

ANNEX 1: ICM REGISTRY BUSINESS PLAN

Business Opportunity

In July 2000, the Internet Corporation for Assigned Names and Numbers (ICANN), a global, non-profit organisation designed to build consensus and oversee administrative functions for the Internet name-and-address system, requested proposals to deal with certain critical issues through the sponsorship of new top-level domains (TLDs).

In its call for proposals, ICANN made it clear that it is seeking innovative solutions from potential registry operators, looking for both the conceptual and practical business frameworks to resolve these issues, which arise from the actual and predicted exponential growth rates in Internet usage . These issues include:

- ✍ The system's current address regime, the domain name system (DNS), is running out of space just as demand for Internet addresses is predicted to double. Website names are currently registered after it is determined they are unique; however, the limited number of (TLDs makes it increasingly difficult for new Websites to find appropriate or accurate addresses;
- ✍ The DNS as it now operates has created a class of "cybersquatters", those who register and hoard prime demand names and addresses in the hope of selling them for exorbitant charges;
- ✍ Trademark and intellectual-property rights are inadequately protected in the regime of the Internet;

Growing numbers of parents and interest groups are concerned about the easy access children have to harmful or inappropriate content. Internet Content Management Registry (ICM Registry) has developed a proposal that fully meets the tender requirements of ICANN, while providing the blueprint for a stable, sustainable and profitable business. Incorporated in the state of Delaware and with its business headquarters in Toronto, Canada, ICM Registry is proposing the creation of two TLDs—.XXX for adult entertainment and .KIDS for material geared to Internet users aged 12 and under—both managed through a revolutionary registry model developed by the company. The model is applicable for the development and management of any TLD, though the two embedded in the ICM Registry proposal specifically and effectively address some key public policy concerns raised by ICANN.

ICM Registry's proposal is built on a coalition of partnerships with existing registry operators, other providers of Internet support services and investors. Pending ICANN approval, ICM Registry is in a position to launch the proposed TLDs in accordance with its registry model. Revenues will be generated in a fast-growing market on a sustainable basis from the registration process and the provision of related services. Details of the business case supporting ICM Registry's proposal are contained in the discussion of operations following and in the financial projections attached.

CORPORATE VISION

ICM Registry will become a premier registration-application service provider, and develop enhanced value-added services.

ICM Registry's vision is to develop benchmark services and products that improve the quality of the Internet.

ICM Registry's mission is to work co-operatively with strategic partners to create winning solutions for Internet-oriented businesses.

ICM Registry's strategy is to collaborate with acknowledged leaders in Internet technologies and service providers to expand Internet capacity in an orderly manner through new charter TLDs.

The firm's initial focus is to launch a reliable registry system in two new TLDs—.XXX and .KIDS—to provide "proof of concept" of its model of registration, trademark protection and auction services.

Details of the ICM Registry Concept

The ICM Registry model envisions the creation of TLDs, supported by a new registration and support procedure. This procedure also deals with the broader issues of fair access, protection of existing trademark and intellectual property rights, and transparency in the acquisition of Internet addresses. ICM Registry has coined a term for this model: Registructure.

Registructure includes:

- ✍ The establishment of Policy Advisory Boards. These independent policy boards will represent an appropriate range of community interests among users, content providers and public-interest groups. The Boards' role is to develop policies and, where required, guidelines to steer registration on the new TLDs.
- ✍ The use of registrars to accept applications and verify the availability of Website names. This reflects current practice.
- ✍ The creation of a comprehensive system to protect trademark and other intellectual-property rights. This system is based on the creation of a new "sunrise" provision, which allows existing trademark holders to pre-register to protect their interests in the new TLD. Cross checking for such interests will be an integral part of the registration procedure.
- ✍ A system in which requests for an address on the new TLD will be made public, and will be subject to challenge. To ensure transparency and fair access, all applications for addresses will be posted to enable protest or competition by other parties.
- ✍ The creation of an "auction" process in cases where competing interests seek a specific Internet address. This process will be run by the registry operator according to rules and a time frame that are transparent and fair to all parties.
- ✍ The use of the Uniform Dispute Resolution Process (UDRP) sanctioned by ICANN for any conflicts resulting from the registration process.
- ✍ The introduction of a "watch" system to further protect the interests of existing trademark holders. Any applicant whose name selections may impact an existing trademark holder, will be notified so that all parties may resolve the conflict.

- ✍ The protection of information filed through the registration process by a vigilant data-watch service.
- ✍ The introduction of a mechanism to facilitate self-rating of Internet content. Currently, each TLD maintains a WHOIS data base containing information on addresses within that domain and other registrant information. Under the ICM Registry proposal, new registrants in the new TLDs would , on a voluntary basis, provide additional categorisation of their content for inclusion in the WHOIS data base. This would be made available to users, assisting those who seek access to such content, while enabling the filtering of that same material by those who do not want it.
- ✍ The enhancement of trademark protection world-wide. The ICM Registry concept can be extended to enable registrars to check applications against the information in all of the WHOIS data bases of the more than 130 existing TLDs.

The ICM Registry model is based on the premise that if the Internet is to meet user need in the provision of Website addresses, new TLDs must be created. However, the ICM Registry model also recognizes the need for registry operators and registrars to implement systems, which work proactively to balance the rights of new applicants, existing domain name holders, and other trademark and intellectual property holders.

ICM Registry proposes to use its model in two areas that present distinct but related public-policy issues on Internet use: adult-oriented sites, and sites appropriate for children 12 and under. These subject areas have been at the center of debate, characterized by deeply held and conflicting opinions. These subject areas raise significant public policy issues of privacy, freedom of expression, access, choice and parental control. These interests are not easily balanced, and have been the source of significant political pressure and lobbying by various interest groups.

ICM Registry believes that its model presents the best opportunity to successfully balance these interests, while preserving the Internet as the key medium not just for consumer choice but for the free exchange of ideas. For this reason, the ICM Registry proposal centers on the creation of two new TLDs:

- ✍ .XXX for adult entertainment;
- ✍ .KIDS for Internet use by children 12 and under.

Advantages and Benefits of the ICM Registry Solution

ICM Registry proposes to operate two restricted high-level domain registry systems.

In operating .XXX, adult-oriented content will be provided with a clearly identifiable “home” for those who wish to access this content, By the same token, that content can be easily filtered or screened by parents. A separate TLD clearly enables choice by adult users, while making all Internet users aware of the nature of a site’s content simply by its address. Providing access without censorship while protecting the rights of those who do not wish to be exposed to such content helps resolve the criticism various interest groups have directed at the Internet’s current structure and processes.

While .XXX as a TLD is a means of dealing with the issue of protecting children, there is in addition a growing need for a TLD that represents a welcoming home for child-appropriate content. For this reason, .KIDS provides a means of making the Internet a safe environment for children's entertainment and education.

The difference and value of ICM Registry's proposal for both .XXX and .KIDS is found in its use of Policy Advisory Boards. In both instances, these Boards have a role to play in establishing norms, ensuring that processes are followed, and maintaining appropriate values. In doing so, they represent a community of interest with respect to specific types of content. Rather than imposing an undesirable and unwanted arbiter or censor on the registry operator, the groups themselves will regulate the Websites since they are the most directly involved and interested in the content. The use of Public Advisory Boards in both instances avoids the imposition of a policing role on the Internet, while recognizing the need for a framework that balances competing public interest.

The creation of these Boards, together with the ICM Registry proposal to add new information on the categorization of content to the WHOIS data base, will enable potential users to clearly understand the nature of what they are about to access. This is particularly effective in enhancing parental choice and control of their children's use of the material on the proposed .KIDS TLD. ICM Registry's proposal is to provide parents with the assurance that there is a welcoming and safe place on the Internet for their children. While it is ICM Registry's intention to run both TLDs on a commercial basis, given the nature of .KIDS and the public policy interests which lead to its creation fees and charges related to .KIDS would be provided on a discounted basis. The ICM Registry processes respond to the issues being addressed by the Commission on the Child On-Line Child Protection Act (COPA) of the U.S. Congress. At the request of Congress, that Commission is examining:

- ~~///~~ the need for a common resource for parents to use to help protect minors;
- ~~///~~ provision of a means for filtering services;
- ~~///~~ provision of systems to rate content;
- ~~///~~ the establishment of a domain name which enables the identification of material harmful to minors;
- ~~///~~ use of existing or the creation of new methods to screen content and reduce access by minors to adult-oriented material.

The concept of a specialized domain for adult material equipped with the proposed mechanisms for registration provides an opportunity for the adult-oriented industry to establish its own response to the concerns at the heart of COPA. At the same time, these same mechanisms address the concerns of such groups as the Center for Democracy in Technology, which argue that the Internet should be a medium of free expression and continue to provide adult services to those who want them.

ICM Registry intends to provide the registry service for both .XXX and .KIDS through the Internet's two leading domain name registry-service providers: dotTV Corporation and Verisign Global Registry Services. Primary registry application functions will be performed by dotTV. Verisign will provide a supporting role for all registration functions, ensuring the registry is reliable and stable.

ICM Registry and its partners will offer superior quality and reliable services based on their track records, expertise and experience. In particular, ICM Registry's proposal is predicated on:

- ✍ verifiable service-level agreements to protect customers from liability and service interruption;
- ✍ providing registrars with a fast, ultra-reliable service to meet registrant expectations;
- ✍ back up and escrow services to safeguard data and information;
- ✍ an advanced registration software system to facilitate integration of registration services.

ICM Registry will also offer:

- ✍ a complete suite of value added services to meet the specialized and different needs of registrars, registrants, and trademark holders;
- ✍ optimal security, firewall, anti-virus and intrusion detection;
- ✍ strategically located service nodes worldwide.

ICM Registry will be established as a single point of accountability for all aspects of its domain name service.

ICM Registry has developed a model for a registry process which addresses the key challenges facing the Internet, and which meets ICANN's criteria for innovative and sustainable service deliver.

Market

Entering the 21st century, the Internet is poised to become the primary tool for acquiring information and conducting business. Over the past three years, all predictions of growth in Internet usage have been dwarfed by the actual results. That trend will continue, and the estimated 220 million people currently accessing the Internet world-wide is expected to exceed 500 million by 2004. Business conducted on the Internet is predicted to reach \$1.3 trillion by 2003.

There are estimated to be more than 900,000 adult-oriented Websites, accounting for approximately 3 per cent of all domain addresses. These sites, however, account for 34 per cent of all Internet traffic. Analysts estimate that the online adult Website market is a \$2B industry capturing almost 20% of the total pornography industry which is expected to be more than \$10 B per year in revenues this year. This represents from 5-10% of total consumer purchases on-line at the present time.

A new .XXX domain will appeal to those adult sites wishing to be instantly recognized as such, and those interested in accessing new addresses that are currently restricted or unavailable on existing TLDs. The new .XXX domain offers an opportunity for enhanced product branding in the adult entertainment industry for those who want it. Initial discussions with operators of adult content sites indicates that more than 18 per cent would be interested in capturing a new ".XXX" domain in its first year of operation.

With respect to the proposed .KIDS domain, the availability of a new TLD exclusively devoted to providing content appropriate to children under 12 will appeal to a wide range

of existing providers of Website services. The ICM Registry proposal to set up Public Advisory Boards and a mechanism for the voluntary rating and listing of content means that parents can be confident that sites on .KIDS enjoy “a seal of approval,” a significant value added to those potential registrants addressing that audience. ICM Registry anticipates that demand for addresses on the new .KIDS domain will mirror general growth rates for the Internet.

Overall, demand for registration on the two new TLDs is expected to be 3 per cent of the total demand for new TLDs, with .XXX accounting for the majority of registrations in the initial years of operation but greater growth in registrations for .KIDS in subsequent years. ICM Registry projects that the market for registrations on these new TLDs would reach 165,000 in the first year, climbing to 485,000 in 2003.

Product Strategy

In the initial years of operation, the creation of new TLDs places focus primarily on registration, and the growth of services tied directly to it such as name auctions. The ICM Registry plan envisages the development of new, value-added features as the new TLDs mature. While registration and auctions will remain a key element of ICM Registry’s business, they will be supplemented by an increasing focus on the provision of a complete range of services to enable its customer users to grow their e-commerce. These include:

- ✍ filtering, through the identification of particular words or character strings in the TLD system, to identify desirable materials or block unwanted content.
- ✍ enhanced protection of trademark and other intellectual-property rights by extending the processes of domain naming to include a broader range of cases. These would include, for example, cases where a proposed name potentially constitutes illegal use of a mark, derogates from the mark, or constitutes a “substring” containing the mark.
- ✍ the generation of statistical data for legitimate requests from the new WHOIS data bases.
- ✍ tools for account management.
- ✍ digital certificates to ensure that under-age users are denied access to specific categories of Internet content.
- ✍ enhanced search engine and listing services.
- ✍ advanced tracking and monitoring tools for customers.

The majority of these services would be offered through ICM Registry’s partnerships with registrars.

Marketing Strategy

The existence of a specialty domain clearly identified as adult-oriented will provide the adult entertainment industry with an opportunity to enhance its branding, directly reach its target audience. It also provides the industry with an opportunity to take the lead in

proactively responding to the concerns surrounding their products and their availability on a public medium like the Internet. Once ICM Registry wins the right to operate a new .XXX TLD it will undertake an extensive marketing campaign within the adult entertainment industry to inform them of the advantages and the availability of the new domain.

The target audience for ICM Registry is the adult content Webmaster, and registrant trademark holders. The ICM Registry proposal creates a new TLD which provides the adult entertainment with a platform in which they can organize themselves into a self-managed entity. They can take charge of their response to their critics, and in meeting on their own terms the social and political forces world wide which have demand that the unmanaged distribution of adult content be addressed. Any marketing strategy must recognize the controversial nature of the industry, the depth of emotional response it triggers in some audiences and cultures, and the sensitivities involved in balancing an adult's right to access any material with a parent's right to ensure children are not exposed to harmful material.

In reaching that audience however, ICM Registry will ensure that it enhances its own brand reputation as a premier registry operator providing a neutral service serving a range of publics.

Marketing Plan

ICM Registry's plan envisages the use of an extensive public relations campaign, direct mail to target audiences, use of promotional strategies, media, and participation in trade shows. ICM Registry also recognizes that marketing for both .XXX and .KIDS ultimately depends on its relationship with registrars as equal partners. Registrars will be the primary point of contact with potential registrants on these TLDs, and ICM Registry will utilize the channels already developed with registrars by its partners VeriSign and dotTV.

Because of the sensitivities surrounding the very different but linked issues which lead to the creation of .XXX and .KIDS, ICM Registry recognizes it needs a solid promotional and public relations strategy dealing with publics beyond its target business audience. ICM Registry has secured The Gable Group to develop a North American promotional strategy and assist it to create public awareness for the brand. As a leader in Internet communications, The Gable Group will enable ICM Registry to establish .XXX in North America, and develop support for the brand internationally through a campaign which respects differences between cultures.

Marketing the Service

Initially ICM Registry will begin to integrate the registrars and the adult content community through on-line media (banner advertising, Website links), as well as traditional media. This campaign is designed to create awareness of the domain within the North American marketplace in the first two quarters of Year 1, and will see \$500,000 spent on public relations, on-line content development, media packages, tradeshows, public speaking and research.

ICM Registry will develop co-operative advertising with all ICANN accredited registrars as service ramps for the initial name auctions. Registrars are ICM Registry's retail channel, and the exclusive distributor of its registration services for the new TLDs. ICM

Registry will propose that its registrar partners contribute \$2.00 per registration to support the drive for registrations on the new TLDs, resulting in an anticipated \$315,000 spent on that targeted marketing.

In order to heighten awareness of the upcoming name auctions, ICM Registry will undertake direct mail, radio and print advertising, and establishing a presence at key trade shows to notify adult content registrants and trademark holders of the auctions, the opportunity they present, and establish how they can participate.

Sensitivity

ICM Registry believes it must establish its brand first in North America prior to extensively marketing internationally. While significant demand for registration on the new domain exists overseas, introduction must be gradual to reduce the potential for social or political conflict.

