

**EXHIBIT K TO THE DECLARATION OF
RICHARD S. MANDEL, ESQ.**

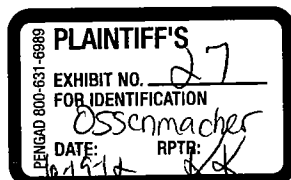
[FILED UNDER SEAL]

MARCH 31, 2011

REDIGI INC, BUSINESS



THE WORLDS FIRST
USED DIGITAL MEDIA
MARKETPLACE.



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Executive Summary

MARCH 31, 2011

1. INTRODUCTION

ReDigi™ is short for Recycled Digital Media.

ReDigi fundamentally changes the way people will look at their digital media in the future.

2. PROBLEM - THERE ARE OVER 200 BILLION DIGITAL MEDIA FILES ON COMPUTERS TODAY THAT ARE NO LONGER USED OR ACCESSED.

Currently, if you want to download a digital media file legally you can, it's just a **BUY** button away. But what happens to those files that you no longer want or need, files that take up valuable disk space on your computer and mobile devices? Delete? Archive? Trash? Why not a **SELL** button, recover a portion of your investment.

3. SOLUTION - ReDigi

ReDigi provides a compelling alternative to those choices; **ReDigi is the SELL button** that allows the owner to receive value for digital media that previously had no value.

ReDigi's proprietary technology with Internet and mobile access now makes this transaction not only possible, but is simple and easy to use. ReDigi provides the tools to move no longer used, disliked or source unknown files off your computers and synced devices to the ReDigi marketplace where the owner can get a return on their initial investment.

The Market for Digital Media has grown rapidly and is growing even faster with the introduction of digital books, digital movies, applications and PC game downloads. All forms of hard goods media have moved to the "used" or "re-sale" marketplace. ReDigi targets this market. ReDigi gives physicality to something that until now has been perceived as not tangible only virtual with DPP (Digital Personal Property) tagging.

Why Re-sale? Because of **VALUE**, those purchasing resale items are most often driven to save money while getting the exact product they want. For the first time ever, used resale quality will be the same as new; no scratches on CDs, dirty fingerprints in books, missing pages, etc.

Factoid: *Approximately 73% of downloaded media is seldom used just 120 days after downloading, most is just perceived as clutter or is deleted.*

4. REDIGI - Artist, Authors, Labels, and Publishers

NEW SOURCE OF REVENUE to Artists and Authors (copyright owners). The ReDigi Foundation has chosen to provide an annuity for those primarily responsible for the works that are trading in the ReDigi marketplace. A percentage of every copyright work transacted is provided a marketing syndication commission so that those responsible continue to be rewarded for their works.

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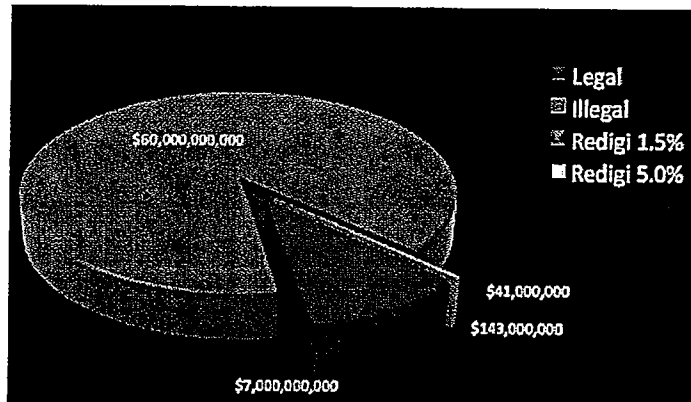


Figure 1.1: ReDigi as a % of the Premium Market

7. MARKETING STRATEGY

FIRST TO MARKET, ReDigi will be the first valid digital media resale marketplace giving us a huge advantage.

LOWEST PRICING, The value model is core to ReDigi, a buyer gets the exact digital media they want with the same quality as new at about half the price.

PLACE TO SELL, In addition to the value purchase ReDigi provides a marketplace for the legal owners of digital media to resell their files.

GET LEGAL, ReDigi provides tools for users to cleanup their computers and synced devices and removes all questionably obtained digital media files.

GO VIRAL, ReDigi gives the blogs and bloggers a lot to blog about, it is new, exciting and great for the consumer.

8. COMPETITION

NO DIRECT DIGITAL USED MARKET COMPETITION AT THIS TIME.

Three primary categories that have significant user bases currently are:

- Premium download sites – iTunes, Amazon, Walmart, etc
- Subscription download sites – Rhapsody, Napster
- Streaming services – Pandora, Last FM, Spotify, etc.
- Illegal file sharing services -Laws and regulations are changing rapidly to prevent illegal downloading of digital media. *Ie: Limewire shutdown and judgment!!!* Creating major opportunity for legal - value based companies like ReDigi™.

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18. OTHER INFORMATION

Movie studios ramp up lawsuits over illegal downloads, with help from Internet providers

09:11 AM CDT on Sunday, May 30, 2010

By VICTOR GODINEZ / The Dallas Morning News

Minnesota Mom Hit With \$1.5 Million Fine for Downloading 24 Songs

Posted Thu Nov 4, 2010 10:38am PDT by Daniel Kreps in Amplifier

BU Student must pay \$675k for songs

Jury votes damages for illegal downloads Lawyer calls verdict unfair; vows appeal.

19. REDIGI JUST REMINDERS

Unique Benefits of ReDigi

Fun and easy to use.

Key User Features

Get credit for digital media that is no longer being used.

Save money on digital media purchases (Discounted New/ Used Prices)

Used copies are like NEW.

Purchased songs download in to your Itune's library.

Added Features not seen with ANY other digital media site.

Reduces illegal media downloading with Stay Legal protection .

Digital Personal Property™ Sharing (creates a feeling of something tangible in a digital world)

DigiVite™ - refer friends and when they sign up and make first purchase, win credits.

Gotta-Have-It™ tag(s) recycled media that you want but currently not in inventory, auto purchases it as soon as available.

ReDigi™ Company Benefits

Significant Increased Income per unit sold – Positive income per unit sold

Brand Leader in the “used/recycled” marketplace – Equity potential

Increased user marketing data/opportunities – Advertising income

Added Features not seen with ANY other digital media site – Income producing

Low cost alternative to illegal media downloading .

Potential for user income generation by legally sharing/marketing music – Free Marketing

Latest generation database technology

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