



NEWS & TRENDS

LOOKING AHEAD TO 2009

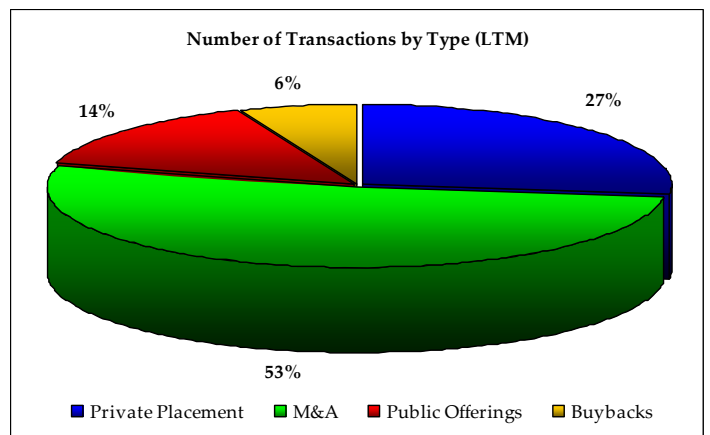
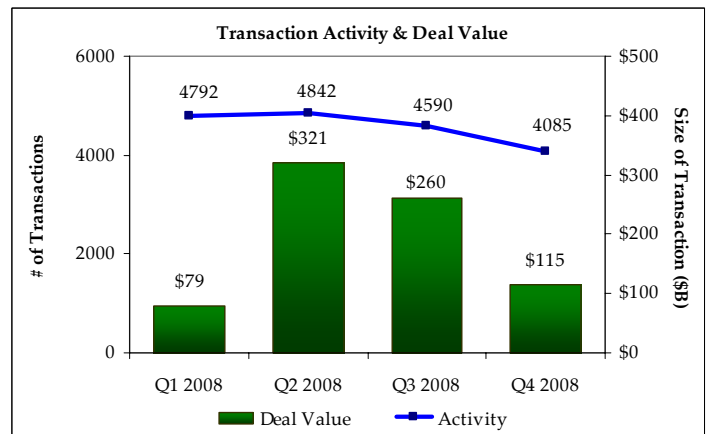
2008 was a very difficult year in business services as public valuations slipped approximately 31.3%. The silver lining, however, is the industry's outperformance compared to broad market benchmarks. Each sector of the industry outperformed the S&P and the NASDAQ by greater than 10% during the year.

More than 1.5 million jobs were lost in 2008, a trend that is likely to accelerate in coming months. In 2009 the industry will have to deal with skyrocketing unemployment, which is over 7.6%. Also, most corporate budgets have been trimmed, leaving fewer dollars available for outsourced services. The economic crisis, massive Federal deficit (\$1.2T) and pending stimulus plan (\$800+B) will further increase the calls for cuts to large security programs overseas. A notable exception is the education industry, which President Obama has indicated will receive increased funding for the next several years.