The .XXX domain is a distinctive brand and service. Its existence goes a long way to reducing some of the fears, and answering many of the criticisms leveled at the adult entertainment industry. Creating this new and unique domain name however poses significant challenges to ICM Registry, particularly with respect the interrelation of .XXX and .KIDS.

ICM Registry will promote its “non-profit” plans for .KIDS services, and the creation of positive brand support for it worldwide. At the same time, ICM Registry’s position is one of providing a neutral platform for information providers, but in a way which enables those providers to conduct business in a socially responsive way.

Key to ICM Registry’s “branding” of its own role in providing these new services are the following values:

- ✍ .XXX provides adult content providers with choice, it is not a mechanism to force the industry to abandon existing domain name marks;
- ✍ while adult content should be available to those who choose to access it, ICM Registry believes that the Internet community has a responsibility to protect children and provide a safe and welcoming home for them on the Internet. To this end, ICM Registry will contribute \$6 per domain name for the creation of the .KIDS corporation, support the operation of the .KIDS registry, develop research on children’s programming, protect children from exposure to adult-oriented content and provide children with tools to go on-line;
- ✍ it is not ICM Registry’s role to address policy issues, but to respond to policy created by Public Advisory Boards for both .XXX and .KIDS. In doing so, ICM Registry will ensure that these Boards fairly represent all of the relevant stakeholders within the Internet community.

Public Relations Strategy

ICM Registry’s public relations strategy leverages the demand for adult content within the North American marketplace in order to support the protection of children from that content.

To do so successfully ICM Registry must undertake a dynamic communications strategy with clear and consistent messages to the Internet community that ICM Registry is responsive to both the concerns and interests of adult webmasters as well as the broader Internet community. Its public relations strategy must target, and balance, the many diverse groups who are interested in and seek to influence this unique service. The Gable Group will co-ordinate these services initially.

To establish its brand and position in this policy area, ICM Registry will focus on strategic announcements with its partners to build interest in and support for its TLDs. In Year 1, these will focus on the approval of a .XXX domain, the announcement of joint marketing agreements with the leading adult content players internationally, and the creation of the Policy Advisory Board of leading Internet representatives to start building consensus-drive solutions to the Internet's adult content issues.

Strategy for Partners

The success of ICM Registry's marketing efforts depends on the strength of its relationships with partners, and the success of joint marketing efforts with those partners.

To build those partnerships, ICM Registry must establish brand awareness, and develop broader relationships which generate additional goodwill among other stakeholders: These include:

- ~~///~~ Internet leaders
- ~~///~~ advocacy and industry groups
- ~~///~~ regulatory bodies
- ~~///~~ adult trade organizations
- ~~///~~ opinion leaders and analysts.

ICM Registry will measure the success of its marketing initiatives, and the participation of registrars in them. ICM Registry will set registration targets and co-operatively work with registrars to achieve them. ICM Registry will monitor and evaluate levels of marketing activity in both electronic and traditional media, and awareness levels this media was able to generate across the registrar Website

The Policy Advisory Board

The Public Advisory Boards are a mechanism for balancing interests and building consensus to resolve long-standing problems. To succeed they must constitute a fair representation of the stakeholders in the adult content management arena, motivated to identify consensus-driven solutions.

Public Policy Involvement

ICM Registry will provide a forum to facilitate a dialogue for Internet users to participate in the development of policy and procedure for services related to both .XXX and .KIDS. In particularly, ICM Registry will:

- distribute regular reports (policy and general)
- seek registrants to communicate their concerns

Establishing Brand Credibility

ICM Registry will:

- establish its presence at all the major adult content shows to assist in branding .XXX, educate, and facilitate the building of consensus on .XXX within the industry;
- secure speaking engagements and presence in media which establishes visibility, trust and credibility on the issue;
- protect trademark holders through notification related to name auctions on the new TLDs;
- target adult content providers with information about the service and the benefits of participating in a self-identified, self-regulated .XXX site.

Summary

The launch of this specialized domain will be a significant, world-wide media event. ICM Registry's public relations campaign will generate interest and reactions from hundreds of thousands of Internet users world-wide.

Success in launching these services hinges on providing all media with a clear and consistent message, engaging senior political, social and business leaders in building consensus and endorsing the solutions available through the new TLDs, and acting in a culturally sensitive way to ultimately build the new TLDs as truly international services.

Success in positioning these new services, and attracting public interest in these unique new domains will ultimately heighten awareness and drive demand for and use of these services.

Financial Projections

In its initial year of operation, ICM Registry anticipates revenues of \$12.2 million (US). Revenues are not expected to begin until the end of the second quarter while the company focuses on preparing for the upcoming sunrise auction period. ICM Registry expects to generate \$4.7 million from registrations and other services, and \$6.4 million from the auction of highly desirable Web names on the new TLDs.

In Year 2, revenues are projected to reach \$19.5 million (\$13.4 million from registrations, \$5.1 million from the auction process and the balance from other services), while in Year 3 they are expected to reach \$29 million (\$24.4 million from registrations, \$4.1 million from the auction process, and the balance from other services). In Year 4, ICM Registry anticipates revenues of \$39.7 million (\$35 million from registrations, \$3.3 million from auction services, and the balance from other services).

Year 1 will generate the highest revenues from the auction process because all names in the new TLDs will be up for sale. Since the ability of existing domains to meet demand

for additional Web names has been constrained for some time, there will be a significant initial demand to register space on the new TLDs. After the initial surge in Year 1, auction revenues will subsequently stabilize and decline due to fewer auctions and the lower value of remaining name choices. At the same time, revenues will increase from growth in registration and the introduction of the full range of value-added services.

In spite of initial start-up costs, the first year will see net profit of \$1.3 million as a result of revenues from the auction process for the most valued addresses. After this initial year, net profits are projected to increase to \$1.5 million in Year 2 (7.5% margin on revenue), \$2.8 million in Year 3 (9.4% margin on revenue) and \$4.4 million in Year 4 (11.1% margin on revenue). Economies of scale should allow for a leveling off or even decline of operating expenses, increasing ICM Registry's profit margin.

Capital expenditures are expected to grow from \$0.9 million at startup, to a total of \$1 million by the end of Year 1, with additional expenditures in years 2 and 3 of \$1 million. Most of the expenditures are for network and computer-hardware assets.

ICM Registry's Team

ICM Registry's founder is Jason Hendeles, a long-standing participant in the development of the Internet infrastructure, and President of ATECH Company Inc, one of the first privately owned and operated, licensed, domain-name registrars.

Michael Palage is Senior Vice President. An intellectual-property attorney and an information-technology consultant, Mr. Palage is Co-Chair of ICANN's Working Group B for the protection of famous trademarks in connection with the domain-name registration system. As Secretary of the Domain Name Supporting Organization (DNSO) Registrar Constituency for ICANN, he is involved in shaping international policy on domain-name registrations.

ICM Registry's strengths derive from the experience of its management team in the development of the Internet and in the communications industry. ICM Registry's management has a long history of involvement in helping shape Internet standards, developing registration-software systems, and running registry operations. In particular, ICM Registry draws on Mr. Hendeles' strengths in building alliances and shaping coalitions among business and community interests.

ICM Registry's proposal is based on partnerships with existing registry operators, investors, and other related Internet support services. This coalition of partners will ensure that ICM Registry can provide a robust, stable and premier-quality service.

Risks

The following are the notable risks associated with this business opportunity, and ICM Registry management's assessment of them:

Regulatory

To date, governments have not materially restricted the use of the Internet. However, that regulatory and legal environment can change as issues arise. These issues include sales and other taxes, user privacy, pricing, content, consumer protection or cross-border commerce. As with all Internet-service providers, the imposition of new regulatory changes could materially impact ICM Registry's business. Management believes these risks are low, and would in any event have only a medium impact. The ICM Registry proposal on .XXX, in fact, provides an alternative to regulation on one of the most difficult political issues related to the Internet, the protection of minors from exposure to adult-oriented material.

Financing

ICM Registry's initial capital inflow and projected cash flow from operations will be more than sufficient to meet both working-capital and capital-expenditure requirements for the initial three years. Revenue is generated in the first three years from a variety of services implemented in phases and the initial levels of interest shown by the adult entertainment industry in ICM Registry's proposal indicate that ICM Registry will be in a strong financial position from inception. Management assesses this as a low risk, but one that could have a medium to high impact on the business.

Competition

In its proposal, ICM Registry has positioned itself as a specialized service provider in a unique market niche. The corporation's potential competitors are companies with strong brand recognition and Internet-industry experience, including telecommunications and cable companies.

Litigation

As a registrar of domain names on two new TLDs, ICM Registry is exposed to risks of various claims related to the rights of third parties whose rights may have been infringed by a registration. While ICM Registry will set aside a portion of revenues as a contingency fund for litigation, it believes that its innovative approach to registration creates procedures and mechanisms that provide a level of trademark protection considerably superior to that currently available on the Internet. Litigation presents a low risk.

Key Employees

ICM Registry's initial success is dependent on the abilities and experiences of its senior executives, particularly the ability of Mr. Hendeles to formulate ICM

Registry's business plans and negotiate partnerships. Initially, the loss of its key executives would have a significant impact on the successful implementation of the ICM Registry concept. Recruitment and succession planning as the company grows is a priority for the corporation.

Accreditation

The provision of domain-name registry services is dependent upon the regulatory approval of ICANN every four years. ICM Registry believes its unique concept provides innovative and appropriate solutions to such key Internet issues as: balancing competing interests on access; protection of property rights; and freedom of expression. Its technology exceeds the technical standards expected, while its processes will exceed the anticipated requirements for license renewal.

Technological Change

As with all Internet service providers, technological change remains an important challenge to maintaining ICM Registry's products and services. ICM Registry will mitigate the risk of technological change with significant plans for on-going investment in upgrades to its services and for the recruitment of highly competent technical staff.

Systems

The success of ICM Registry is dependent on the satisfaction of its customers, advertisers and partners. That satisfaction is predicated on continuous quality service. ICM Registry will mitigate its exposure to risks of interruptions in service through software solutions, regular backup, distributed processing and industry relationships to handle contingency situations.

Growth of Advertising on the Internet

As a new medium, the long-term ability of the Internet advertising market to generate revenues cannot be easily gauged. ICM Registry's future success depends on continuing growth in the use of the Internet as a key advertising and marketing medium. Management believes that the risks of a drop-off in demand through the Internet is low.

ANNEX 2: AGREEMENTS

September 29, 2000

Jason Hendeles
ICMR
2400 Yonge Street
Toronto, Ontario

Re: ICANN Top Level Domain Request for Proposal

Mr. Hendeles,

DMR Consulting will fill senior management positions for the initial start up phase of ICMR subject to the assumptions listed below.

The team will include the following personnel:

David Ulis	Chief Executive Officer
Keith Beard	Chief Information Officer
Jim Mara	Chief Technology Officer
Daniel Schnob	Chief Financial Officer

Other positions can be filled with DMR Consulting personnel as necessary.

Assumptions and Constraints:

1. DMR Consulting will undertake this work once a sub-contractors agreement has been negotiated with ICMR and approved by both parties.
2. Once an agreement is in place, the personnel listed above and the founding partners of ICMR will form the executive of ICMR.
3. An executive search will be undertaken by ICMR at the earliest opportunity to fill the transition team positions with permanent people.

We look forward to the success of your application.

Sincerely,

Greg McIntyre
DMR Consulting
360 Albert Street
Ottawa, Ontario
K1R7X7

ANNEX 3: DOTTV COMPANY INFORMATION

DotTV Financial disclosure:

DotTV is a privately held company. DotTV is confident that it has the financial resources to fully perform its obligations under this contract. DotTV has made confidential financial disclosures to ICANN in connection with its application for the management of other top level domains. In the event that ICANN requires financial information from dotTV as part of its review process of this application, DotTV would be willing to supply such information subject to an appropriate confidentiality agreement.

Anthony Bishop
VP and General Counsel
dotTV
Phone: 626-685-4982
Fax: 626-535-2701
e-mail: a@www.tv
Web site: www.tv

**ANNEX 4: VERISIGN GLOBAL SERVICES COMPANY
INFORMATION**

ANNEX 5: DMR CONSULTING COMPANY INFORMATION

DMR Consulting Group Inc. is a large, well-established and financially sound Canadian-based firm operating world-wide. DMR Consulting Group Inc. is incorporated under the laws of Canada.

The ultimate parent company of DMR Consulting is Fujitsu Limited. Fujitsu is a leading provider of information technology products and solutions for the global marketplace. Founded in Japan in 1935, the Fujitsu Group had consolidated revenues of US \$43.3 billion in the fiscal year ended March 31, 1999.

In 1995, DMR Consulting became a wholly-owned subsidiary of Amdahl Corporation, a world-wide supplier of large-scale processing systems, advanced software and services, providing enterprise-wide computing across the organization. Amdahl is a wholly owned subsidiary of Fujitsu Limited. This acquisition contributed further to the financial strength, capability and resources of DMR Consulting with Amdahl's US\$1.5 billion of business in 1998.

DMR Consulting Group Inc. is a leading international provider of management consulting and information technology (IT) services to businesses and public enterprises, with more than 60 offices in the United States, Canada, Europe and Asia-Pacific. With annual revenues of \$US920 million for 1999 and a global base of close to 10,000 professionals worldwide, DMR Consulting is known for providing integrated business and IT solutions that enable clients to improve their competitive position, market share and productivity. To date, DMR Consulting has served thousands of businesses and public enterprises internationally.

Revenue Profile & Service Breakdown

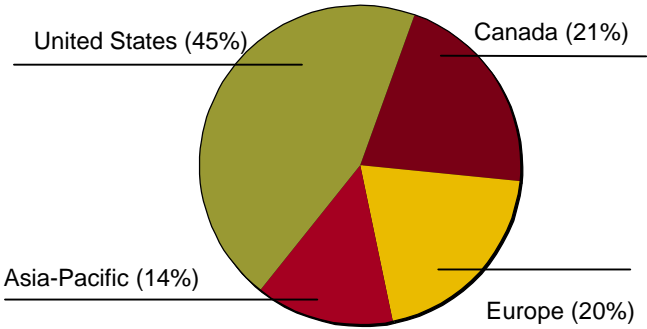


Figure 1: Revenues by Region

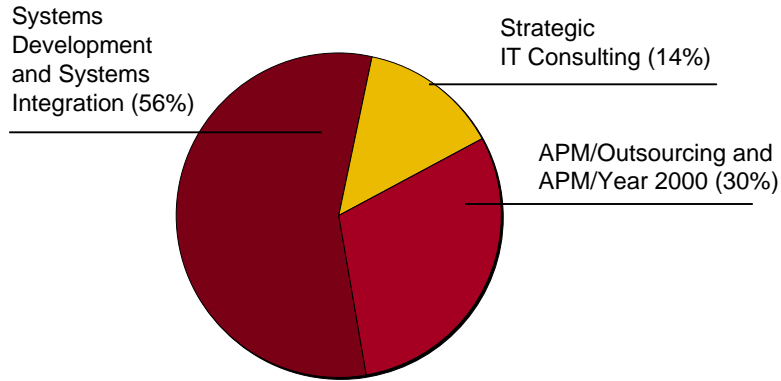


Figure 2: Revenues by Service

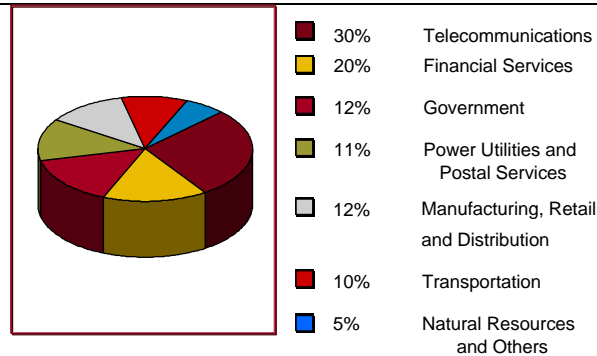


Figure 3: Revenues by Industry

Company History

DMR Consulting Group has 26 years of experience in management consulting, emerging technologies, as well as managing large-scale systems development and integration projects. The following paragraphs outline DMR Consulting’s history in brief:

DMR Consulting has been providing services in the Ottawa marketplace for over 25 years. The Ottawa branch of DMR Consulting employs over 300 practitioners, is one of the oldest in the company, and has enjoyed consistent growth since it was opened.

