

What is KidOS?

KidOS is a parent administered safe and simple "edutainment" environment that runs on almost all computers and helps bring children, parents and grandparents closer together.

"Parents do have concerns about the amount of time that their children spend online and about the people and material they will encounter in cyberspace. These worries prompt many parents to impose rules on Internet use, to monitor their children's online activities, and to install software to prevent their children from accessing objectionable material." - PEW, Parents Online, 11/17/02

Why do Families Need KidOS?

Two of the largest underserved market segments are children aged 3-12 and adults over 50. Rapid changes in technology have increased the time required to understand, administer, and ensure children have a safe and secure computing environment. Parents with limited time, resources and budgets continue to have few alternatives where edutainment software is concerned. Mature adults and grandparents are faced with overly complex, frustrating or intimidating choices when it comes to home computers, and families desire an easy solution that enables creativity, communication and sharing.

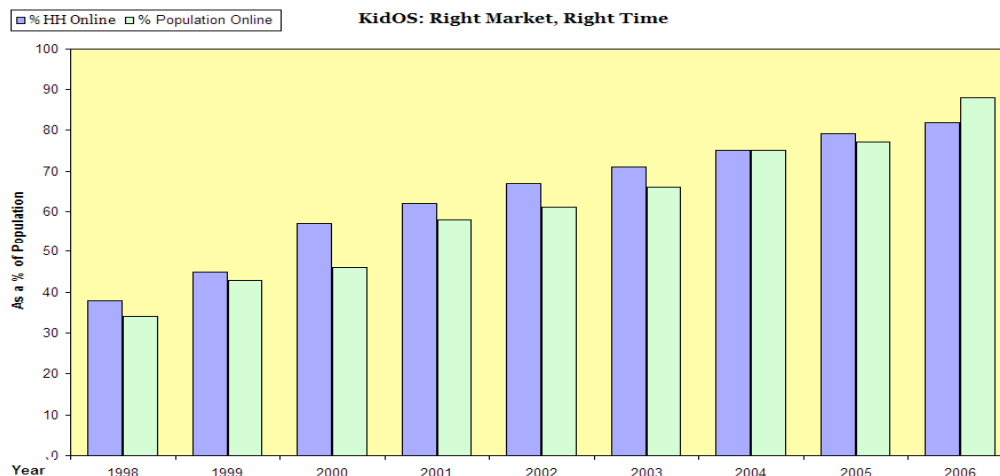
LemmonySoft will meet families needs by providing age-appropriate applications and an easy-to-use control interface for parents to administer this environment. Our objective is to build three interconnected solutions (KidOS, TweenOS and GranOS) that allow children, adults and grandparents to learn, connect and communicate with their families regardless of location, connection type or computer. KidOS is the first of these solutions, and will be released at the end of 2007.

How Big is the KidOS Market?

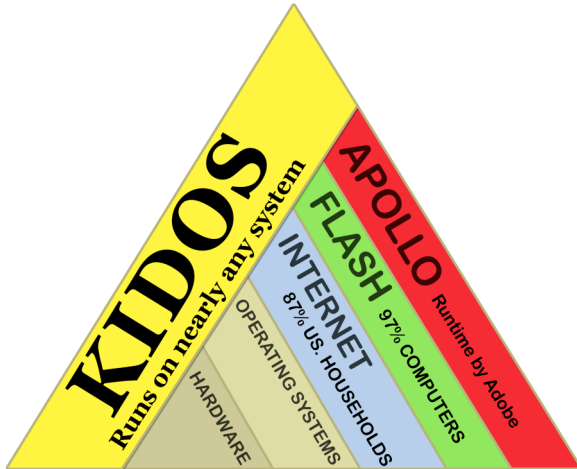
According to the Pew Internet & American Life Project at least 175+ million children, parents, baby boomers and seniors are using the Internet. This is a population concerned with the safety, security and the future development of their children and grandchildren; and these households are spending more money than ever online. The e-learning and edutainment markets for the K-12 Academic sector exceeded **12 billion USD in 2006** and is expected to reach **20 billion USD by 2010**.

KidOS is the Right Market at the Right Time.

LemmonySofts KidOS represents a unique opportunity to leverage technology, a changing market and fill the needs of parents and grandparents, while addressing some of the latest trends in children's edutainment. These trends include children using computers at an earlier age, a growing demand and market, changes in the way content is delivered to children, copyright and piracy issues, and an increase in broadband penetration on a per household basis.