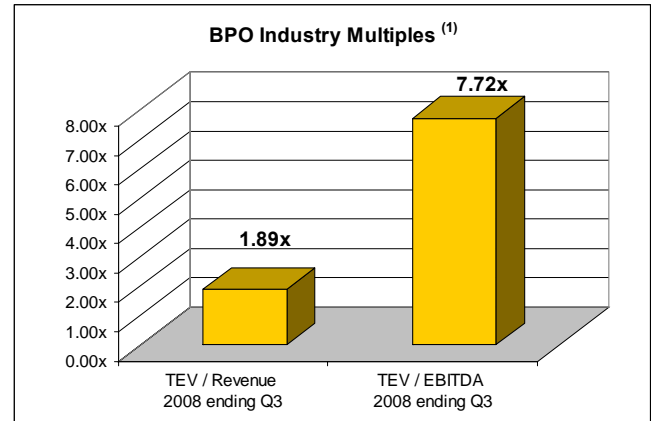
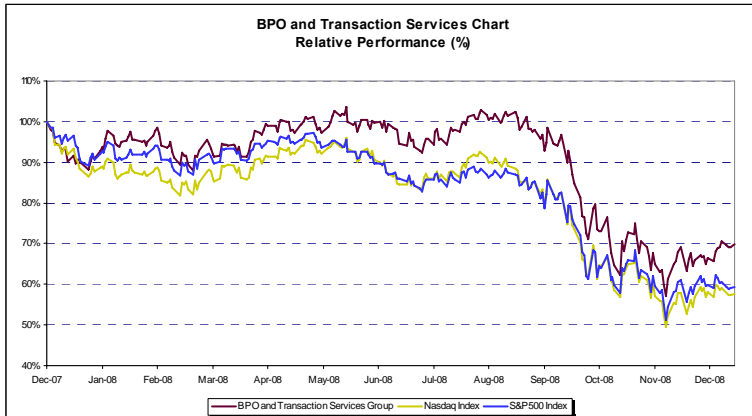
The outlook for the business services industry is brighter than the broader market due to the stickiness of the products and services offered. Necessary outsourced processes like payroll, insurance, and benefits will continue to be utilized, although price competition is expected to squeeze margins.

Capital market and M&A transactions decreased in 2008 as compared to 2007. However, many potential acquirers have a war chest of cash and will look to take advantage of the attractive valuations of target companies in today's market. Look for companies overburdened with debt to be the first companies merged or acquired.

US MARKET TRANSACTIONS



BPO & Transaction Services: MARKET TRENDS & STATISTICS



(1) LTM data is as of Q3 2008 for public companies in the Hyde Park Capital BPO & Transaction Services Index.

STRATEGIC BUYERS SEEKING ACQUISITIONS IN BPO & TRANSACTION SERVICES²

| Company | Specifics |
|---|---|
| Marsh & McLennan Companies, Inc. (NYSE:MMC) | Provides solutions in the areas of strategy, and human capital |
| Exlservice Holdings, Inc. (NasdaqGS:EXLS) | Provides BPO, research, and advisory services |
| iGATE Corp. (NasdaqGM:IGTE) | Provides IT and offshore outsourcing services |
| American Reprographics Co. (NYSE:ARP) | Provides business-to-business document management services |
| Broadridge Financial Solutions Inc. (NYSE:BR) | Provides technology-based outsourcing solutions |
| The Hackett Group, Inc. (NasdaqGM:HCKT) | Operates as a strategic advisory and technology consultant |
| SRA International Inc. (NYSE:SRX) | Provides technology and strategic consulting services and solutions |
| Heartland Payment Systems Inc. (NYSE:HPY) | Provides bank card payment processing services to merchants |
| NCI, Inc. (NasdaqGS:NCIT) | Provides information technology services and solutions |
| Fidelity National Information Services (NYSE:FIS) | Provides transaction processing and outsourcing services |

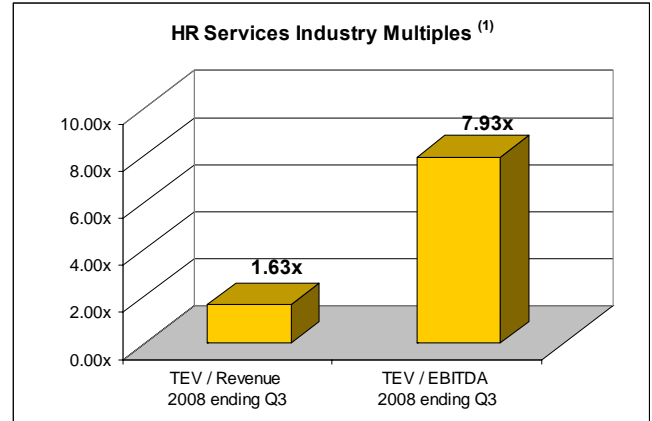
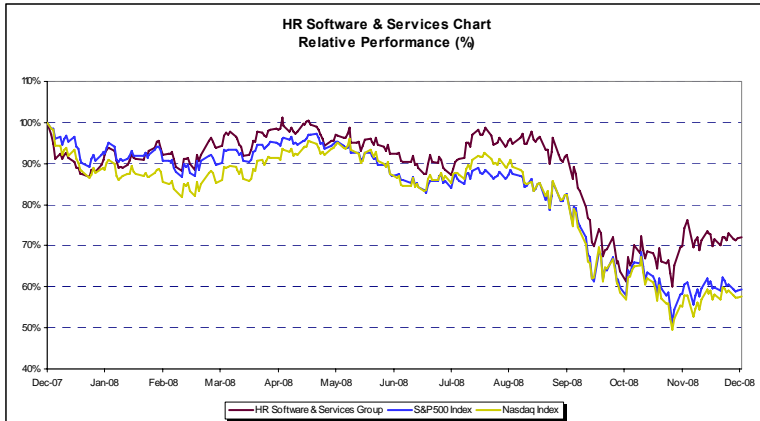
(2) Announced during Q4 2008.