Today’s DMR Consulting Group consists of four independently operated divisions (DMR Consulting Canada, DMR Consulting Europe, DMR Consulting Asia-Pacific and DMR Consulting U.S.) operating over 60 branches worldwide. The growth of DMR Consulting continues to be fueled by an acclaimed track record for delivering competitive business solutions, and by continuous investment in the development of methods and processes. As a result, DMR Consulting’s professionals remain at the leading edge of information technology expertise and evolution.

DMR Consulting's Reputation for Excellence

Other value-added characteristics that DMR Consulting brings to the table are best summarized in the International Data Corporation (IDC) report entitled "Top Services Firms in Canada: An Image Perception Study" (June 1999, Vol. 1, IDC #19870, Tab Report) which categorizes DMR Consulting as follows:

✍ Top Ten in such categories as: Excellent Track Record, Strong Technical Expertise, Industry Expertise, Ability to Work with our People, Knowledge Transfer, Speed of Implementation, Flexibility, A Methodology-Based Approach, and Thought Leadership and Innovations.

DMR Consulting's Commitment to Quality

Corporately, DMR Consulting has made a strong and ongoing commitment to quality. DMR Consulting has created an organization where the quality chain-of-command starts with the CEO, Mr. Michael Poehner. DMR Consulting's corporate commitment to Quality Management is evidenced by the DMR Consulting Quality Policy Statement. This document provides top-level quality management direction to DMR Consulting employees. It was issued in 1997 by Michael Poehner, Chief Executive Officer for DMR Consulting worldwide, and endorsed for immediate application in Canada, by the Canadian President at the time the policy was issued.

DMR Consulting's is ISO 9001 Certified

Since DMR Consulting was formed in 1973, its clients have been provided with quality products and services. In 1992, DMR Consulting took the necessary measures to formalize its quality ethic by implementing an industry certified quality system. This system was developed as a comprehensive set of policies, manuals, procedures and associated forms and checklists, and was compliant with the ISO 9001:1987 standard and CSA Q396.1.1.

DMR Consulting passed the registration audit on the initial attempt, an accomplishment shared by only 20% of all firms. DMR Consulting has subsequently passed two annual maintenance audits, in 1997 and 1998, and in May of 1999, it passed the first re-certification audit (conducted every three years). In May 2000, DMR Consulting passed its annual maintenance audit since its re-certification audit. All of these audits were conducted by the ISO 9001 Registrar, and DMR Consulting was found fully compliant each time.

DMR Consulting's Alliances

DMR participates in many non-exclusive technological relationships with vendors for the purpose of acquiring enhanced knowledge in support of system integration and consulting activities. These relationships are varied in nature, ranging from the ability to obtain early copies of products to collaborative product development. Often these relationships entitle DMR consultants to a higher level of support that leads to faster resolution of problems. It also makes DMR consultants privy to future vendor direction and strategy that are helpful in assessing the relative merits of different projects.

DMR has also partnered with several hardware vendors who provide key technologies or services. Typical of these are Compaq and Digital Equipment (both before and since

their merger), Amdahl, Hewlett-Packard and IBM, as well as many third party hardware vendors and Value-Added Resellers. In addition to supplying hardware these alliances provide DMR and, through us, our clients with access to better technical information and support, and in some cases better prices. We have actively used these alliances in support of many hardware acquisition and roll-out assignments on behalf of our clients.

The following provides a brief discussion of relationships DMR currently has in place:

Microsoft Solution Provider Partner. The Solution Provider program entitles a DMR business unit to access the Microsoft Developers Network, no-cost copies of MS products for internal training purposes, beta programs, Microsoft TechNet, resource kits, premier comprehensive technical support at discounted pricing, technical training events, self-study kits, and preparation for the Microsoft Certified Professional Program. It also facilitates partnerships with Microsoft Consulting Services on strategic projects requiring exceptionally in-depth product expertise. The Solution Provider program is administered at the local DMR business unit level.

Microsoft Enterprise Partner. DMR, Amdahl and Microsoft formed a worldwide strategic alliance to help Global 2000 organizations exploit new enterprise-wide solutions and Web-based computing while protecting current investments in host applications and data. The alliance positions the three partners to jointly offer a unique value-chain of enterprise-ready solutions that integrate the Microsoft Windows NT Server network operating system and the Microsoft BackOffice family of solutions into their IBM OS/390 environments. The alliance initiatives include areas such as electronic commerce and Web-host integration, enterprise messaging, enterprise integration, business intelligence (data warehousing), and application re-hosting.

IBM. DMR is a member of IBM's BESTeam program. This relationship provides extensive access to many of IBM's software products, with emphasis on client/server support. Software is provided for trial and development purposes along with technical information resources. The program is administered at the local DMR business unit level.

Oracle. DMR Consulting Group Inc. and Oracle Corporation have two cooperative agreements in place. The first, known as the "Oracle Alliance Agreement", (number 5043, effective June 1st, 1998), designates DMR as an authorized reseller of Oracle products. It also gives us access to development licenses (i.e. as an ISV), marketing support licenses (demos and testing) and sub-licences (i.e. for resale). This agreement applies worldwide to all of DMR.

The second agreement is the Oracle Partner Program. This agreement is signed on a country by country basis and gives access to a number of development licenses, training discounts, technical support and marketing support. This agreement requires that DMR have a number of Oracle certified professionals on staff and that we influence a certain level of Oracle sales.

For DMR, these agreements lay the foundation for a higher level of cooperation with Oracle in order to reduce our risks and costs associated with the delivery of complex, state of the art business solutions incorporating Oracle software products.

Other strategic vendor alliances and relationships include:

?? ABT Corporation (Project Workbench) ?? Mercury Interactive

?? AD Technologies (Micro Focus)	?? Merisel
?? Amdahl Corporation	?? MetaLink
?? Apertus Technologies	?? Metasolv
?? Baan	?? Micro Focus Business Partner
?? Borland/Inprise	?? Netscape
?? CA Associates	?? Novell
?? Checkpoint	?? Objecstar
?? Cisco	?? Oracle Corporation
?? Clarify	?? Powersoft and Sybase
?? CogniCASE	?? Prism Solutions
?? Compaq	?? Prologic
?? Compuware	?? Remedy Corporation
?? Dell Computer Corporation	?? SAP Canada Inc.
?? Entrust Technologies	?? Siebel
?? FORTE	?? Sigma System Group
?? Fujitsu	?? SSA
?? HP (UNIX servers)	?? SUN Systems Reseller Program
?? Hummingbird	?? Symantec
?? INFORMIX Software, Inc.	?? Toshiba
?? Ingram Micro	?? Visio
?? Lotus Corporation	?? Waldata
?? McAfee	?? Wiltel
?? McCabe and Associates	?? Xerox

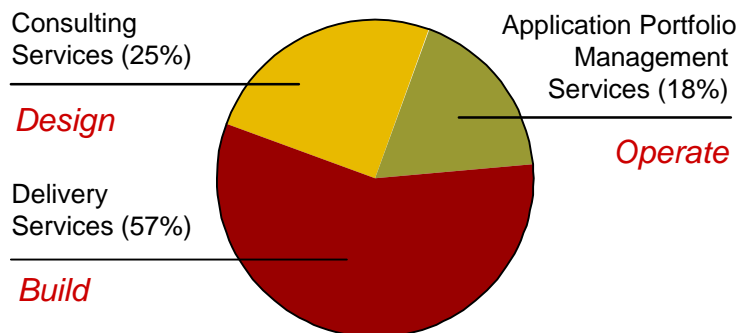
Company Profile and Revenues

DMR Consulting is a leading global provider of e-consulting services and business solutions to Fortune 1000 companies as well as to Internet start-ups. Our consultants design, build and operate high-impact e-solutions that measurably enhance business performance. A strategic member of the Fujitsu family of companies, DMR employs more than 9,000 highly trained professionals in over 65 offices worldwide.

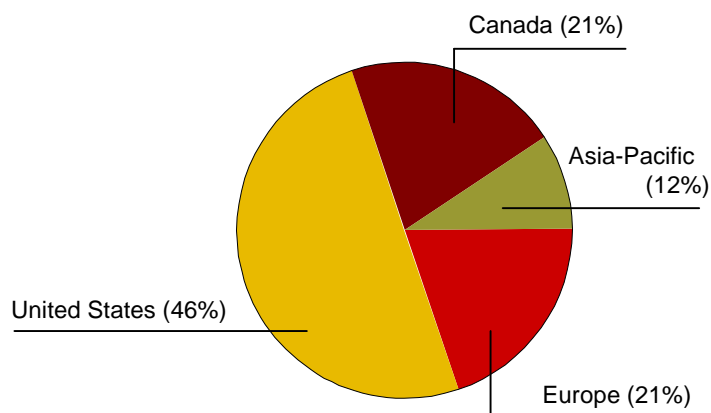
DMR Consulting has 27 years of experience in managing large-scale systems development and e-integration projects, combined with expertise in management consulting and emerging technologies. To date, DMR Consulting has served thousands of businesses and public enterprises internationally.

With annual revenues of close to \$US900 million for 2000, DMR Consulting is known for making IT investments pay off.

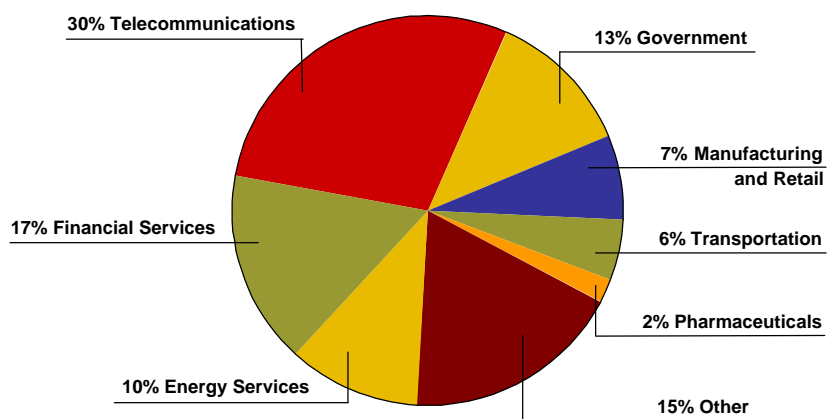
Revenues by Service 2000



Revenues by Region 2000



Revenues by Industry 2000



The DMR Extended Enterprise Framework

To compete effectively in the new economy, companies are looking beyond the four walls of traditional organizational boundaries. Information systems and business processes are being extended and integrated with systems and processes of their customers, business partners and suppliers. A new company model is emerging—the extended enterprise—which reduces the time and cost of doing business, strengthens partnerships and develops more productive customer and supplier relationships.

Our vision for the extended enterprise depicts the paths to electronic bonding with customers, suppliers and partners, and serves as the underpinning of our solutions. Through the DMR Extended Enterprise framework, we help you develop a strategic vision for your enterprise, and then provide the hands-on, day-to-day expertise to realize that vision. We know how to guide clients through the processes of IT-enabled business transformation required to build the extended enterprises of the 21st century.

Our Service Focus

e.Commerce Services

Develop an e.business strategy that extends the reach of your enterprise to your employees, suppliers, business partners and customers, with our e.Commerce Services.

Our experts help you gain a strategic overview of your e.business options and support you during the full delivery cycle so you can derive maximum business value of Internet solutions. We will assist you in the strategic planning, design, development and deployment of either business-to-business or consumer-to-business Internet commerce solutions, as well as transactional Web site hosting.

Customer Relationship Management Services

Develop and maintain closer relationships with your clients, with our Customer Relationship Management (CRM) Services. The vision of creating superior customer relationships is now attainable via a rapidly maturing suite of CRM solutions that can integrate front-office sales management, marketing and customer care. We can help you achieve a quantum leap in business value through the seamless integration of CRM solutions across channels, segments, lines of business and the customer life cycle. Our offering encompasses CRM strategy development, enterprise and process design, as well as IT infrastructure implementation and package integration.

Value Chain Services

A fully optimized value chain maximizes profits by seamlessly integrating internal business processes and systems with those of your suppliers, partners and appropriate content providers to meet the needs of your end consumers. Our value chain expertise helps you identify these functions that add value to your end product. We focus on accelerating value creation and eliminating redundant or unproductive processes. Leveraging our expertise in e.business transformation, business intelligence and enterprise application integration, our consultants will optimize your value chain by creating virtual B2B environments and fully integrated trading partner networks. A fully optimized value chain will allow you to reduce order cycle time, lower material, service and administrative costs, as well as improve buyer and supplier collaboration.

Application Portfolio Maintenance / Outsourcing Services

With our Application Portfolio Maintenance / Outsourcing Services, you benefit from DMR's rich base of international experience in applications support, maintenance, and enhancement of legacy and ERP applications. We help you evolve and maintain your application portfolio in a logically phased, cost effective manner. Our flexible engagement approach includes a variety of contract types: fixed price, time and materials, fee-for-service or shared benefits. All contracts are Service Level Agreement-based. You benefit from forging a relationship with DMR that focuses on your business needs in a continuously improving IT application environment.

Application Service Provider

Gain in operational performance as well as cost savings by using DMR Consulting as your Application Services Provider (ASP). We deploy, host, manage, and rent access to applications from a centrally managed facility. We work with best-in-class strategic partners to provide all the specific services and expertise to manage and maintain selected point solutions or a complete set of enterprise applications. In addition, our ASP solutions enable you to focus on your core competencies while ensuring you have applications and services readily available to respond quickly to evolving business information needs.

List of Offices

United States

Atlanta GA
Austin TX
Birmingham AL
Boston MA
Charlotte NC
Chicago IL
Dallas TX
Denver CO
Detroit MI
Edison NJ
Jacksonville FL
Jersey City NJ
Kansas City KS
Los Angeles CA
Miami FL
New York NY
Orange CA
Philadelphia PA
Phoenix AZ
San Francisco CA
Seattle WA
St. Louis MO
Sunnyvale CA
Tampa FL
Walnut Creek CA
Washington DC

Canada

Calgary AB
Edmonton AB
Fredericton NB
Halifax NS
Montreal QC
Ottawa ON
Quebec City QC
Saint John NB
Toronto ON
Vancouver BC
Victoria BC
Winnipeg MB

Europe

Barcelona, Spain
Birmingham, United Kingdom
Brussels, Belgium
Copenhagen, Denmark
Dublin, Ireland
Lisbon, Portugal
London, United Kingdom
Luxembourg, Luxembourg
Madrid, Spain
Manchester, United Kingdom
Oslo, Norway
Paris, France
Rome, Italy
Stockholm, Sweden
Utrecht, Holland

Asia-Pacific

Adelaide, Australia
Brisbane, Australia
Canberra, Australia
Darwin, Australia
Hong Kong
Kuala Lumpur, Malaysia
Melbourne, Australia
Perth, Australia
Sydney, Australia
Wellington, New Zealand

South America

Buenos Aires, Argentina
Santiago, Chile

Contact Points

United States:

DMR Consulting
333 Thornall Street
Edison, NJ 08837
United States
Tel.: (732) 549-4100
Fax: (732) 549-2375

Canada:

DMR Consulting
1000 Sherbrooke Street West
Suite 1600
Montreal, Quebec
Canada H3A 3R2
Tel.: (514) 877-3301
Fax: (514) 877-3351

Europe:

DMR Consulting
Status 4, Status Park
Nobel Drive, Hayes
Middlesex, UB3 5EY
England
Tel.: 44-181-917-1000
Fax: 44-181-917-1001

Asia-Pacific:

DMR Consulting
Level 7
155 George Street
Sydney NSW 2000
Australia
Tel.: 61-2-9293-0000
Fax: 61-2-9293-0555

DMR Consulting Consolidated Revenues

Source: DMR Marketing and Finance Department; June 19, 2000

Consolidated Revenues by Year (Year end December 31st)

Calendar Year	TRECOM Revenues	DMR Revenues	Total Revenues
1992	48 million \$US	192 million \$US	
1993	64 million \$US	215 million \$US	
1994	87 million \$US	219 million \$US	
1995	135 million \$US	213 million \$US	
1996	<i>(DMR and TRECOM Merger)</i>		519 million \$US*
1997			700 million \$US
1998			853 million \$US
1999			920 million \$US

* annualized

Changes in the way DMR Consulting reports revenues

In 2000, DMR Consulting started reporting its revenues on a fiscal basis. As of May 31, 2000 (fiscal 1999-2000), DMR Consulting's worldwide revenue is **US\$888 Million**.

