

Ellenoff Grossman & Schole LLP

2008 Representative PIPE Transactions

Areas of Practice Include:

CORPORATE AND
SECURITIES

PUBLIC OFFERING

PRIVATE EQUITY/
VENTURE CAPITAL

MERGERS AND
ACQUISITIONS

PRIVATE
INVESTMENT FUNDS

REAL ESTATE
DEVELOPMENT &
FINANCE

COMMERCIAL LEASING

BROKER-DEALER
REGULATION

INTERNATIONAL AND
DOMESTIC TAX

Hudson Holding Corp.

(OTCBB:HDHL)

\$4,000,000

Private investment in public equity (PIPE) consisting of Common Stock & Warrants

June 20, 2008

EG&S acted as counsel to Hudson Holding Corp.

Elephant Talk Communications, Inc.

(OTCBB:ETAK)

\$3,307,000

Private investment in public equity (PIPE) consisting of Common Stock and Warrants

June 6, 2008

EG&S acted as counsel to Elephant Talk

Velocity Asset Management

(AMEX:JVI)

\$855,000

Acting through

Anderson & Strudwick

Private investment in public equity (PIPE) consisting of Common Stock and Warrants

May 2008

EG&S acted as counsel to Velocity Asset Management

Counter Point Group, Inc.

\$561,000

Acting through

Joseph Stevens & Company

Private investment in public equity (PIPE) consisting of Convertible Preferred Stock & Warrants

March 18, 2008

EG&S acted as counsel to Joseph Stevens

Hybrid Dynamics Corp.

(OTCBB:HBDY)

\$300,000

Acting through

Joseph Stevens & Company

Private investment in public equity (PIPE) consisting of Convertible Preferred Stock, Warrants & Common Stock

January 31, 2008

EG&S acted as counsel to Joseph Stevens

Enhance Skin Products, Inc.

(OTCBB:EHSK)

Amount Undisclosed

Private investment in public equity (PIPE) consisting of Common Stock & Warrants

August 14, 2008

EG&S acted as counsel to Enhance Skin Products