BPO COMPANY M&A TRANSACTIONS AND PRIVATE PLACEMENTS - Q4 2008

| Date | Target | Target Description | Buyer/Investor | Private Placement / M&A | Transaction Price (\$MM) | EV / Revenue | EV / EBITDA |
|------------|--------------------------------------|--|--------------------------------|-------------------------|--------------------------|--------------|-------------|
| 12/18/2008 | Log.Sec Corporation | Engages in software applications and enterprise management systems. | Computer Sciences Corporation | Merger/Acquisition | NA | NA | NA |
| 12/16/2008 | Questra Corporation | Develops software solutions for high performance intelligent device management. | Axeda Corporation | Merger/Acquisition | NA | NA | NA |
| 12/7/2008 | Quaero Corporation | Provides marketing and technology services. | CSG Systems International Inc. | Merger/Acquisition | \$25 | NA | NA |
| 12/4/2008 | VocalMash | Provides Web 2.0 development services for businesses. | INX Inc. | Merger/Acquisition | \$1 | NA | NA |
| 11/28/2008 | EW A Services, Inc. | Engages in the operational testing of military weapons and communications systems. | ManTech International Corp. | Merger/Acquisition | NA | NA | NA |
| 11/17/2008 | Quinetix LLC | Provides analytics and predictive modeling solutions. | Acxiom Corporation | Merger/Acquisition | \$3 | NA | NA |
| 11/14/2008 | Tellurian Networks, Inc. | Offers hosting, server co-location and management services. | Perot Systems Corp. | Merger/Acquisition | NA | NA | NA |
| 11/14/2008 | NetTeks Technology Consultants, Inc. | Provides business continuity, voice/data convergence, and managed solutions. | INX Inc. | Merger/Acquisition | \$4 | 0.3x | NA |
| 11/3/2008 | Chockstone, Inc. | Provides loyalty marketing and gift card solutions. | Heartland Payment Systems Inc. | Merger/Acquisition | NA | NA | NA |
| 11/3/2008 | The Data Center, Inc. | Offers electronic banking products and services. | Fiserv Inc. | Merger/Acquisition | NA | NA | NA |
| 10/31/2008 | Infonox Inc. | Provides end-to-end transaction lifecycle management solutions. | Total System Services, Inc. | Merger/Acquisition | \$50 | NA | NA |
| 10/31/2008 | Reprographics Fort Worth, Inc. | Offers reprographic services. | American Reprographics Co. | Merger/Acquisition | NA | NA | NA |
| 10/9/2008 | CareGain, Inc. | Provides application software solutions. | Canopy Financial, Inc. | Merger/Acquisition | NA | NA | NA |
| 10/6/2008 | Ceon Corporation | Provides product management and fulfillment software. | Convergys Corporation | Merger/Acquisition | NA | NA | NA |

Source: Capital IQ

HR Software & Services: MARKET TRENDS & STATISTICS



(1) LTM data is as of Q3 2008 for public companies in the Hyde Park Capital HR Software & Services Index.