Net Consolidated Revenues by Service (Year end December 31st)

Services	1999	1998	1997	1996	1995	1994
Delivery:						
- System Development and Integration	39%	43%	56%	53%	48%	53%
- APM/Outsourcing	18%	22%	23%	30%	23%	16%
- APM/Year 2000 and Euro	18%	20%	7%	--	--	--
Strategic IT Consulting:						
- IT Strategy, Re-engineering and Benefits Realization	25%	15%	14%	17%	19%	18%

Net Consolidated Revenues by Sector

Sector	Fiscal 1999-2000
Telecommunications	30%
Financial Services	17%
Government	13%
Energy Services	10%
Manufacturing, Retail and Distribution	7%
Transportation	6%
Pharmaceuticals	2%
Others	15%

Net Consolidated Revenues by Region

Region	Fiscal 1999	1998	1997	1996	1995	1994
Canada	21%	22%	21%	26%	53%	51%
Asia-Pacific	12%	12%	14%	15%	25%	23%
United States	46%	47%	45%	44%	13%	17%
Europe	21%	19%	20%	15%	9%	9%

Fujitsu Limited Consolidated Revenues by Year (Yen Million)

1994	3,139,330
1995	3,257,706
1996	3,371,966
1997*	4,503,474
1998**	4,985,382
1999***	5,242,986
2000****	5,260,000

* Equivalent Fujitsu Limited Consolidated Revenues for 1997: US\$36.3 billion (in the fiscal year ended March 31, 1997).

** Equivalent Fujitsu Limited Consolidated Revenues for 1998: US\$37.7 billion (in the fiscal year ended March 31, 1998). (Conversion rate of \$1 = 132 yen)

*** Equivalent Fujitsu Limited Consolidated Revenues for 1999: US\$43.3 billion (in the fiscal year ended March 31, 1999). (Conversion rate of \$1 = 121 yen)

**** Equivalent Fujitsu Limited Consolidated Revenues for 2000: US\$49.6 billion (in the fiscal year ended March 31, 2000).

Financial Strength and Ownership Structure

Ownership and Operational Structure

The ultimate parent company of DMR Consulting is Fujitsu Limited. Fujitsu is a leading provider of information technology products and solutions for the global marketplace. Founded in Japan in 1935, the Fujitsu Group had consolidated revenues of US\$49.6 billion in the fiscal year ended March 31, 2000.

DMR Consulting is a wholly owned subsidiary of Amdahl Corporation. Amdahl is a wholly owned subsidiary of Fujitsu Limited. With over 500 group companies, including Amdahl Corporation, DMR Consulting and ICL (UK), Fujitsu is one of the world's largest suppliers of computers and information systems solutions, telecommunications, semiconductor products, software and services. Fujitsu has over 188,000 employees worldwide and operations in more than 100 countries.

As of the most recent fiscal year end, DMR Consulting (formerly listed on the Canadian stock exchange) was a fully owned subsidiary of Amdahl Corporation (formerly listed on the US stock exchange). Amdahl Corporation acquired 100% of DMR in 1995. Amdahl Corporation also acquired TRECOM Business Systems Inc. in 1996 which was later merged with the US operations of DMR. In September 1997, Fujitsu Limited obtained all remaining shares of Amdahl Corporation thus making Fujitsu the sole shareholder of Amdahl Corporation and, thus, DMR. Company de-listings for DMR and Amdahl occurred as a consequence of the acquisitions.

The expanded DMR Consulting consists of five independently operated regions: DMR Canada, DMR Europe, DMR Asia-Pacific, and DMR U.S.–Commercial, and DMR U.S.–Telecommunications.

The DMR operational structure is shown in the figure below.

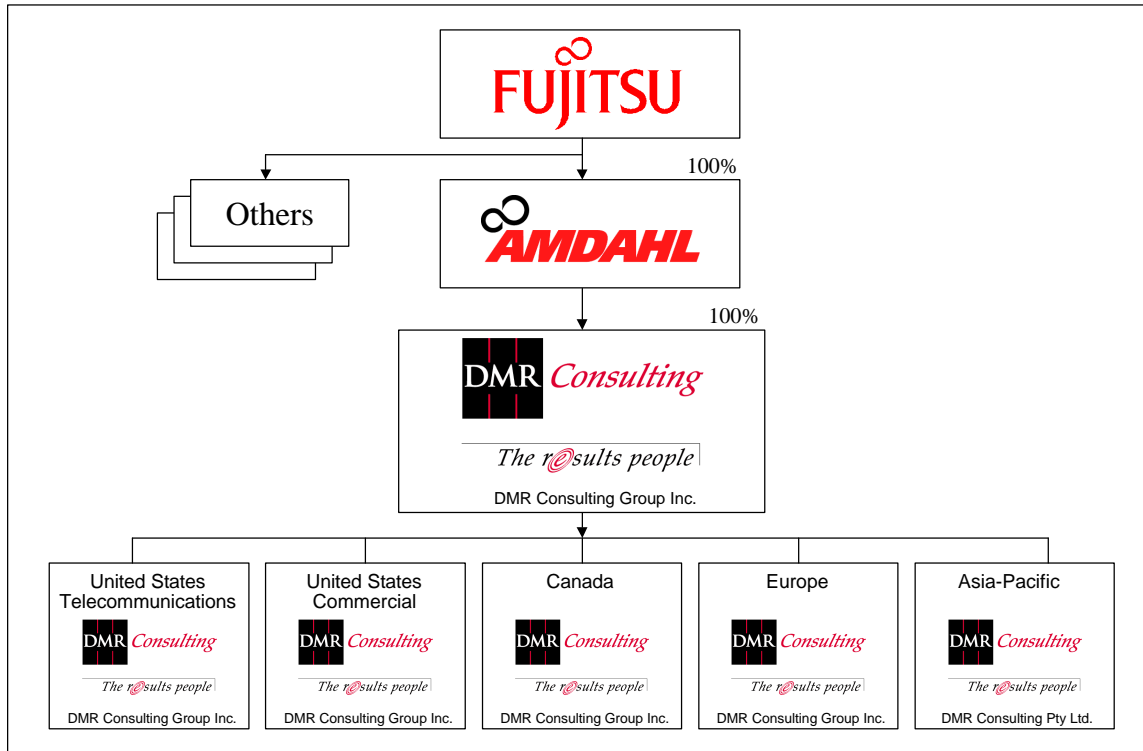


Figure: Operational Structure

History of Ownership

Headquartered in California with locations in more than twenty countries and sales in nearly thirty, Amdahl Corporation is an international company founded in 1970 to develop and manufacture large-scale mainframe systems and peripherals.

In the past years, a process of rapid transformation has been under way to make Amdahl a complete supplier of fully integrated hardware, software and service solutions from desktop to data center.

To this end, in November 1995, Amdahl purchased DMR Group Inc. (formerly listed on the Canadian stock exchange), a global information technology consulting company with a strong presence in the western United States, Canada, Australia and Europe.

In April 1996, Amdahl Corporation acquired TRECOM Business Systems Inc., which was founded in 1985 and was a privately held corporation until the Amdahl purchase.

On January 1, 1997, DMR Consulting Group Inc. was created, composed of both DMR Group Inc. and TRECOM Business Systems, Inc., which were integrated into a single concern.

In September 1997, Fujitsu Limited obtained all remaining shares of Amdahl Corporation thus making Fujitsu the sole shareholder of Amdahl Corporation and, thus, DMR. Amdahl Corporation is wholly owned by Fujitsu Limited.

Financial Strength and Viability

As part of a large multinational firm, DMR's strength derives from its parent's financial resources and builds on its own assets, as detailed below:

☞Fujitsu Limited – Over US\$49.6 billion in sales in 2000.

☞DMR Consulting ? Close to US \$900 million in revenues for fiscal year 1999.

Fujitsu Limited (TSE: 6702), the ultimate parent company of DMR Consulting, has a Moody's rating of A2. There is no Standard and Poors rating available on DMR.

Today, DMR Consulting has over 500 active customers worldwide. This attests to two important characteristics: repeat business from existing customers and ability to retain talent.

DMR Consulting's Senior Executives:

As of August 2000

Title	Name	Location	Assistant
President	Michael J. Poehner	Edison, NJ	Christine Contini
Vice-president, Sales and Marketing	Dick Cundari	Edison, NJ	Maria Zimmerman
Vice-president, Practices	Pierre Poitras	Ottawa, ONT	Sylvie McPartlin
Vice-president, Asset Management	Tony Pirozzi	Edison, NJ	Denise Fitzgerald
Chief Financial Officer	Ron Charow	Edison, NJ and Montreal, QC	Francine Pellerin
President Canada and Europe	Ron McCulloch	London, UK and Montreal, QC	Vivienne Green

President United States	Kathryn Ward	Walnut Creek, CA	Denise Andrade
President Telecommunications	Bob Manning	Edison, NJ	Susan Ampe
President Asia-Pacific	Alan Baxter	Sydney, Australia	Donna James

As of December 31, 1999, DMR Consulting had 8,407 professionals in 65 offices in the United States, Canada, Europe and Asia-Pacific.

As of March 31, 2000, Fujitsu Limited's total number of employees was 188,000 (excluding DMR Consulting).

Allocation of employees according to career path:

Systems delivery professionals	40%
Technology consulting professionals	13%
Management consultants and industry experts	10%
Project management professionals	23%
Company management and administrative support	14%
Total	100%

Allocation of employees according to geography:

Canada	30%
United States	35%
Europe	23%
Asia-Pacific	12%
Total	100%

ANNEX 6: ATC REGISTRAR SUBMISSION

ANNEX 7: ICM REGISTRY MANAGEMENT RESUMES

JASON HENDELES

PRESIDENT & CHAIRMAN

ICM Registry, Inc.

2300 Yonge Street, Suite 907 PO Box 2326
Toronto, Ontario Canada M4P 1E4

Tel: 1-416-485-3888

Fax: 1-416-485-6195

Email: Jason@iy.com

INTRODUCTION

Mr. Hendeles is a creative and results driven entrepreneur, with an uncommonly agile conceptual and analytical mind. His unique marriage of vision, technology and financial skills provide him with the essential skills to form the successful cyber business of the 21st Century.

PRESENT POSITION

Jason Hendeles currently acts as Founder and CEO of both ICM Registry, Inc. and A Technology Company, Inc. ("ATC"). ATECH was one of the first registrars accredited by the Internet Corporation for Assigned Names and Numbers to competitively register web addresses. Mr. Hendeles has over 4 years of experience working with a wide variety of telecommunications and successful information technology start-ups. He is also recognized for his success in the commercial real estate development and management industry

FORMER POSITION (1992-7)

Jason Hendeles led the successful financial and physical restructuring of Horizon Developments an established Canadian commercial real estate company. The success of this restructuring led to the company's acquisition by O&Y Properties, a prominent Canadian development company, owned and operated by Philip Reichmann and the Reichmann family.

Currently, Jason is a member of the Board of Directors of O&Y Properties. Over the past 3 years O&Y Properties has rapidly grown into the largest real estate services company in Canada with over 83 million square feet of property under management, and offices in every major Canadian City. The company recently completed the acquisition of 1 First Canadian Place office tower, a 2.7 million square foot office and retail complex located at the heart of Toronto's financial district.

Achievements:

Jason is recognized for his unique marriage of skills. In addition to having a wide range of public company and non-profit company experience, Jason is recognized for his technical expertise. Some of his accomplishments include:

- ?? Designed asynchronous transfer mode network solutions for large-scale commercial real estate projects in Canada.
- ?? Led the design and planning of Skyscape Communications, Inc. one of the first throughput guaranteed data network solutions. As part of the Skyscape solution, the company designed and developed advanced BGP server technology able to perform proprietary high level routing functions.
- ?? Led the development and construction of private facilities and network solutions for major Canadian companies including UNUM Canada, Motorola, the Toronto Ambulance Dispatch System and many other established companies.
- ?? Was a senior business consultant to Tim Roberts with the network design and strategic planning of Intira (former known as the "Digital Broadcasting Network").
- ?? Was the senior consultant and founder of the National Moving Network, one of the largest online moving brokerage companies in North America.
- ?? Was an active participant in the International Forum on The White Paper and the Global Alliance Workshop ("GIAW")
- ?? Continues to be a significant contributor to the development of working groups and committees within the Internet Corporation for Assigned Names and Numbers.

Outside the information technology industry:

- ?? Jason acts as the Director of the Ydessa Hendeles Art Foundation, an internationally renowned contemporary art museum based in Toronto, Canada.
 - ?? Jason sits on the strategic advisory board of the Art Gallery of Ontario, one of Canada's pre-eminent art institutions.
 - ?? The Hendeles family continues to be actively involved in the United Jewish Appeal, Israel Bonds and the Canadian Chapter of
-

the Weizmann Institute of Science.

?? Jason was recently nominated to the Foundation board of the Beth Tzedec, the largest Synagogue in North America.

EDUCATION

1989–1992 University of Western Ontario London, Ontario
 ℳ B.A., Urban Development and Film.
 ℳ Was elected to the University Senate in 1991

Michael D. Palage, Esq.

e-mail:

mpalage@InfoNetworks.com

EDUCATION

- * Temple University School of Law, Philadelphia, PA, 1995
Juris Doctor
 - * Drexel University, Philadelphia, PA, 1990
B.S.E.E.
-

PROFESSIONAL EXPERIENCE

- * InfoNetworks, Inc. - Palm Beach, FL (November 1998 - Present)
Vice-President, Chief Information Officer
An international computer service and consulting company providing high-end information services to the legal and business community. Primary focus is business development as well as software design and enhancement.
 - * Contact Charter School (CCS) - Philadelphia, PA (Spring 1999 - Present)
Legal and Technical Consultant
Providing legal and technical assistance to a group of educators in the process of creating a virtual charter school recognized by the Commonwealth of Pennsylvania.
 - * IP Warehouse, Inc. - Philadelphia, PA (June 1997 - October 1998)
Vice-President
Technology law consulting and service company. Extensive experience in website and database design. Responsible for product and client development.
 - * Drexel University - Philadelphia, PA (Summer 1996 & Summer 1997)
Adjunct Professor
-

Created and continue to teach graduate information technology courses discussing legal, technological and social issues surrounding the Internet and online systems. Course utilizes an Internet site for all course material as a model for distant learning education.

* Seidel, Gonda, Lavorgna & Monaco - Philadelphia, PA (January 1994 - June 1997)

Clerk

Researched and prepared legal memoranda, briefs, and pleadings in patent, trademark, copyright and right of publicity litigation.

Extensive trademark experience including prosecution, cancellation, opposition and litigation proceedings.

* Honorable Robert Gawthrop III - United States District Court, E.D.Pa. (Fall 1993)

Student Intern

Researched and drafted summary judgment opinion in a patent and trademark infringement case.

* Philadelphia Naval Ship Yard, - Philadelphia, PA (June 1990 to January 1993)

Electrical Engineer

Designed and developed communication, radar and security systems.

Responsible for on-site inspection, plan design, procurement and engineering support. Required and extensive interaction and communication with multi-disciplinary trades.

