inc. | ✓ NBA Properties, Inc. |
| Lally McFarland & Pantello | Methodist Hospital of Southern California | The Nederlander Organization |
| Lazard Freres & Co. | ✓ Metro-Goldwyn-Mayer | ✓ Network Event Theater, Inc. |
| ✓ The League of American Theatres and Producers, Inc. | Metro-North Commuter Railroad | ✓ New Jersey Performing Arts Center |
| League of Voluntary Hospitals and Homes of New York | Metropolitan Life Insurance Co. | Newkirk Management Corp. |
| Le Meridien Hotel & Resorts | Metropolitan Opera Association | ✓ New Line Cinema |
| Lenox Hill Hospital | Micromedia Affiliates, Inc. | New York Blood Center |
| Levitt Homes Incorporated | Microwave Power Devices, Inc. | ✓ New York City Ballet |
| Liberty Fabrics/Courtauld Textiles | Milberg Factors, Inc. | ✓ New York City Opera |
| ✓ Lifetime Entertainment Services | ✓ Milford Plaza Hotel | New York City Transit Authority |
| ✓ Lincoln Center for the Performing Arts, Inc. | ✓ Miller Brewing Company | New York Eye & Ear Infirmary |
| Lincolnshire Management, Inc. | Edward J. Minskoff Equities, Inc. | ✓ New York Convention Center Operating Corporation (Javits Center) |
| LG Group | ✓ Miss Universe, Inc. | New York Law Journal |
| L.J. Hooker Corporation, Inc. | ML Media Partners | New York Philharmonic |
| Lone Star Industries, Inc. | Montefiore Medical Center | New York Presbyterian Hospital |
| ✓ Madison Square Garden Corp. | Moran Towing & Transportation Co., Inc. | New York Public Library |

PROSKAUER ROSE LLP

- New York State Bankers Ass'n
- New York Stock Exchange
- The New York Times
- ✓ NHL Enterprises
- Nidera S.A.
- ✓ Nine Inch Nails
- NMU Pension & Benefits Plan
- North Shore Long Island Jewish Medical Center
- NorthStar Presidio Management Company, LLC
- ✓ Nothing Records
- Oppenheimer & Company
- Oppenheimer Capital
- Optomedic Medical Technologies Ltd.
- Overseas Shipholding Group, Inc.
- Pathmark Stores, Inc.
- PEC Israel Economic Corporation
- PP&L Inc.
- Philips Electronics North American
- ✓ Pergament Home Centers, Inc.
- ✓ Philadelphia Eagles
- Pirelli Tire LLC
- Pirelli Cables and Systems LLC
- Pitney Bowes
- ✓ Pivotal Group, Inc.
- Polytechnic University
- Pratt Institute
- Presidio Capital Corp.
- Price Communications Corporation
- ✓ Prince Sports Group, Inc. / Nordica/Rollerblade
- Provident Investment Counsel, Inc.
- Prudential Insurance Company of America
- Prudential Securities Incorporated
- Radio City Productions, Inc.
- ✓ The Rainbow Room
- Ranbaxy Laboratories Limited
- Ranieri & Co., Inc.
- The Reader's Digest Association, Inc.
- Realty Advisory Board
- ✓ Recording Industry of America
- ✓ Red Apple Group
- Reeves Industries, Inc. Capital Related Capital Company
- Republic National Bank of N.Y.
- Restaurant Associates Corp.
- Reynolds Metals Company
- Rhodia Inc.
- Riddell, Inc.
- The Rockefeller Group, Inc.
- The Rockefeller University
- Rose Associates
- Rose's Stores Inc.
- Roxbury Capital Management
- Roytex, Inc.
- RPS, Inc.
- R.S. Lauder, Gaspar & Co., LP
- Rudin Management
- Sanofi
- S.C. Johnson & Son, Inc.
- Schein Pharmaceutical, Inc.
- Schlumberger Industries, Inc.
- Scholastic Inc.
- Scitex Corporation Ltd.
- Seoul Bank
- 754 Fifth Avenue Associates L.P.
- Sheffield Steel Corporation
- Shinhan Bank
- Simon & Schuster, Inc.
- Solomon R. Guggenheim Museum
- ✓ Sotheby's, Inc.
- Spencer Trask Securities Inc.
- SPP Hambro Securities
- St. Luke's-Roosevelt Medical Center
- Stamford Hotels Corporation
- Starrett Housing Corporation
- State University of New York
- Strausman Construction Co., L.P.
- Subaru Distributors Corp.
- Sunglass Hut International, Inc.
- Sun Life Insurance Co. of America
- Super-Sol Ltd.
- Superior TeleCom Inc.
- Swissôtel
- Tanker Service Committee
- Teachers Insurance & Annuity Association of America
- The Official Information Company
- Theatre Porters and Cleaners Funds
- Theatre Stagehands Funds
- Theatre Ticketsellers Funds
- Theatre Ushers Funds
- Thomson-Leeds Company, Inc.
- ✓ Time Warner Inc.
- Times Square Business Improvement District Committee
- ✓ Tony Award Productions
- Toshiba America Electronic Components, Inc.
- Total Fina
- Towers Perrin
- Trader Horn
- Trans World Airlines, Inc.
- Triborough Bridge & Tunnel Authority
- Trism, Inc.
- True North
- ✓ The Trump Organization

Trustee of Allegheny Health,
Education and Research
Foundation

Tullett & Tokyo, Inc.

✓ Shania Twain

✓ 24/7 Media Inc.

UUFCW Local 1262 Pension,
Welfare and Legal Funds

UIS, Inc.

Ulano Corporation

Underwriters Laboratories, Inc.

Unilever United States Inc.

Union Theological Seminary

United Bank of Switzerland

United Industrial Syndicate

United Parcel Service, Inc.

United States Surgical Corp.

✓ Universal Music

US JVC Corp.

U.S. News & World Report

U.S. Realty Advisors

U.S. Trust Co. of New York

U.S. Trust Company of Florida

✓ USA Networks, Inc.

Value Line, Inc.

Values.com LLP

Veronis, Suhler & Associates

Vetco Inc.

Visiting Nurse Service

VS&A Communications Partners

Warburg Dillon Read

✓ Warner Bros.

Webco Industries, Inc.

Weber Aircraft

Western Pacific Housing

Westholm Partners

Wexford Management LLC

Wilshire Real Estate Investment
Inc.

Winterland Productions

✓ WNBA

C.K. Witco Corporation

W.R. Huff Asset Management Co.

Yamaichi International (America)

Yellow Book USA, LP.

The Zomba Group

Zomba Group of Companies

Zurich Capital Markets