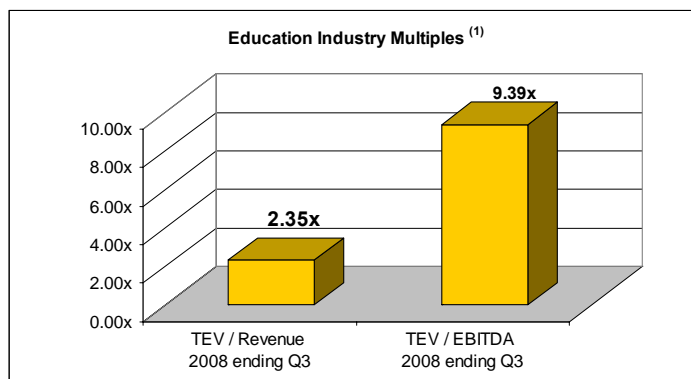
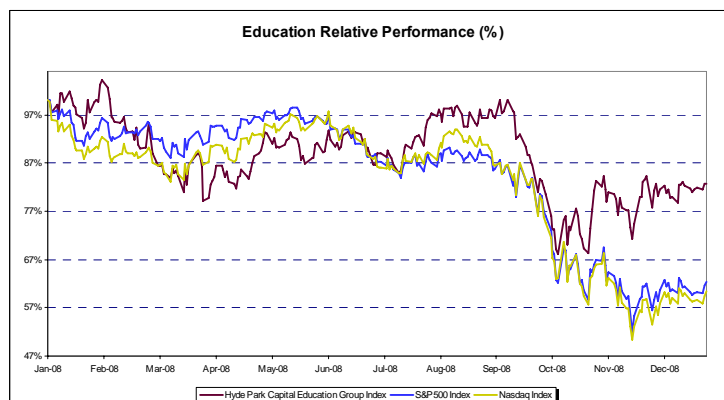
STRATEGIC BUYERS SEEKING ACQUISITIONS IN HR SOFTWARE & SERVICES²

| Company | Specifics |
|---|--|
| CBIZ Inc. (NYSE:CBZ) | Provides benefits and insurance, human resources, and payroll. |
| Hewitt Associates Inc. (NYSE:HEW) | Provides HR benefits, outsourcing, and consulting services. |
| Automatic Data Processing (NasdaqGS:ADP) | Provides technology-based outsourcing solutions to employers. |
| Heidrick & Struggles Int'l Inc. (NasdaqGS:HSII) | Provides executive search and leadership consulting services. |
| Manpower Inc. (NYSE:MAN) | Provides employment services. |
| Oracle Corp. (NasdaqGS:ORCL) | Engages in the development of enterprise information software. |

(2) Announced during Q4 2008.

| HR SOFTWARE & SERVICES M&A TRANSACTIONS AND PRIVATE PLACEMENTS - Q4 2008 | | | | | | | | |
|--|------------------------------------|---|-----------------------------|-------------------------|--------------------------|--------------|-------------|--|
| Date | Target | Target Description | Buyer/Investor | Private Placement / M&A | Transaction Price (\$MM) | EV / Revenue | EV / EBITDA | |
| 12/23/2008 | Westaff Inc. | Provides temporary staffing services. | Select StaffingSM | Merger/Acquisition | \$27 | NA | NM | |
| 12/17/2008 | Tofias PC | Provides benefits and insurance. | CBIZ Inc. | Merger/Acquisition | \$6 | NA | NA | |
| 12/15/2008 | SMART Human Resource Vietnam | Operates as a human resource management consulting company. | Watson Wyatt Worldwide Inc. | Merger/Acquisition | NA | NA | NA | |
| 11/26/2008 | CareerOne Pty Limited | Provides online services for job hunters and advertisers. | Monster Worldwide, Inc. | Merger/Acquisition | NA | NA | NA | |
| 11/3/2008 | Tacit Software, Inc. | Provides expertise automation systems. | Oracle Corp. | Merger/Acquisition | NA | NA | NA | |
| 10/29/2008 | RuleBurst Holdings Limited | Provides automation software. | Oracle Corp. | Merger/Acquisition | \$150 | NA | NA | |
| 10/15/2008 | Lore International Institute, Inc. | Provides leadership and professional development solutions. | Korn/Ferry International | Merger/Acquisition | NA | NA | NA | |
| 10/8/2008 | Primavera Systems, Inc. | Provides resource management software solutions. | Oracle Corp. | Merger/Acquisition | NA | NA | NA | |
| 10/6/2008 | Ceon Corporation | Provides product management and fulfillment software. | Convergys Corporation | Merger/Acquisition | NA | NA | NA | |