SPEACHES, ARTICLES AND COURSES

* ICANN ORIENTATION WORKSHOP - Yokohama, Japan - July, 2000
"New Internet Top-Level Domains"

* KRNIC ICANN WORKSHOP - Seoul, Korea - July, 2000
"Famous Trademarks and the Internet Domain Name System"

* INTERNATIONAL ANTICOUNTERFEITING COALITION (IACC) - Denver, CO
April, 2000
"E-Commerce Legal & Practical Issues- Developing Topics on E-Commerce Infringement"

* INTERNET SERVICE PROVIDER FORUM (ISPF) - New Orleans, LA - November,

1999

"State Of The Names Address: What is going on with Namespace Policy, Politics and Governance"

* PALM BEACH COUNTY BAR ASSOCIATION - West Palm Beach, FL - October, 1999

"Establishing an Internet Presence: Practical, Technical and Ethical Issues to Consider"

* MILLERSVILLE UNIVERSITY - Millersville, PA - February, 1999

"The Digital Millennium Copyright Act and its Impact on Educators"

* PLEASANT VALLEY SCHOOL DISTRICT - Pleasant Valley, PA - February, 1999

"Online liability issues for students and educators." 2 days

* UNITED STATES COPYRIGHT OFFICE - Washington D.C. - January 1999

Testified at public hearings on behalf of various educational institutions concerning the impact of the Digital Millennium Copyright Act with respect to distant learning education.

* ITEC EXPO - PHILADELPHIA - November, 1998

"Online Liability: Legal Potholes on the Information Superhighway Update."

* UNIVERSITY OF DAYTON SCHOOL OF LAW - Dayton, OH - October, 1998

"Cybercrimes against Children on the Information Superhighway"

* DREXEL UNIVERSITY COLLEGE OF INFORMATION SCIENCE & TECHNOLOGY'S CONTINUING EDUCATION WORKSHOPS - Philadelphia, PA - June, 1998

"Cyber-Rights, Legal Potholes on the Information Superhighway,"

* JUPITER, PALM BEACH & SINGER ISLAND ROTARY CLUBS - South Florida - Winter 1998

"Internet Surfers Beware - Do You Know Where You Have Gone Today?"

* DREXEL UNIVERSITY COLLEGE OF INFORMATION, SCIENCE & TECHNOLOGY - Philadelphia, PA - March, 1998

"Online Liability - Legal Potholes on the Information Superhighway"

* DREXEL UNIVERSITY COLLEGE OF INFORMATION SCIENCE & TECHNOLOGY'S CONTINUING EDUCATION WORKSHOPS - Philadelphia, PA - June, 1997

"Internet And Online Issues: Legal, Technological, And Social,"

-
- * THE PHILADELPHIA ASSOCIATION OF PARALEGALS, EDUCATION CONFERENCE - Philadelphia, PA - Fall 1996
"The Internet - legal research and ethical concerns,"
 - * DREXEL UNIVERSITY, DEPARTMENT OF ELECTRICAL ENGINEERING - Philadelphia, PA - January, 1997
"Alternative Careers for Engineers,"
 - * BALCH INSTITUTE FOR ETHNIC STUDIES - Philadelphia, PA - February, 1996
"Civil Rights in Cyberspace,"
 - * WIDENER UNIVERSITY SCHOOL OF LAW - INTELLECTUAL PROPERTY SOCIETY - Spring, 1996
"Emerging Legal Issues Surrounding the Internet and Cyberspace,"
 - * WEST CHESTER UNIVERSITY TECHNOLOGY SYMPOSIUM - West Chester, PA - March, 1996 Guest Speaker
"Conducting Commerce on the Internet,"
 - * WEST CHESTER CENTER FOR THE STUDY OF CONNECTIVITY & DATABASES – West Chester, PA - Spring 1996 Author and Lecturer:
 - ?? "Legal Potholes on the Information Superhighway"
 - ?? "Safeguarding Children in Cyberspace"
 - ?? "Internet & Pornography - Concerns for Educators"
 - * PHILADELPHIA INTELLECTUAL PROPERTY LAWYERS ASSOCIATION, Philadelphia, PA - Fall, 1995 Guest Speaker
"Prior Art Searching on the Internet"
 - * LAW, EDUCATION, AND PARTICIPATION (LEAP), Temple University School of Law - Author and Instructor
 - ?? "PULSE Summer Institute - Internet 101 for Educators" - Summer, 1996
 - ?? "2020 Vision Future Symposium" - Spring, 1996
 - ?? Internet Seminar for "Street Law" Clinical - Fall, 1995
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COURSES

* DREXEL UNIVERSITY

"Critical Issues in Cyberspace,"

Course Developer and Instructor, (Summer Session 1996 and 1997)

PUBLICATIONS

- * Employer Liability for Copyright Infringement of Computer Software,
The Data Law Report, May 1995
-

OTHER ACTIVITIES/ASSOCIATIONS

- * Secretariat of the ICANN DNSO Registrar Constituency.
* Co-Chair of ICANN Working Group B: Responsible for chairing and preparing the report evaluating the WIPO recommendation for safeguarding famous trademarks in connection with the Domain Name System.
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EXPERT TESTIMONY

- * AOG v. PRSI et. al.. Retained by the Florida Attorney General's Office to provide expert testimony in business development and
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software design, information services, and intellectual property matters in an Internet related matter. Testified at preliminary hearing. Matter still pending.

PROFESSIONAL ASSOCIATIONS

Member:

- * Bar of the Commonwealth of Pennsylvania (1995-Present)
 - * Bar of the State of Florida (1996-Present)
 - * Member of the Palm Beach County Bar Association (1999-Present)
 - * Philadelphia Intellectual Property Lawyers Association (1991-1997)
 - * The Florida Bar - Media and Communications Law Committee (2000-2001)
 - * The Florida Bar - Computer Law Committee (2000-2001)
 - * International Trademark Association - Internet Subcommittee on Internet Statutes, Regulations & Treaties (2000-2001)
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INVENTIONS

US Patent 6,018,801 - Method for authenticating electronic documents on a computer network

PROFILE

David Ulis is a Director of Management Consulting who leads the Management Consulting Practice for DMR's operations in Western Canada, and its delivery of merger integration projects globally. An expert on Mergers and Acquisitions and enterprise transformations, Mr. Ulis directed the IT Integration component of the \$6B telecommunications merger of B.C Tel and TELUS – a project with over \$200M in identified IT synergies to date. He is a world-class expert in leading edge business practices such as Benefits Realization™, business process engineering, Total Quality Management, and organizational transformation.

Mr. Ulis' portfolio as a senior executive in the international, public and private sectors includes the following accomplishments:

- ⌘ Managed two of the largest Process Engineering projects in Canada in the 90's.
- ⌘ Developed and led a business start-up in the medical products field – including acquisition of intellectual property, off-shore manufacturing, sales and marketing, investment and financing processes, investor relations, and ultimately taking the company public.
- ⌘ Directed the \$2B Canada Disability Insurance Division through a period of enormous growth and restructuring.
- ⌘ Created & led, as Corporate VP, the Quality & Process Management Unit for the CEO of SHL Systemhouse, a global systems integrator. The Unit re-engineered the company's finance, human resources, sales & proposal processes – generating millions of dollars in savings, and increasing delivery effectiveness.
- ⌘ Managed a Major Crown Process through the redesign of Canada's \$32B Income Security Programs. Obtained \$258M from Treasury Board for the project that will save over \$2B through streamlined and improved services, elimination of improper payments, and enabling technology.
- ⌘ Facilitated, for the Geneva-based International Organization on Migration (IOM), the re-engineering of the business processes for refugee transport, product development, and human resources. This first large-scale successful re-engineering of a UN international organization resulted in improving services and efficiency, and generates \$millions in savings.
- ⌘ Directed the re-engineering of the Canadian Tax Departments core tax processes through the training and facilitation of employee re-engineering teams. This exercise will generate over \$2B in additional revenues for the Department.
- ⌘ Created and delivered innovative and stimulating seminars and workshops in the areas of Post Merger Integration™, business process engineering, Total Quality Management, and bid and proposal processes – to the international, public, and private sectors.

David is a dynamic and charismatic written and verbal presenter, and possesses well-honed team and relationship-building skills. An experienced and

passionate leader of people and projects, he is an innovative and entrepreneurial program developer and implementer, whose services yield high dividends.



EXPERIENCE

DMR Consulting Group Inc., Vancouver, B.C. 1999 – Present

Client: **B.C. Tel & TELUS, Vancouver, B.C.** 1999 – 2000
Project: B.C. Tel – TELUS Merger
Position: Merger Project Director

- /// Led the consulting team responsible for the identification and harvesting of Information Technology synergies resulting from the merger of these two Telecommunication companies. To date the team has identified over \$200 million in synergies and harvested over \$70 million.

EcoMed Inc. 1997 – Present

Position: Chairman and Chief Executive Officer

- /// Managed all aspects of the corporate start-up of this medical products company from manufacturing through sales and investor relations to ultimately taking the company public. Eco Med has 8 innovative patented products – all of which will fill real needs in the health care and medical fields.

Ulis Transformation Solutions (UTS) 1995 – 1999

Position: President

Undertaking a number of substantial projects, Mr. Ulis and UTS accomplished the following:

- /// Supported the re-engineering of Canada's tax processes for the Gov't of Canada, Revenue Canada.
- /// Redesigned the Question Period process for the Gov't of Canada's Minister of Health.
- /// Facilitated the International Organization on Migration (IOM) re-engineering project.
- /// Facilitated the Team working to reduce the cost of inventory management for the Gov't of Canada.
- /// Acted as BPR Advisor to the Venezuelan Ministry of Revenue.

SHL Systemhouse Inc. 1991 – 1995

Position: Corporate Vice President, Quality & Process Management

- ▬ Provided leadership to SHL's BPR consulting practice, managed SHL's internal re-engineering and quality initiatives, and managed BPR Projects at a major US airline, at Public Works Canada, and at Revenue Canada.

Gov't of Canada, Health & Welfare Canada

1971 – 1991

- Department: Income Security Programs
Position: Director General
Project: Income Security Programs Redesign 1989 – 1991
- Managed a Major Crown Project to completely redesign the client service delivery processes for Canada's \$32 billion/year Income Security Program.
- Department: Canada Pension Plan, Disability Operations Insurance Division
Position: Director 1987 – 1989
Project: New Organizational Structure & Operational Procedures
- Directed the establishment of a new organizational structure and operational procedures for this very large (\$2B per year) and highly visible program.
- Department: Indian and Northern Health Branch
Position: Director, Policy, Planning, and Review Directorate 1981 – 1987
- Designed, developed, and implemented a Branch-wide policy and planning process for this large and decentralized health services delivery Branch.
 - Prepared cabinet submissions, and managed the Branches facilities and IT activities.
- Position: Health Education Consultant 1971 – 1981
- Performed a diverse set of roles for the Department ranging from the establishment of a National Family Planning Resource Centre, to the management of a nation-wide network of 450 Indian and Inuit Community Health Workers.
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CAPABILITIES

Formal Education / Accreditations

- ☞ Master of Public Health (MPH),
Univ. of California-Berkeley, 1971
- ☞ Bachelor of Science – Community Health
University of Illinois, 1970

Spoken Languages

- ☞ English – Fluent
- ☞ French – Working Knowledge

Consulting Training

- ☞ Senior Management Development Program (6 wks),
Gov't of Canada Executive Training Centre
- ☞ Senior Executive Orientation Program (6 wks),
Gov't of Canada Executive Training Centre
- ☞ Management and Technology Courses,
Banff Centre On Management
- ☞ Extensive Training On Cross Culture Issue Management

Professional Activities

Affiliations

- ☞ Canadian Health Education Society, President & Vice President
- ☞ International Union on Health Education (Paris based),
Member of the Executive Committee
- ☞ American Society of Quality Control, Sustaining Member

Conferences

- ☞ 6th International Conference on Health Education, Ottawa, Canada,
Program Director
 - ☞ 2nd International Conference on Sex Education, Tel Aviv, Israel, Session Moderator
 - ☞ 1st Canadian National Conference on Health Education, Montreal, Canada,
Organizing Committee
 - ☞ Supplier Quality Conference, Organizer and Presenter, Workshop for the Software
Industry Association of Nova Scotia, Halifax, Canada
 - ☞ Bristol, Myers Squibb Inc. Seminar on Business Process Engineering , Organizer
and Presenter, New York, USA
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Speaking Engagements

- /// A Business Strategy Approach to TQM, Conference on Improving Public Sector Efficiency, Toronto, Canada, 1991
- /// TQM in the Public Sector, Alberta Institute of Data Processing Conference, Edmonton, Canada, 1992
- /// TQM and Productivity, Public Sector Financial Management Institute, Moncton, Canada, 1992
- /// Business Process Engineering – The Engine of the TQM Vehicle, Key Note Address, Financial Management Institute of Canada Annual Meeting, Ottawa, Canada, 1993
- /// Business Process Engineering and Systems, Keynote Speech, Canadian Information Processing Association Annual Meeting, Calgary, Canada, 1994
- /// Quality Through ISO 9000, Keynote Speech, Canadian Institute, Toronto, Canada, 1994
- /// A Case Study in Business Process Engineering, Digital Systems International Annual Client Conference, Seattle, USA, 1995
- /// Re-Engineering the UN, International Organization of Migration Annual Meeting, Geneva, Switzerland 1997
- /// Post Merger Integration – The first 100 days, Executive Enterprises Seminar for the US Management Accounting Association, San Francisco and Chicago, USA, 2000

Publications

- /// Sex Education in Canada, The Canadian Journal of Public Health, 1975
- /// Income Security Redesign – A Case Example of Strategic Planning, Monograph and Speech, International Social Security Association. Geneva, Switzerland, 1994
- /// A Systems Approach to Business Process Engineering, Canadian Management Accounting Magazine, 1993
- /// Post Merger Integration, Complete Due Diligence Monograph, Executive Enterprises, 2000

Consulting Methodologies

Mr. Ulis is the developer of a number of leading edge consulting and business methods. These methods, tested and honed in numerous client engagements, are:

- /// Ulis Process Engineering –
A six step method for successfully launching enterprise transformation.
 - /// Ulis Total Quality Transformation –
The foundation for permanent transformation.
 - /// Ulis Transformation Management –
Tools, techniques & assessment instruments for measuring and managing the change process.
 - /// Ulis Sales & Proposal Management –
The world's leading methodology, and related tools, for pursuing and winning strategic opportunities.
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In addition, Mr. Ullis is trained and experienced in a variety of group process techniques such as task group facilitation, cross cultural sensitivity, encounter, and games techniques.



Other Accomplishments

Community Service

- ⌘ President, Vice President & Coach, Chelsea, Quebec Soccer Club
- ⌘ Executive Committee Member, Wakefield United Church Men's Club

Personal Achievements

- ⌘ Member of 2nd placing Canadian National 3-on-3 Championships basketball team, 1996
 - ⌘ Built several houses, including the log home that served as his residence for 20 years.
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KEITH BEARD

PROFILE

Keith Beard has over 20 years of experience in the Information Systems Industry largely focused in the Financial and Public sectors. Mr. Beard has worked for 2 leading computing and services vendors in a variety of positions including: systems and network analysis, business analysis, account executive marketing, research, marketing plans and programs. As a professional consultant, Mr. Beard has worked extensively in business process analysis in terms of strategy, business process re-engineering, architectural designing and project managing business solutions. Mr. Beard provides strategic planning, business planning, management consulting, infrastructure planning, user needs analysis, market and opportunity assessments, systems evaluations, audits, systems tuning, and resource and general management consulting to a wide variety of enterprises. Mr. Beard works through methodologies such as BPR, OE, DMR methodologies, and others. He uses extensive information engineering techniques and facilitation skills on most assignments.

As an extension to facilitation, Mr. Beard has also successfully completed training and started practice as a Mediator and Negotiator, to assist organizations in technology related disputes.

EXPERIENCE SUMMARY

Mr. Beard is a Director in DMR's Toronto Offices, and has worked as a Senior Management Consultant for over 14 years.

Prior to joining DMR, he was an Account Executive with the Canada Systems Group, providing national support for securities processing systems.

Prior to joining Canada Systems Group, Mr. Beard held a variety of positions with IBM Canada Ltd. over 13 years. The major assignments during this tenure focused on the development, sales and support of IBM products and services to the Securities Industry. His functions also included; research, and marketing plans and controls at the headquarters level.

KEITH BEARD

ACHIEVEMENTS

DMR Consulting Group Inc.

