

Ellenoff Grossman & Schole LLP

2006 Representative Public Offering Transactions

Areas of Practice Include:

CORPORATE AND
SECURITIES

PRIVATE EQUITY/
VENTURE CAPITAL

MERGERS AND
ACQUISITIONS

PRIVATE
INVESTMENT FUNDS

REAL ESTATE
DEVELOPMENT &
FINANCE

COMMERCIAL LEASING

BROKER-DEALER
REGULATION

LITIGATION IN STATE
& FEDERAL COURTS

INTERNATIONAL AND
DOMESTIC TAX

Energy Infrastructure Acquisition Corp. (AMEX:EILU)

\$202,500,000

Maxim Group LLC, as sole bookrunner, and
Ferris, Baker Watts

acted as the managing underwriters
in a public underwritten offering
consisting of 20,250,000 units

July 17, 2006

EG&S acted as counsel to the Underwriters

HD Partners Acquisition Corporation (AMEX:HDP-U)

\$150,000,000

Morgan Joseph & Co., Inc.

acted as the representative of the underwriters
in a public underwritten offering
consisting of 18,750,000 units

June 1, 2006

EG&S acted as counsel to the Issuer

Echo Healthcare Acquisition Corp. (OTCBB:EHHAU)

\$50,000,000

Morgan Joseph & Co., Inc.
and Roth Capital Partners

acted as the representatives of the underwriters
in a public underwritten offering
consisting of 6,250,000 units

March 17, 2006

EG&S acted as counsel to the Underwriters

SORL Auto Parts, Inc. (NASDAQ:SORL)

\$32,142,855

Maxim Group LLC, as sole bookrunner, and
Chardan Capital Markets, LLC

acted as the managing underwriters
in a public underwritten offering
consisting of 4,285,714 units

November 30, 2006

EG&S acted as counsel to the Underwriters

Affinity Media International Corp. (OTCBB:AFMIU)

\$16,500,000

Maxim Group LLC, as sole bookrunner, and
Legend Merchant Group, Inc.

acted as the managing underwriters
in a public underwritten offering
consisting of 2,750,000 units

June 5, 2006

EG&S acted as counsel to the Issuer

370 Lexington Avenue New York, NY 10017-6503
phone (212) 370-1300 fax (212) 370-7889
www.egslp.com

Ellenoff Grossman & Schole LLP

2006 Representative Public Offering Transactions

Areas of Practice Include:

CORPORATE AND
SECURITIES

PRIVATE EQUITY/
VENTURE CAPITAL

MERGERS AND
ACQUISITIONS

PRIVATE
INVESTMENT FUNDS

REAL ESTATE
DEVELOPMENT &
FINANCE

COMMERCIAL LEASING

BROKER-DEALER
REGULATION

LITIGATION IN STATE
& FEDERAL COURTS

INTERNATIONAL AND
DOMESTIC TAX

Incredimail Ltd. (NASDAQ:MAIL)

\$18,750,000

Maxim Group LLC

acted as the underwriter in a public underwritten offering consisting of 2,500,000 ordinary shares

January 30, 2006

EG&S acted as counsel to the Underwriter

Ivivi Technologies, Inc. (AMEX:II)

\$15,000,000

Maxim Group LLC

acted as the representative of the underwriters in a public underwritten offering consisting of 2,500,000 shares of common stock

October 24, 2006

EG&S acted as counsel to the Underwriters

Velocity Asset Management, Inc. (OTCBB:VCYA)

\$13,800,000

Anderson & Strudwick, Incorporated

acted as the underwriter in a public underwritten offering consisting of 1,380,000 shares of Series A Convertible Preferred Stock

May 15, 2006

EG&S acted as counsel to the Issuer

Debt Resolve, Inc. (AMEX:DRV)

\$12,500,000

EKN Financial Services, Inc.

acted as the representative of the underwriters in a public underwritten offering consisting of 2,500,000 units

November 6, 2006

EG&S acted as counsel to the Underwriters

370 Lexington Avenue New York, NY 10017-6503
phone (212) 370-1300 fax (212) 370-7889
www.egsllp.com