EDUCATION: MARKET TRENDS & STATISTICS



(1) LTM data is as of Q3 2008 for public companies in the Hyde Park Capital Education Index.

STRATEGIC BUYERS SEEKING ACQUISITIONS IN EDUCATION²

| Company | Specifics |
|---------------------------------------|--|
| K12, Inc. (NYSE:LRN) | Operates as a technology-based education company. |
| GP Strategies Corp. (NYSE:GPX) | Provides customized training solutions focused on performance improvement. |
| SkillSoft plc (NasdaqGS:SKIL) | Provides e-learning and performance support solutions. |
| Sun Microsystems Inc. (NasdaqGS:JAVA) | Provides network computing infrastructure solutions worldwide. |
| Tyler Technologies Inc. (NYSE:TYL) | Provides integrated information management solutions and services. |

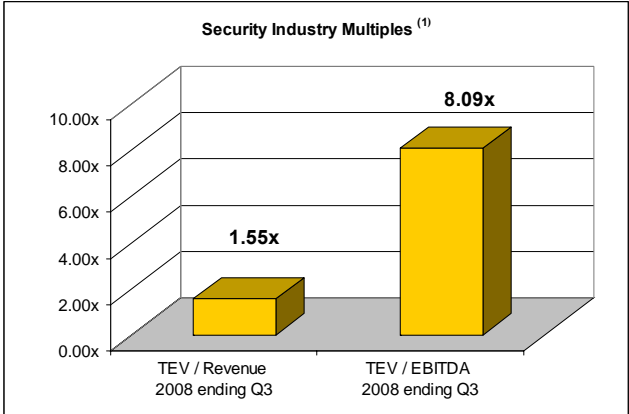
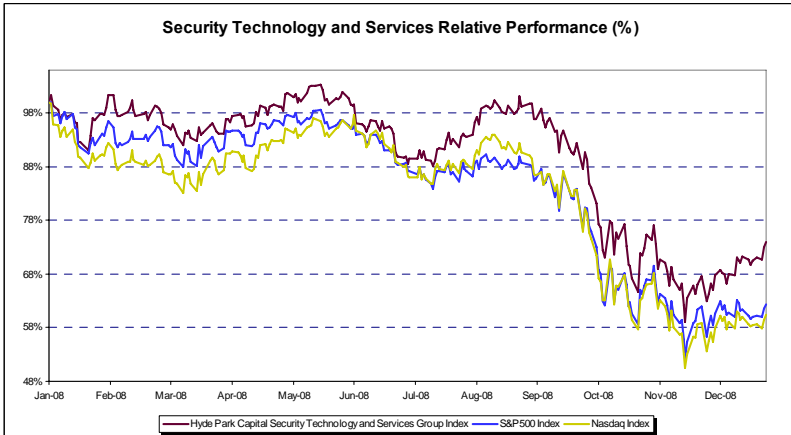
(2) Announced during Q4 2008.