January 1985 to Present

- ?? **Project Director** to a team that is creating a newco services company specializing in complex supply chain requirements. The venture capitalist is one of Canada's oldest railway companies who wish to be in supply chain service delivery.
 - ?? **Lead Consultant** for one of Canada's largest retail grocers, to redefine and identify issues and solutions in their supply chain. The grocer offers a variety of service offerings including a discount business model. The discount model needs a supply chain that can operate at the lowest cycle time possible and with little human intervention.
 - ?? **Project Director** to a large public sector entity that recently amalgamated from 5 municipalities to one, to restructure their work to find benefits. The project involved many staff and resulted in identifying over \$9 million in annual benefits for the current fiscal period.
 - ?? **Facilitator and Architect** to design and develop requirements for an Event Management system.
 - ?? **Mediator** to an Insurance Claims Agent organization to provide a realistic mediation settlement environment for a Y2K issue in dispute.
 - ?? **Senior Consultant** to an Ontario transportation commission to design BCP's for core functions of its business including rail, coach, telecommunications, and administrative business units. The project also required the re-engineering of ad hoc business processes to enable conformance to business standards, and Y2K readiness.
 - ?? **Senior Consultant** for a provincial safety board conducting Y2K and Business Continuance Plans. Worked at all functional levels of the enterprise to design BCP's for this Insurance board to ensure continued business transactions through the millennium. The project also required the re-engineering of ad hoc business processes to enable conformance to business standards, and Y2K readiness.
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- ?? **Architect and Senior Consultant** to the President of Canada's largest book wholesaler and retailer. The project included systems requirements, package selection and integration task for a new 300,000 sq. ft warehouse with a newly designed logistics system for low speed light weight conveyor. The process utilized criteria evaluation, resource evaluation, blind and targeted performance surveys, and periodic status to the Board members. In addition, he developed requirements for an integrated purchasing system, as a follow-on to the existing architecture.
 - ?? **Senior Consultant** to establish a working resources company. The work included; business case development, organizational structure, strategic planning, marketing planning, metric performance indicators, and operation roles and responsibilities.
 - ?? **Senior Consultant** to the President and the Board of Canada's second largest design/build engineering firm specializing in mega energy projects. The project required an enterprise architecture, functional requirements for a suite of systems to bring productivity and benefits to a disparate and fragmented operating environment. The architecture resulted in end to end integration of transactions from time recording, to HR for skill management, accounting for invoicing and G/L management. The centre of the architecture was a Work Breakdown Structure to ensure cost and work accounting with reconciliation.
 - ?? **Senior Consultant** to a consortium of 7 companies that were formed to bid on a \$135 million networking infrastructure for the largest county in the United States. The project was intended to network all public sites including schools, county offices, universities, and administration sites. The companies comprised all necessary component manufactures and integrators to succeed at the terms of the bid. Mr. Beard's role was to develop partnership terms of reference, work with initial concept teams to formulate the partnership and equal contributions. This was accomplished through a PMO approach enabling the consortium to be shortlist pending Federal funds.
 - ?? **Lead Consultant** to Canada's second largest commercial Real Estate Company to develop an enterprise architecture for an integrated business solution including a Geographic Information System, an imaging system, and a database system.
 - ?? **Lead Consultant** for a DMR team to develop enterprise requirements for Ontario's Real Property operating division including, property tax, property development, property management, property disposition, and inventory management. The project allowed the client organization to shop the market for an enterprise solution.
 - ?? **Lead Consultant** to develop Property Tax requirements for Canada's second largest commercial Real Estate Company and to evaluate those requirements against an existing system and to help position the company to find a suitable enterprise software solution for tax management.
 - ?? Contacted by a large computing system vendor as Senior Consultant and Property Tax system expert to evaluate a US Property Tax system for use by Canadian cities and boroughs as a property tax management system.
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- ?? **Project Director** to one of Canada's largest residential real estate vendors to direct and manage a large team to decentralize business functions to branch operations. The project was a pilot initiative to evaluate and prepare the company for enterprise wide transformation and re-engineering.
 - ?? **Senior Consultant and System Architect** to develop enterprise requirements for a commercial real estate company specializing in high-end condominiums. The project also required an analysis of existing systems to ensure all issues and fragilities were understood to enable system replacement.
 - ?? **Project Director** to Canada's largest school board to develop requirements, a system architecture, and to find a software solution to: Real Property, Property Development, Property Maintenance, and Property Management. The project resulted in the determination of a preferred vendor for the Board to transform dysfunctional business processes into systems centric solutions.
 - ?? **Project Director**, and project manager, to integrate Canada's largest school board with property software. This integration project required the establishing of client server architecture, and the transformation of paper based approaches to network centric business systems. The project concluded on time and within budget producing continuous significant benefits for the Board.
 - ?? **Senior Consultant** to a large personnel relocations company to assist with re-engineering of its business processes to prepare for the integration of a new financial system. The company is a national company with offices in large Canadian cities whose service is the managing of all aspects of family relocations and the associated property management details with respect to both the new and existing locations.
 - ?? **Lead Consultant** to the Legal and Tax Publishing lines of business in Canada's largest publishing enterprise, to re-engineer publishing business processes from legacy methods to information centered work processes. The project used extensive metric analysis to establish personnel contributions within the new engineered business process. Stakeholders wanted both legacy and target business processes engineered in BPR terms to better understand change management challenges.
 - ?? **Senior Consultant** to Canada's largest School Board to re-engineer business processes and to determine system requirements to support a new Planning, Plant, and Facilities model. Organizational engineering and system development methodologies were used in a workshop intensive environment. Software package selection is proceeding.
 - ?? **Senior Business Management Consultant** to the Canadian division of one of the world's largest commercial insurance and reinsurance underwriters. The project started at Business Process Re-engineering for Underwriting, Claims, and Accounting functions and continued through to functional and systems requirements, using DMR methodologies and deliverables throughout. The project utilized workshops with visual deliverables to ensure integrity in the process and buy-in.
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- ?? **Senior Consultant** and systems architect to an Information Services department to coach that department on re-engineering itself and its supporting business processes.
 - ?? **Lead Consultant** and facilitator to a Securities Institute to re-establish its' business strategies and directions. The project re-engineered the strategic functions and the underlying business processes for the company.
 - ?? **Senior Consultant** to one of Canada's largest retailers to engineer a new corporate credit/risk management system. The project used DMR's development methodology and information engineering techniques as a means of articulating the system and as a skills transfer opportunity.
 - ?? As **Senior Management Consultant** to a large team in one of the largest Healthcare Managed Organizations in the U.S., he developed requirements and advised on all aspects of utilizing imaging technology across the corporation. The project used information engineering approaches throughout as well as Business Process Re-engineering practices to prepare the organization for this technology. The project included functional requirements, workflow design, indexing requirements, RFP creation, vendor management and setting all terms for the follow on implementation.
 - ?? **Senior Consultant** to a Ministry of Transportation to facilitate requirements for a Graduated Licensing System through JAD and Rapid Application Development techniques and to provide consulting directions on the project plan. Business Process re-engineering techniques were used to assimilate new GLS work procedures into existing workflow.
 - ?? **Senior Consultant and Project Advisor** to a team of client staff from Canada's largest gas distribution utility to determine and construct human resources, personnel, and payroll systems. The project also included executive level workshops, vendor negotiations to establish workable terms and conditions, and working in that firm's selected methodology.
 - ?? **Architectural Consultant** to one of Canada's largest food products manufacturer.
 - ?? **Senior Management Consultant** to a subsidiary of the largest telephone company in the U.S. to develop requirements through JAD for a credit scoring system for their Capital Investment Corporation.
 - ?? **Senior Management Consultant** to the General Manager of a popular quick service restaurant chain to develop and search for this company's technology needs for the next generation of use. The vision of the system included point of sale integration with back office and corporate office to bring together all components of the company to deliver superior service to their customer.
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- ?? **Senior Consultant** to one of Canada's largest communication service vendors to facilitate a package search and installation for a Human Resources system. The project required functional definitions, evaluating North American vendor submissions, negotiating; contracts, prices and terms. The project required a detailed understanding of the client's and vendor's technical positioning and the integration challenges in multiple PC/LAN file servers, Novell, Token Ring environment with a gateway to an IBM 370/MVS DB2 data repository strategy.
 - ?? **Senior Consultant** to a large retailer to develop requirements for a cross docking inventory and shipping system. The technology included hand held radio frequency terminals as well as traditional data repository technologies.
 - ?? **Facilitator** and consultant to a Mutual Funds company to develop functional requirements and system specifications for a suite of new funds with a variety of investment and fee options. The features were considered to be a major competitive advantage for this firm requiring close management to maximize the impact upon launch.
 - ?? **Project Manager** and consultant to Canada's largest School Board to complete an Architecture study of the enterprise for systems, applications, and technology. The business driven approach enabled business process re-engineering plans to be developed to assist the organization with a new enterprise model.
 - ?? **Facilitator** and project manager to evaluate the feasibility of and to determine requirements for imaging and database technologies in an Ontario Commission. The project resulted in the installation of an integrated imaging and database solution for one of their business processes providing licenses to agents in the insurance industry.
 - ?? **Management Consultant** to a major computer manufacturer to evaluate a packaged software opportunity for Municipal Property Tax. The project evaluated; capabilities against requirements for functions and technology, product positioning for the Canadian marketplace and recommendations as to product improvements to be successful in the chosen market.
 - ?? **Senior Consultant** to Canada's largest Real Estate holding and development firm to develop requirements and a full preliminary analysis for a property tax system. The system will help employees nationally manage \$100 million in property tax assessments, local improvements, invoices, and appeals, while working in either French or English.
 - ?? **Senior Consultant** to one of Canada's largest retail merchants to develop and integrate Rapid Application Development procedures into their systems delivery methodology. The client needed to improve productivity by 30% in a large operation in difficult economic circumstances. RAD techniques are emerging in the field as a major productivity driver.
 - ?? **Project Leader and Senior Consultant** to the Capital and Operational planning functions of the Ministry of Transportation of Ontario to determine technology requirements and a strategy to proceed into cross functional integration.
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- ?? **Senior Management Consultant** to develop a technology tactical plan for a provincial Commercial Real Estate Division. The project used workshops and business modeling techniques to gain consensus on business directions and requirements.
 - ?? **Senior Management Consultant** to a Utilities General Manager. Assisted with employee opinion survey results to implement empowerment, functional enrichment and to migrate to a team based structure from traditional values.
 - ?? Public Speaker on subjects of Joint Application Development (JAD); facilitated workshop, and consensus building in a contentious resources structure.
 - ?? Consulting Manager to Canada's largest school board, to provide consulting advice, coaching, and direction on a wide range of technological issues to the Board of Trustees and the Board Administration's Senior Executive.
 - ?? **Senior Lead Consultant** for a team of DMR staff to develop an Information Technology Strategic Plan for a category 3 Ontario Crown Corporation who disseminates funds and services to artists, communities, and third parties. The project utilized architectural methodologies to understand and deliver a workstation/LAN/central and distributed server architecture to suit multiple distributed strategic business units.
 - ?? **Senior Consultant** to Canada's largest real estate development organization. Developed requirements for an integrated imaging, geographic, database, and white mail support system. The assignment utilized JAD extensively with CASE technologies.
 - ?? **Senior Consultant** and **Project Adviser** for a leading retailer. Lead a team to design an all event registry system as a strategic resource for this retailer. The project included touch screen technology, mainframe and LAN server systems, with JAD and CASE approaches.
 - ?? **Senior Consultant** to a Geographic Information Systems' provider to conduct a benefits study of their GIS/CAD system for use by Police organizations in the dispatch of resources in 911 services. The study required a user understanding of the GIS product, the operations of 911, and a detailed analysis of personal function and process in the management of distress calls. The study was able to demonstrate significant advantages in GIS/CAD systems.
 - ?? As a **Senior Consultant** and **Project Leader** for a team of consultants, he successfully completed an Information Technology Strategic Plan for a major provincial ministry. The project schedule of four months utilized interview, workshop, and JAD techniques to cover a wide diversity in this Ministry's business units.
 - ?? **Senior Consultant** and Securities Industry Expert representative to Canada's Securities Commissions to define and document a business, infrastructure requirements and operating systems. The Feasibility Study used JAD, CASE, technical architecture, benefit analysis, and business modeling to capture requirements. The system was intended for Issuer Filings and Continuous Disclosure Documents to integrate the system capabilities into a single national system suited for all Commissions and Self Regulatory Organizations.
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- ?? **Management Consultant** and architect to a commercially focused electronic security and surveillance company to assist in the creation and introduction of a new residential service. The project included business definitions, service details, development of system requirements for the capturing of sales leads through to point-of-service capabilities through fleet operations. JAD and CASE were used in consideration of narrow deadlines.
 - ?? **Project Manager** for a team of System Engineering Specialists for Canada's largest courier company, to design and engineer a high speed imaging and entry transaction system. The system was designed to utilize images of documents to capture billing/invoicing data to raise productivity, accuracy and transaction throughput in a nationally diversified operation. The technology utilized an SCO UNIX file server, DOS workstations, Ethernet/TCP/IP LAN, high resolution monitors and medium speed optical scanners, on 386 PCs. The project team used JAD techniques exclusively, documenting and designing through a CASE tool.
 - ?? **Manager** of a team of client staff to test, install and integrate a transaction processing system into a health care services organization. The education component required; instructor preparation, development of five training modules, product demonstrations, and graduation of over 200 students in 24 business days. The project required acceptance testing, procedure writing, management of test data, system/volume testing, post cut-over plans, and an operations audit.
 - ?? **Project Manager and Consulting Manager** for a team of 13 staff to upgrade computing resources for an international commodities auction corporation, and to provide two major subsidiaries with mirrored operations software. The mirrored systems required conversion of existing systems onto new non-compatible platforms from the same vendor. The project also required complete replacement of a ticketing process to bar coded tickets on goods for state-of-the-art LASER scanners integrated with portable computers and commenced with a feasibility study followed by a business case preparation and acceptance, to installation of all recommendations.
 - ?? **Lead Consultant** to one of Canada's largest securities dealers to audit a major conversion and development project. The project required understanding the existing plans, tools, strategies, and assessing the strengths, weakness of the plan, concluding with an assessment of the eventual project's results.
 - ?? **Facilitator** to a large Federal Government department to assist in the planning and managing of a major relocation project. The assignment required consultative support to the project directors and facilitating large conferences on all aspects of relocation to a northern community.
 - ?? **Senior Consultant and JAD Facilitator** to a large Metropolitan School Board to plan and design an integrated system for Plant Engineering. The system included Requisitions, Work Orders, Purchase Orders, Project Management, and interfaces to existing downstream support systems. This enabled the client to commence a package search for a system and approach that is in synchronization with the corporate systems direction.
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- ?? **Facilitator** in a JAD format to one of Canada's largest School Boards to reconcile differences in a collective bargaining agreement and to design a systems approach to tracking business measurements. The results of the assignment enabled the client organization to address long standing organizational and structural challenges to effect major budgetary pressures.
 - ?? **Project Manager and Lead Consultant** to Canada's largest school board to direct and manage the analysis, preparation, evaluation and selection of financial core systems. The task required conducting 10 JAD sessions involving many client participants to model and document financial core requirements and 9 other financially interrelated support systems. The project reviewed and evaluated the existing technology platform. The work also required an extensive automated evaluation criteria matrix to manage hundreds of functional elements in the design and to facilitate the committee structured project. The core deliverable for the assignment, the RFP, was given copyright protection by the organization reflecting the quality of this project.
 - ?? A DMR team led by Mr. Beard examined the information requirements and technology options for a large Ministry facilitating loans and grants to students. The loans and grants systems and business methods, which were based on early 1970's approach which required extensive remodeling to enable the business and strategic partners to upgrade services. The study included the recommendation for imaging and optical disk mass storage technology to improve process management of millions of documents the Ministry handles. The study utilized JAD, modeling, workshop and financial modeling techniques. The work concluded with a successful submission to The Management Board of Cabinet for approval.
 - ?? **Consulting Manager** to one of Ontario's largest Ministries to develop a Feasibility Study of requirements to automate this diversified client's Supply and Material Administration Operations. As the Ministry is highly decentralized through 54 locations with a variety of Programs, the system needed to consider the requirements of a widely dispersed group of users. The study included; requisitions, managing purchasing, tender management, warehouse operations, managing shipping and receiving, contractor performance, types and amounts of work contracted out, historical costs and results, inventory management, chargebacks, managing Property, Fleet, and Fire Operations. The results of the study will enable this Ministry to provide and manage services, supplies and assets to deliver Ministry Programs in a more effective manner. The study made extensive use of JAD sessions, data and business modeling and details of all functional requirements.
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- ?? **Project Manager and Systems Architect** for one of Canada's largest school boards to design and construct a departmental application networked to a host processor for downstream integrated accounting. The project required: legal negotiations, contract development, JAD facilitations, workshop structuring, data modeling, and managing a wide staff spectrum of professional systems developers, accounting staff and end-users. The project's technical environment included; a Novell LAN, multi-user/tasking MS-DOS, 4th GL, 3270SNA gateway network into DOS/VSE, and PC connectivity. The product replaced a complete manual system with a real time reservation system for facilities with A/R and G/L transaction generation for fee capture.
 - ?? **Consulting Manager** to the senior management of a scientific engineering consulting firm to teach and improve productivity of an Executive structured LAN and file server environment. The project required a business case and software system selection and evaluation process.
 - ?? **Senior Consultant** to a Canadian Consulate Office to research, author and publish a report of the status and opportunities for individuals and companies in the Information Technologies Industry in Canada for the 1990's.
 - ?? In a scientific engineering consulting organization, he conducted an end user system study to achieve installation objectives for: differing technology micro systems, LANs, and access to the anticipated backbone network supporting business applications. The study required a detailed understanding of networks, micro based products, and office and business systems
 - ?? In a scientific engineering firm, he conducted a research and evaluation study of micro based custom written software for assessment for third party licensing opportunities.
 - ?? **Project Manager and Analyst** for a team of consulting professionals to audit a business proposal and related systems for a large client. The project was executed in narrow timeframes and required specific industry and state-of-the-art technical skills to assess a significant new business opportunity for both the client and the major computer vendor involved.
 - ?? Conducted a systems requirements study to evaluate and replace existing financial business systems for a scientific engineering consulting organization. The assignment was both strategic and operational in nature requiring an understanding of user requirements, current systems positioning and business directions. The Business Systems were package searches for G/L, A/P, A/R, Invoicing, H/R, Asset Management, Financial Planning, P/O, and Requisition systems.
 - ?? Strategic Business Consulting to develop a detailed business plan for a new service bureau and software development enterprise to provide securities processing to Canadian and U.S. dealers. The project required specific industry and systems knowledge to enable the definition and the architectural design phases for products and services for the new enterprise. The project required detailed business models over 4 years showing resource allocation, organization, task assignment, systems delivery, revenue and anticipated profits. This enabled the partnership executive to pursue a decision process for funding, staff requirements and the creation of the enterprise.
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- ?? Strategic Business Consulting to build a Business Model for a processing and software development enterprise for the Securities Processing Industry on behalf of a major computer vendor and one of Canada's largest securities dealers. The result enabled senior executives of the partnership group to understand the marketplace, the direction, implications and requirements to proceed into the new venture.
 - ?? **Project Manager and Business Analyst** for a Preliminary Analysis project that included a technical examination of current systems and the development of alternatives, recommendations and costs for a large and diversified user group within the context of a provincial ministry strategic systems direction.
 - ?? **Consulting Manager** to one of Canada's largest securities dealers to develop a Strategic Information System Plan for decision support and operational needs. The work included a detailed analysis of the client's industry presence, positioning, in-place systems and strategy, and the strength and capability of the client organization to fulfill future system requirements.
 - ?? **Consulting Manager** to conduct a strategic consulting assignment for the Ministry of Transportation for the highway maintenance system. The study examined methods of work, planning, reporting, record keeping, and responses to all conditions of demand in satisfying the highway maintenance role. The study resulted in a series of recommendations to implement strategic and operational changes to the maintenance organization and its computing systems.
 - ?? Consulted to a line function of the Provincial Government to evaluate and recommend the option of relocating this function to a Northern Ontario community.
 - ?? **Project Manager and Senior Consultant** for an educational scholarship trust organization for a feasibility study to examine alternatives to current methods in meeting the organization's scholarship subscriber relations, depository, trust and account responsibilities. The project required an understanding of current methods, business targets and projections to ensure the computer recommendation was cost-effective and manageable.
 - ?? Project analysis and presentation for a major computer vendor, to understand industry-accepted trends and patterns in the pricing and packaging of system software. The mandate included the analysis and synthesis of the major competitor's strategies, to discover strengths and advantages. The study concluded with a recommended course of action for this vendor to unbundle and proceed into the software marketplace.
 - ?? **Project Manager** for an audit of a clients' systems department to enable a recommendation for their future software support. The analysis included a complete understanding of hardware, strengths, weaknesses and options, software quality, applicability, and an analysis of personnel assigned to these functions.
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- ?? Consulted to a major stock exchange to research, prepare and train senior management in a major presentation to the Board and the provincial securities commission. The subject was a review and projection of improvements and automation to the trading function in an existing quality, liquid marketplace.
 - ?? System analysis assignment at the request of a trading exchange to discover, evaluate, and recommend solutions to the existing data processing difficulties in its support of silver future options and other precious metal trading.