KidOS Leverages New Technology and Existing Market Penetration



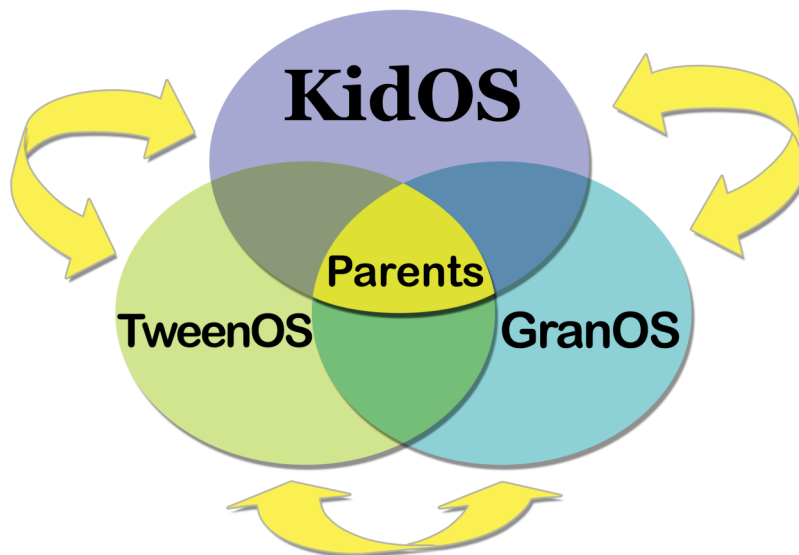
KidOS uses Adobe's new Apollo runtime, and takes advantage of Adobe Flash's ability to deliver rich content. Apollo allows developers to create and deploy Rich Internet Applications (RIA's) "Widgets" to any operating system with Flash installed. The small, system-compatible download requires no additional hardware or software installation, and even works offline.

Because Apollo uses Flash, operating system vendors cannot disable KidOS, without uninstalling Flash. Flash is currently installed **on 97% of home computer systems** and runs the majority of interactive media and content software on every major operating system, next generation gaming consoles, handheld devices, PDA's and some cell phones.

In summary, this technology is allowing LemmonySoft to build the environments that allow parents to administer quality media and content anytime, anywhere, on almost all computer systems (*and a number of mobile devices as well*).

KidOS is Part of the LemmonySoft Virtuous Circle

Parents and grandparents will purchase individual Kidgets for a small fee or subscribe to our service. This is a micro-transaction model similar to what Apple iTunes and Netflix use. This model allows us to share revenue with affiliated media companies and encourages developers and community members to help create high quality Kidgets for our community.



How LemmonySoft Generates Revenue and Value

LemmonySoft generates revenue via micro-transaction based Kidget purchases, and recurring subscriptions that allow users to access new media and content regularly. Additional income streams will include licensing, advertising, and product placement agreements with media companies, advertisers, and independent developers; Further along the roadmap we anticipate revenue generated from subscription-based games and the sale of associated passive and active data collected from our users.

The KidOS Business Advantages

- No Cost/Low Cost to acquire.
- Easy to download and install.
- Few competing solutions are available in this segment.
- Micro-transaction model allows families to buy only the Kidgets they need when they need them.
- Affiliation, partnerships, and user-generated content will rapidly expand available content creating a virtuous circle as the community grows.

KidOS is NOT an Opportunity Waiting to Happen, it's Being Developed Now

At LemmonySoft we believe edutainment software should be affordable, and available to everyone. We believe that parents and grandparents should only buy the software they need when they need it, that it should scale with the users needs and development, be easy to install, run on almost all computers, and that it should work even when there isn't an Internet connection available.

The size and changing dynamics of this market, as well as the demand for this product represent a significant opportunity. We are moving rapidly to ensure we capture this market and anticipate an initial release date during the holiday season in 2007.

Revenue Projections

The following gross revenue projections are based on a total available market of 97 million purchasers and households, a conservative rate of adoption, associated risk, as well as an average account spend of \$15.00 per year. We anticipate account spend will include the cost of upgrading the basic KidOS account and purchase of a number of Kidgets/year during the life of the account.

2008	2009	2010	2011	2012
\$5,820,000	\$11,640,000	\$23,280,000	\$43,650,000	\$87,300,000

Financing Needs

During the next 30 days we are seeking investors who share our dedication to providing safe, secure, high quality solutions for children, parents and grandparents and are raising one million (USD) in financing to complete the development of KidOS, the LemmonySoft portal and associated community sites by December 2007. We invite you to contact us for further information.

The LemmonySoft Founding Team

Our team consists of founders who have demonstrable experience in software development, business acumen and design expertise. Our combined technology and business efforts have created value in excess of 150 million USD for organizations large and small, both public and private.

Larissa Miller is a User Interface Design professional consulting for clients including Hewlett Packard, Akamai Technologies, and Tower Records for over a decade. She is an accomplished graphic artist and the mother of 3-year-old Lily, her inspiration

Allen Sligar is an experienced consultant, executive, entrepreneur, programmer, and database architect who has designed, implemented, and led large database, and infrastructure projects for major corporations as well as small businesses. He is the father of one beautiful 5-year-old named Emily.

Larry Chao is an experienced programmer, consultant and executive with over 30 years building value for clients and companies, who's organizational expertise has helped clients realize their potential opportunities and inner strengths. He has an unyielding passion for enabling others to realize their inner potential as well as financial success.