EDUCATION COMPANY M&A TRANSACTIONS AND PRIVATE PLACEMENTS - Q4 2008

| Date | Target | Target Description | Buyer/Investor | Private Placement / M&A | Transaction Price (\$MM) | EV / Revenue | EV / EBITDA |
|------------|--|--|--|-------------------------|--------------------------|--------------|-------------|
| 12/29/2008 | Manexa, Inc. | Engages in the design and creation of workplace training solutions. | Teakwood Capital, L.P. | Merger/Acquisition | NA | NA | NA |
| 12/27/2008 | Princeton Review Inc., K-12 Division | Provides a platform that captures and publishes class lectures to institutions. | CORE Education & Consulting Solutions Inc. | Merger/Acquisition | \$17 | 0.6x | NA |
| 12/19/2008 | Human Performance Institute | Develops science-based training programs to improve employee productivity. | Johnson & Johnson | Merger/Acquisition | NA | NA | NA |
| 12/9/2008 | JSL Communications LLC | Develops Web-based products for employee benefit brokers. | American Safety & Health Institute, Inc. | Merger/Acquisition | NA | NA | NA |
| 12/3/2008 | Instant Benefits Network, Inc. | Comprises an educational K-12 division of Princeton Review Inc. | PlanSource | Merger/Acquisition | NA | NA | NA |
| 12/1/2008 | Idapted, Inc. | Provides online oral English training for corporations, institutions, and individuals. | Ambient Sound Investments OÜ; Gobi Partners Inc. | Private Placement | NA | NA | NA |
| 11/20/2008 | ClickSafety.com, Inc. | Provides online custom risk management packages for safety training professionals. | Jones and Bartlett Publishers, Inc. | Merger/Acquisition | NA | NA | NA |
| 11/17/2008 | National Paramedic Institute, Inc. | Provides online education for emergency medical services professionals. | Kaplan Continuing Education | Merger/Acquisition | NA | NA | NA |
| 10/23/2008 | The Study Group | Provides response to intervention and special education IEP software. | Kaplan, Inc. | Merger/Acquisition | NA | NA | NA |
| 10/21/2008 | Brightstorm, Inc. | Operates as an online learning network for teens, teachers, and parents. | KTB Ventures | Private Placement | \$6 | NA | NA |
| 10/15/2008 | Medical Transcription Education Center, Inc. | Provides bar review courses and study aids directly to students. | Webmedx, Inc. | Merger/Acquisition | NA | NA | NA |
| 10/14/2008 | Apreso Classroom | Provides association management and online continuing education solutions. | Court Square Ventures, LLC; SCP Partners; SoftBank | Private Placement | \$15 | NA | NA |
| 10/7/2008 | Spectrum K12 School Solutions, Inc. | Provides medical transcription education programs. | Capital Trust Ventures; Comerica Bank; MMV Financial | Private Placement | \$7 | NA | NA |

Source: Capital IQ

SECURITY TECHNOLOGY & SERVICES: MARKET TRENDS & STATISTICS



(1) LTM data is as of Q3 2008 for public companies in the Hyde Park Capital Security Technology & Services Index.

STRATEGIC BUYERS SEEKING ACQUISITIONS IN SECURITY TECHNOLOGY AND SERVICES²

| Company | Specifics |
|---|--|
| Alliant Techsystems Inc. (NYSE:ATK) | Supplies aerospace and defense products to U.S. government agencies. |
| Boeing Co. (NYSE:BA) | Manufactures jetliners, military aircrafts other systems and services worldwide. |
| CA, Inc. (NasdaqGS:CA) | Operates as an independent IT management software company. |
| Check Point Software Technologies Ltd. | Provides hardware and software products and services for IT security. |
| HEICO Corp. (NYSE:HEI) | Manufactures aerospace and defense-related products and services. |
| L-3 Communications Holdings Inc. (NYSE:LLL) | Provides command, control, surveillance, and reconnaissance systems. |
| Lockheed Martin Corporation (NYSE:LMT) | Designs and manufactures technology systems, products, and services. |
| Tyco International Ltd. (NYSE:TYC) | Provides security, fire protection and detection products and services. |

(2) Announced during Q4 2008.