Canada Systems Group
to December 1984

January 1982

- ?? **Account Executive** to many U.S. and Canadian securities firms for translation and batch systems.
- ?? Assessed the strategic need for message switching products and services with respect to vendor positioning and emerging technologies.
- ?? Successful installation and subsequent sales of a real-time order match system linking many branches to exchange floors to facilitate timely and accurate trading.
- ?? Successful installation of a client inquiry system that offered productivity and accuracy for the task of credit and compliance functions.
- ?? Responsible for all marketing plans and activities including, promotions, brochures, literature, pricing, contracting, project management, network architecture and analysis.

IBM Canada Ltd.

April 1968 to December 1981

- ?? Responsible for various research studies to determine IBM client attitudes, product direction, systems/services/people satisfaction. The responsibility included design, testing, distribution, collection, and analysis of issues from the data received from IBM field force, customers of IBM and prospects.
 - ?? Provided consulting and management assistance to a phone-in centre supporting IBM field and headquarters staff. The purpose was to continually upgrade productivity by disseminating available analytical and business data in a timely manner. A number of database products were used to retrieve data on an interactive basis.
 - ?? Responsible for the allocation, tracking, reporting and follow-up of product installation business targets. The task included quota setting, forecasting, risk analysis, management priority and recommendations on the resolution of issues.
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- ?? Securities Industry marketing responsibility to all Toronto head-quartered securities dealers, Canadian Depository for Securities, and the Toronto Stock Exchange. Account management tasks included assessing user needs and proposing IBM products in this specialized industry. Exceeded quota in each of four years, and provided team management for two of the years on this large quota territory.
 - ?? **System Analyst** for the Toronto Financial Datacentre specializing in Brokerage support to design, estimate, cost, price, contract for all work done through the Datacentre. Also responsible for monthly revenue and forecasting targets.
 - ?? **System Analyst** responsible to customers utilizing Computing Centre facilities 360/ 65, 68, 370/75 equipment on an RJE basis. Tasks included the assurance of customer usage, integrity, satisfaction, debugging, and a working knowledge in PL-1, COBOL, APL, FORTRAN and MVS/JCL.
 - ?? **Data Processing Supervisor** for three shifts of personnel carrying out responsibilities in the Toronto Commercial Datacentre. Daily tasks required strict adherence to production schedules to ensure quality customer service under deadline pressure. All applications were commercial in nature, with an emphasis on financial reporting.
 - ?? **Data Processing Specialist** for the Commercial Datacentre, responsible for a wide range of data processing practices such as data control, balancing, computer operations, and quality assurance. Installed the VISA credit card system for two of the four participating major Banks.
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KEITH BEARD

GENERAL INFORMATION

---- EDUCATION ----

Electrical Engineering Graduate Studies
U.S. Air Force Air Training Command
Flight School T-33 - U.S. Air Force
Instrument School - U.S. Air Force
Instrument Flight Instructor T-33 - U.S. Air Force
Instrument Flight Instructor T-37 - U.S. Air Force
Air Ground School, ATR Ltd.
Private Pilot License
Night Rating, Float Endorsement, Instrument Rating

---- PROFESSIONAL DEVELOPMENT ----

IBM Systems Engineers School
IBM Sales School
IBM Securities Institute
CSG Professional Skills Development
Faculty of Law, University of Windsor, Alternate Dispute Resolution
Faculty of Law, University of Windsor, Advanced ADR
DMR Macroscope Methodology

---- WORKING LANGUAGES ----

Spoken: English
Written: English

N. JAMES MARA

Profile

Mr. Mara has over 30 years' experience in the design, development, implementation and operation of large-scale on-line information systems, primarily in the financial services sector.

In the past 15 years with DMR, Mr. Mara has assisted clients in the areas of project management on development assignments and administrative management for operational information systems.

Mr. Mara is a DMR certified Project Director.

EXPERIENCE SUMMARY

Mr. Mara is a Director in the Corporate Delivery Services office of DMR.

Prior to joining DMR Consulting Group Inc., Mr. Mara was Assistant Vice President of Savings and Loan Systems for Canada Permanent Trust Corporation responsible for the development, maintenance and operation of a nationwide on-line real-time banking system servicing 1400 terminals in 100 branches through a staff of 75 employees.

Prior to joining Canada Permanent Trust Corporation, Mr. Mara held a variety of management positions in the information systems division of the Bank of Montreal.

N. JAMES MARA

ACHIEVEMENTS

DMR Consulting Group Inc.

July 1983 to Present

- ?? As **Projects Director**, for a division of a major US telecommunications provider, he managed the business relationships and delivery of three unique assignments. The projects included construction and implementation of a data warehouse, definition of system architecture for a replacement suite operational systems and maintenance support for a previously developed application. The projects employed approximately 35 consultant resources.
 - ?? As **Project Manager**, for a major, western Canadian gas transmission utility, he managed a team of business consultants and architects. He was responsible for the evaluation and definition of requirements, as well as the execution of the modifications, for a significant, strategic upgrade of the Customer Interface systems. The project incorporated the efforts of approximately 30 resources with mixed technical experience.
 - ?? Managed, for a national industry association, the custom design and development of a nation-wide clearing and settlement system for large value transactions. The project incorporated approximately 100 person years of effort over a twenty-four month period. The system was designed to manage transactions in excess of \$100 billion per day.

Implemented the system in thirty separate financial institutions sites nation-wide, through approximately 100 terminals,
 - ?? For a period of twelve years, he was the contracted general manager for a national, financial services industry association operating a nation-wide electronic transaction network. The network provided inter-bank facilities for personal, electronic, credit and debit transactions. The network processed in excess of 600 million personal transactions annually through a seventeen node, peer-to peer network.
 - ?? As **Client Manager** to the Financial Services Industry. Responsibilities of this position included marketing consulting services to the trust companies and foreign banks located in Toronto and providing a management interface for clients on consulting assignments.
 - ?? As **Consulting Manager** managed the evaluation of a client server, banking system package for a mid-sized Western Canadian financial institution. The project included evaluation and recommendation of a new technology for this client.
 - ?? Managed an evaluation, from a business and technical perspective, the project plans for a major upgrade to a vehicle leasing system.
 - ?? Managed the analysis and design of a Trust Administration system for a major Canadian Trust company. The project included evaluation and recommendation of alternative processing solutions for the Trust system.
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- ?? Served as manager to the development and implementation of a project control process for the Marketing and Sales operations of a major Canadian financial institution.

The project included the definition of project standards, the introduction of control processes and the automation of project plans.

- ?? As **Interim Manager** for a major Canadian financial institution. Responsibilities of this position included creation of the Policies and Guidelines for Systems Development, establishment of a universal time reporting system, implementation of a project planning and monitoring facility and day-to-day management and direction of the department staff.

- ?? As **Project Manager**, managed the installation of a DEC 11/750 computer system and the development and implementation of a name index database application. The project encompassed the definition of user requirements, system design, development and implementation. The project incorporated approximately 1,700 man-days utilizing 14 consultants over an 11 month period.

- ?? Managed the ATM Implementation Project for a major Canadian Financial Institution. Responsible for making modifications to the on-line banking system to allow acceptance and uniquely report on transactions initiated from an ATM Unit.

Implemented a mini-based turnkey system, which provides card management function, transaction authorization and accounting. It also connects ATM units to the on-line banking system.

Responsible for the installation of ATM units, including modifications and site preparation.

Created a new head office department to manage the operation of the ATM transaction processing system. Also created a new head office department to administer the card management system and conduct the day-to-day operations of the ATM network.

The project incorporated approximately 500 man-days of consulting effort, plus up to 1,000 man-days of client effort over a 10-month period.

Canada Permanent Mortgage Corporation

1981 to 1983

- ?? **Assistant Vice President**, Savings and Loan Systems. Responsible for the development and operation of a nation-wide on-line, real-time banking system servicing 1,400 terminal devices in 100 branches, through a staff of 75 employees.
 - ?? Responsible for availability and reliability of system performance over an extended period.
 - ?? Implemented new products and major system enhancements without disruption to the production environment.
 - ?? Transferred the production Banking System to a new Data Center. This activity also incorporated an expansion in the configuration from four processors to seven, and a split of the Database.
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- ?? Negotiated an equipment maintenance contract, which provided for improved service levels at a reduced cost. The benefit achieved would be in excess of \$1,000,000 over the five-year life of the contract.
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Bank of Montreal

1964 to 1981

- ?? **Manager**, Automated Teller Machine Expansion Program. Responsible for the Bank lobby automation program through Automated Teller Machines connected directly to the Online Banking System. The scope of this position encompassed planning and controlling activities from site identification through premise renovations, machine installation, and operational start-up, including the marketing campaign.
 - ?? Provided the plans for the renovation of over 50 branches and the installation of over 80 ATMs in a seven-month timeframe.
 - ?? Provided the plans for the creation of two new service branches to manage the ongoing operation of the ATM facilities once installed.
 - ?? Developed a business case analysis, which included a five-year projection of revenue, and expenses, which would assess the impact of the Customer Interface Automation program on the Bank.
 - ?? Responsible for the Information Center that provided and promoted the use of automated end-user facilities to non-Data Processing personnel throughout the Bank.
 - ?? Managed the acquisition and implementation of an interactive computer facility for end-users.
 - ?? Managed the identification and evaluation of a leading vendor's Word Processing product.
 - ?? Presented the Bank of Montreal Information Center implementation experience to an internal industry forum.
 - ?? Responsible for an in-depth review of the logical security of the On-line banking system to determine areas of potential unauthorized access.
 - ?? **Manager**, User Services. Responsible for the direction of a staff of 40 personnel through four managers who managed the Data Center job scheduling and throughput, the magnetic media libraries, and logical security for all stored data.
 - ?? **Manager**, Production Support Services. Responsible for the creation and staffing of a multi-disciplined group of people through four managers which provided on-site continuous support for two nation-wide, on-line computer systems.
 - ?? Participated in all aspects of the development of an on-line, real-time banking system from design and programming through testing and installation in positions from programmer/analyst to manager.
 - ?? Held various branch officer positions in a number of retail banking branches.
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DANIEL SCHNOB

PROFILE

Mr. Schnob is an Associate Director and Senior Management Consultant at DMR with over 25 years of experience leading various organizations and teams in achieving strategic, organizational and operational changes, and in the development, implementation and evaluation of information, planning, financial, control and administrative systems. He has extensive experience in providing advice and direction to organizational leaders, executive committees and other stakeholders to reach consensus on diverse issues.

Mr. Schnob has worked in a variety of senior management\executive positions in the consulting, scientific, health and financial fields. He is fluently bilingual (French - English) and possess an in-depth knowledge of planning, performance measurement, business process engineering, organizational and management systems and methodologies. His greatest assets are his strategic orientation, analytical abilities and leadership skills.

Before joining DMR, Mr. Schnob was the President and Senior Management Consultant with Le groupe PRIMOB inc., a management services firm which specialized in the provision of strategic and business planning, performance reporting and process engineering advice to clients.

From 1992 to 1999, he was a Partner and Senior Management Consultant with FirstMark Technologies Ltd, a management services firm which provided quality, value-added management services in the initiation, implementation and management of major technology projects. He specialized in the provision of strategic and process engineering advice to clients. Prior to this, he was a senior manager within the federal government where he carried out a variety of projects in the financial and management practices fields.

Mr. Schnob is a Certified Management Accountant with a Masters in Business Administration from Ottawa University and a Bachelor of Commerce from l'Université de Moncton. He also audited the Certified Advanced Technology Manager Program.

BUSINESS EXPERIENCE

**DMR Consulting Group Inc.
1999**

Telus

**SAP
Enhancement
Program**

Led the PMO activities for the development of a sustainment program that for Telus to realise additional benefits from its SAP implementation.

**November, 99
– March, 00**

It included:

The identification of SAP best practices; investigating the opportunities for Telus to adopt these practices; and recommending a Telus change management program to implement them.

**Benefits
Realization**

The development of a Business model, including costs and revenue for an ASP business offering.

The identification and documentation of the benefits accrued and that could be accrued from the implementation of the SAP Solution and the definition of a method to harvest and track these benefits.

ASP

**Le groupe PRIMOB inc.
1995 – 1999**

FirstMark Technologies Ltd.

**Senior
Consultant**

Developed a strategic plan for FirstMark Technologies Management Consulting firm.

**Strategic
Planning**

Treasury Board of Canada

**Senior
Consultant**

Carried out a policy review of the use of endowment funds within the federal government.

Financial Policy

Reviewed and updated the federal government's transfer payment policy.

Canadian Space Agency

Senior Consultant	Developed and implemented a business planning and reporting system.	Business Planning
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		Performance Reporting
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Correctional Services of Canada

Senior Consultant	Determined the impact on human resources of the implementation of Operating Budgets.	Budgeting
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FirstMark Technologies Ltd. 1992 – 1999

FirstMark Technologies Ltd.

Partner	Responsible for all Human Resources activities. Directed the Montreal Office for two and a half years, including recruiting and managing a team of 12 consultants, and developing business opportunities within the Montreal area.	HR
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		Business Development
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		Directing
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Canadian Space Agency

Senior Consultant	Completed an organizational and business process review of all overhead functions of the Agency with emphasis on the Space Station, and Research and Applications Programs, resulting in the reorganization and downsizing of these functions within the Agency.	Organizational Analysis
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		Strategic Planning
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Prepared a strategic plan and a program evaluation framework for the Microgravity Sciences Program of the Agency, and evaluated the Program.

Assisted in the negotiation of a \$300M contract between the Canadian Space Station Program and Spar Aerospace.

		Program Evaluation
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Managed all Human Resources operations within the Space Station Project of the Agency including the relocation of all personnel to Montreal.

		Contract Negotiation
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		HR
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Environment Canada

Senior Consultant	Guided Conservation and Protection Services in the development of Results Statements for measuring program achievements.	Performance Management
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Senior Consultant	<u>Hydro Quebec</u> Carried out organizational analysis of major technology development project at Hydro Quebec.	Organizational Analysys
Senior Consultant	<u>Health Canada</u> Developed Business Plans for the National Biorepository Centre and the Information Dissemination Unit of the Laboratory Centre for Disease Control.	Business Planning
Senior Consultant	<u>National Defence</u> Analysed the legal contractual interfaces between prime contractors in the National Defence NSA/NSH Helicopter Acquisition Project.	Contracting
National Health and Welfare 1991 – 1992		
Director, Finance, Planning and Configuration Management	<u>Income Securities Program Branch</u> Prepared the cost/benefit justification and assisted in negotiating the approval of \$258M by the government of Canada to fund the Income Securities Program Redesign Project. The goal of the Project is to improve the service delivery processes for the Income Security Programs of National Health and Welfare by re-engineering all processes. Also organized the financial, project control and administrative services for the Project Office, staffed the key positions and managed a \$3.5M budget.	Cost Benefit Analysis Financial Management
Treasury Board of Canada – Office of the Comptroller General 1988 – 1991		
<u>Cash Management, Internal Control, and Reporting Practices Divisions</u>		

HR

Project Manager

Developed a policy and managed the implementation of the use of acquisition credit cards within the federal government, resulting in yearly savings of over \$20M. Advised federal departments on financial policy issues, including Loans, Costing, Grants and Contributions, Account Receivables, Payment Practices and Debt Write-Offs.
Prepared and presented seminars on cash management across Canada.

**Policy
Development**

**Financial
Management**

**Cash
Management**

**National Health and Welfare
1982 – 1988**

**Senior Planning
and Management
Practices Officer**

Medical Services Branch

Directed the development of a five-year Informatics Strategy.
Managed the Branch Informatics function with a yearly budget of \$3.5M.
Managed the strategic and long-term operational planning processes.
Completed an analysis of productivity improvement methods and recommended specific measures to be taken by the Branch to achieve downsizing targets.
Developed and implemented a Work Planning, Costing and Budgeting System.

Initiated the development of resourcing formulae for health resource allocation at the Community level.
Initiated a project with various national health organizations to develop a community health accreditation methodology and process.

IT Strategy

**Strategic
Planning**

**Operational
Planning**

Budgeting

**Performance
Measurement**

**Previous Experience
1974-1982**

COMMUNICATIONS CANADA

1977-1982

PUBLIC SERVICE COMMISSION

1975-1977

E.B. EDDY

1974-1975

EDUCATION

CMA (Certified Management Accountant)

Bachelor of Commerce, Université de Moncton

MBA, University of Ottawa

Audited the Certified Advanced Technology Manager Program (CATM)

AFFILIATIONS

Society of Management Accountants of Ontario (Past Provincial Governor and Past Chapter Director in Ottawa)

Financial Management Institute of Canada (Past Member of National Board of Directors)

International Society for Performance Improvement (Past Member)

PUBLICATIONS

Schnob, D.J., *Commercial Credit Cards - The Simplification of the Government's Purchasing and Payment System*, Journal of the Financial Management Institute of Canada, December 1988.

Schnob, D.J., *Trends in the Development of Financial Information Systems*, Journal of the Financial Management Institute of Canada, September 1989.

Schnob, D.J., *Viruses and Other Threats to Computer Systems*, Journal of the Financial Management Institute of Canada, May 1990.

Editor of the Financial Systems Corner of the Journal of the Financial Management Institute of Canada, 1989.

ANNEX 8: RESUME OF KEY TECHNICAL PERSONNEL

DOTTV'S KEY TECHNICAL PERSONNEL

Philip Reese, Ph.D.

Vice President, Technology

Mr. Reese has most recently served as Executive Director of the Infrastructure Core at the University of Southern California's Information Services Division. In this role, he oversaw a wide range of activities, ranging from the campus's Internet and Internet 2 connections, campus network, central email, web, and other information servers, desktop computer systems, University Library monograph and serial cataloging and acquisition, telecommunications contracts and direction, and the student information system. He has been in technology management roles for the past ten years. He earned his Ph.D. in technology/science education from UC Berkeley.

Robert Johnson

Director of Technology

Prior to becoming a Director of Technology for dotTV, he served as Senior Architect and Co-Technology Founder for eToys, Inc from 1997 - 2000. At eToys, he worked closely with Shay Chinn to design and implement the web cluster which powered the company's e-commerce activities through eToys first three Christmas seasons. During Christmas 1999, eToys was one of the web's most trafficked sites, processing over 1 million orders via the web. In addition to work on the website, and among numerous other responsibilities, he designed and helped implement a custom CRM package for the company. This package was used by over 1100 customer service representatives during Christmas 1999 and played a large role in maintaining eToys high quality of customer service. Prior to working at eToys, he graduated with honors from the California Institute of Technology in Pasadena, CA receiving a BS in Engineering and Applied Science, with a focus in Computer Science.

Shay

Director of Technology

Before his current role as a Director of Technology for dotTV, he served as Chief Architect and Co-Technology Founder for eToys, Inc from 1997 - 2000. At eToys, he developed high availability infrastructure which served as the foundation for eToys' web presence. In addition, his responsibilities included Head of Research and Development, heading new technologies and technology initiatives and Head of Website Security during which time eToys was never breached. From 1994-1999 he attended the California Institute of Technology toward a Bachelor of Science degree in biology with a strong emphasis in Computer Science.

Marc Tamsky

Director of Technology

Prior to becoming the third Director of Technology for dotTV, he served as Systems Architect at eToys, Inc, from 1998 - 1999. At eToys, he worked with the other dotTV Technology Directors, Robert Johnson and Shay Chinn, to develop, deploy, and maintain the scalable and secure systems which ran eToys. Before that he served the Danish firm, LEGO Group, A/S from 1996 - 1997 as Programmer and Security Architect. He has contributed to many open-souce projects, including the Linux kernel, and NCSA Telnet. From 1990-1995 he attended the College of Creative Studies, at the University of California, Santa Barbara, with emphasis in Physics and Computer Science.

ANNEX 10: DOTTV TECHNICAL PROPOSAL

ANNEX 11: VERISIGN TECHNICAL PROPOSAL

ANNEX 9: SUBCONTRACTOR'S MANAGEMENT RESUMES

**DotTV
Management Profiles**

DotTV brings with its operation the highest quality and experience senior managers in the multi media field. They include:

Lou Kerner, Chief Executive Officer

Mr. Kerner has significant experience in analyzing and understanding the management and financial performances of the world's leading media companies. Prior to joining dotTV in January of 2000, he was a Vice President in the equity research department at Goldman Sachs, analyzing domestic and international cable, satellite and related companies. Prior to Goldman Sachs, he worked as a securities analyst at Merrill Lynch, covering cable, media and broadcasting companies. From 1992 - 1994, he served as President of de Forest Research, a leading provider of legal and factual research to the entertainment industry. Mr. Kerner earned a M.B.A. from Stanford University and a B.A. in Economics from the University of California, Los Angeles.

Craig Frances, Chief Operating Officer

Craig Frances has substantial experience building Industry-leading Internet companies. Prior to joining dotTV in May 2000, Frances served as Managing Director for idealab! His accomplishments there included leading the investment in Commission Junction, Inc., an affiliate service provider, which represented one of idealab!'s first investments in Internet infrastructure and is the largest initial idealab! investment to date. Frances serves as a board member for Commission Junction, Inc. and as an advisory board member for HealthAllies, Inc. and Respro, Inc. Prior to joining idealab!, Frances was co-founder and Vice President health partnerships of yourPharmacy.com from August of 1998 to October of 1999. In July of 1997, he co-founded Expert Consensus Guidelines, LLC, a company that surveys expert physicians across the country about "best practices" to create diagnostic and therapeutic algorithms, where he worked through September of 1999. From July of 1996 to June of 1997, Frances was the chief medical resident at University of California, San Francisco where he designed and implemented hospital administration programs. From July of 1995 to June of 1996, he created a series of books, the Saint-Frances Guides, with Williams & Wilkins. Craig Frances received a B.A. from Cornell University and a M.D. from Cornell Medical School.

John Momtazee , Chief Financial Officer, Senior Vice President, Business Development

Mr. Momtazee has developed substantial analytical and financial expertise in technology and telecommunications. Prior to joining dotTV in January of 2000, Mr. Momtazee was in Technology Investment Banking at Donaldson, Lufkin & Jenrette Securities Corporation (DLJ) in Los Angeles where he advised on buy-and sell-side M&A transactions and managed equity and debt financings. Prior to DLJ, he held positions at Davis Polk & Wardwell in New York and Baker & McKenzie in Chicago. Mr. Momtazee earned an M.B.A with honors from the University of Chicago Graduate School of Business and a J.D. with honors from the University of Chicago Law School. He also earned an M.S. in Engineering Economic Systems and an A.B. in Quantitative Economics from Stanford University. He is a member of the State Bar of California.

Anthony Bishop, Vice President and General Counsel

Mr. Bishop has more than 18 years of corporate legal experience. Prior to joining dotTV, he was Associate General Counsel of Amazon.com, responsible for managing legal activities related to business development, strategic investment, corporate finance, mergers and acquisitions, and, SEC compliance. Prior to Amazon.com, he was Senior Vice President, General Counsel, and Secretary for Airport Group International, a leader in the worldwide airport privatization business. Mr. Bishop was also a partner with the law firm of Sheppard, Mullin, Richter & Hampton in Los Angeles, where he specialized in corporate and securities law. Mr. Bishop earned a J.D. from the University of Southern California Law School and a B.A. in International Relations with honors from the University of Southern California.

John Bowen, Vice President, Strategy

Mr. Bowen is an expert in developing and implementing business strategies. Prior to joining dotTV, Bowen spent five years as a consultant with McKinsey & Company in Los Angeles, working closely with client companies on a host of top management issues. His areas of expertise include strategy development; mergers, acquisitions and alliances; technology; and product development. Previously, he helped formulate a growth strategy and prepared investment recommendations for Meredith, Martin & Kaye, Inc. (now Meredith & Company) in New York. Prior to that, Bowen was a member of the technical staff at the Jet Propulsion Laboratory (NASA), where he helped manage a research program for the U.S. Space Shuttle program. He earned an M.B.A. from Harvard Business School, both M.S. and Engineer's degrees in Aeronautics from the California Institute of Technology (Caltech), and a B.S. in Engineering Physics at the University of California at Berkeley.

Phil Reese, Ph.D., Vice President, Technology

Mr. Reese has most recently served as Executive Director of the Infrastructure Core at the University of Southern California's Information Services Division. In this role, he oversaw a wide range of activities, ranging from the campus's Internet and Internet 2 connections, campus network, central email, web, and other information servers, desktop computer systems, University Library monograph and serial cataloging and acquisition, telecommunications contracts and direction, and the student information system. He has been in technology management roles for the past ten years. He earned his Ph.D. in technology/science education from UC Berkeley.

Bill Russell, Vice President, Finance

Mr. Russell brings more than twenty years of financial management experience with top broadcasting and production companies to dotTV's executive team. Prior to joining dotTV in June 2000, Russell served as Chief Financial Officer with Worldwide Sports & Entertainment where he oversaw financial functions for the company's animation production, satellite broadcasting, Internet customer service, and sports and recreations divisions. He previously served as Vice

President of Finance of Hanna-Barbera Productions, Inc., and as CFO of Skouras Pictures, Inc., an independent film production company.

DMR Consulting Management

DMR Consulting's Senior Executives:

As of August 2000

Title	Name	Location	Assistant
President	Michael J. Poehner	Edison, NJ	Christine Contini
Vice-president, Sales and Marketing	Dick Cundari	Edison, NJ	Maria Zimmerman
Vice-president, Practices	Pierre Poitras	Ottawa, ONT	Sylvie McPartlin
Vice-president, Asset Management	Tony Pirozzi	Edison, NJ	Denise Fitzgerald
Chief Financial Officer	Ron Charow	Edison, NJ and Montreal, QC	Francine Pellerin
President Canada and Europe	Ron McCulloch	London, UK and Montreal, QC	Vivienne Green
President United States	Kathryn Ward	Walnut Creek, CA	Denise Andrade
President Telecommunications	Bob Manning	Edison, NJ	Susan Ampe
President Asia- Pacific	Alan Baxter	Sydney, Australia	Donna James

Verisign Management Profiles

VeriSign senior management complement includes:

- ~~///~~ Jim Rutt, Chief Executive Officer
- ~~///~~ Bob Korzeniewski, Chief Financial Officer and Acting Senior Vice President, Corporate Development Incubator
- ~~///~~ Roger Cochetti, Senior Vice President and Chief Policy Officer
- ~~///~~ Paul DeFresco, Chief Information Officer
- ~~///~~ Mark Kosters, Vice President, Research Jim Ulam, Vice President and Acting General Counsel
- ~~///~~ Don Telage, Executive Advisor for Global Internet Strategy
- ~~///~~ Rick Walsh, Vice President, Network Operations
- ~~///~~ Christopher Clough, Vice President, Corporate Communications
- ~~///~~ Mike Voslow, Vice President, Finance and Accounting
- ~~///~~ James Walker, Vice President, Emerging Technologies
- ~~///~~ David Graves, Vice President, Corporate Administration Chief Technology Officer