SECURITY COMPANY M&A TRANSACTIONS AND PRIVATE PLACEMENTS - Q4 2008

| Date | Target | Target Description | Buyer/Investor | Private Placement Transaction / M&A | Transaction Price (\$MM) | EV / Revenue | EV / EBITDA |
|------------|--|--|--|-------------------------------------|--------------------------|--------------|-------------|
| 12/31/2008 | Yosemite Technologies, Inc. | Provides data backup and recovery software solutions. | Barracuda Networks, Inc. | Merger/Acquisition | NA | NA | NA |
| 12/17/2008 | Nayatek LLC | Develops enterprise information management solutions. | Originate Ventures | Private Placement | NA | NA | NA |
| 12/16/2008 | Rebit, Inc. | Offers computer backup devices for data protection. | Access Venture Partners; Grotech Ventures; Highway 12 | Private Placement | \$6 | NA | NA |
| 12/11/2008 | Formation, Inc | Designs and manufactures software products for defense and other industries. | EMS Technologies Inc. | Merger/Acquisition | \$55 | NA | NA |
| 12/8/2008 | South Shore Security Systems, Inc. | Provides security and investigative services. | Day & Zimmermann, LLC | Merger/Acquisition | NA | NA | NA |
| 12/1/2008 | Camber Corporation | Provides IT and training solutions to federal government agencies. | New Mountain Capital, LLC | Merger/Acquisition | NA | NA | NA |
| 11/12/2008 | Trust Digital, LLC | Provides enterprise smartphone security and management software. | Avansis Ventures, LLC; Core Capital Partners; Fair Haven | Private Placement | \$15 | NA | NA |
| 11/11/2008 | IntraDyn Inc. | Develops software for the data protection and preservation appliances. | Mirapoint, Inc. | Merger/Acquisition | NA | NA | NA |
| 11/5/2008 | Memento, Inc. | Designs enterprise fraud and compliance solutions for banks. | .406 Ventures, LLC; Bain Capital Ventures; Rock Maple | Private Placement | \$10 | NA | NA |
| 10/29/2008 | Napera Networks, Inc. | Provides network solutions to build safe and secure networks. | OVP Venture Partners | Private Placement | \$6 | NA | NA |
| 10/20/2008 | SpaceDev, Inc. | Designs, manufactures, and operates space technology systems and services. | Sierra Nevada Corporation | Merger/Acquisition | \$37 | 0.8x | 20.0x |
| 10/15/2008 | Motorola, Inc., Biometric Business Unit | Designs, develops, integrates and maintains automated fingerprint identification systems . | Sagem Securite SA | Merger/Acquisition | NA | NA | NA |
| 10/2/2008 | Grand Investigative Services Corporation | Provides private investigative and security services. | Fortified Holdings Corp | Merger/Acquisition | \$14 | NA | NA |
| 10/1/2008 | CAV International | Provides air terminal and ground handling services. | First New England Capital, L.P. | Merger/Acquisition | NA | NA | NA |

Source: Capital IQ

HYDE PARK CAPITAL RECENT BUSINESS SERVICE ENGAGEMENTS



Sunair Services
Financial Advisory



Orion International
M&A



Ablest, Inc.
Financial Advisory



NELCO, Inc.
M&A



Decision Management International, Inc.
M&A



Emerald Benefits, Inc.
M&A



Emtec, Inc.
Fairness Opinion / M&A



Progressive Employer Services, Inc.
Private Placement



Service Zone Holdings
M&A



CyLex Systems, Inc.
M&A



Litestream Technologies
Private Placement



EnviroCap, LLC
Private Placement



Pulsar Technologies
M&A



Uhel Polly Hauling
M&A



Federal Liaison
M&A



Pilgrim Software, Inc.
Private Placement

HYDE PARK CAPITAL ADVISORS, LLC is a private investment bank serving the corporate finance needs of healthcare companies primarily in the United States. Hyde Park Capital's principals have extensive transaction experience successfully executing merger & acquisition engagements, including purchase and sale of company assignments, raising growth capital for companies, including equity, mezzanine and senior debt, recapitalizations, financial advisory, and fairness opinions. Hyde Park Capital has significant experience in all sectors of the healthcare industry. The Principals of Hyde Park Capital have advised on over 200 investment banking transactions totaling more than \$10 billion in transaction value. Hyde Park Capital is headquartered in Tampa, Florida and is a member of the FINRA and SIPC.

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