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BLACKSTONE[®]

e - C O M M E R C E



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e-Commerce

(electronic commerce)

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"Defined as transactions over networks and through computers; the buying and selling of goods and services, and the transfer of funds, through digital communications."

In 1999, seeing an opportunity in the growth and potential of the Internet, Blackstone Calling Card began developing an e-Commerce presence on the Internet. Customers visiting our website purchased a prepaid calling card with a credit card, once the purchase was approved, a PIN was e-mailed to the customer. During our early days of e-Commerce, activated hard cards needed to be manually scratched for the PIN to e-mail to the customer. This very "manual" effort was our first venture into electronic PINs or e-PIN delivery.



As this area grew into financial viability, Blackstone began exploring "off the shelf" e-Commerce applications. However, due to our unique product offering, it became apparent that we would need to develop customized applications to fulfill our current objectives and future goals. Additionally, while developing the application, it became apparent that our reliance on outsourced hosting facilities would not be a viable option due to the anticipated network and processing traffic.

Blackstone's systems and software developers began creating a software program that would address key issues like security, user-friendliness, network traffic and simultaneous transactions. Affectionately named "Max", the custom e-Commerce application gave Blackstone the flexibility and freedom to offer our customers a wide array of products while providing custom web reports, in real time. The solution was not only fast – able to handle 250,000 simultaneous transactions – but it was also secure; the system is resistant to outside intrusions due to the network infrastructure, substantial security hardware and software.

Today, our e-Sales department is a substantial profit center and for the most part, is self service. Other companies, like Terra Lycos, have identified the power of our e-Commerce distribution system and have affiliated with Blackstone to dispense prepaid products via their own web portals. Additionally, our custom application is flexible enough to seamlessly branch into other e-Commerce websites and serve as the host in the delivery of prepaid products through other portals.

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Blackstone's e-Commerce homepage

Our website appeals to the "new" prepaid user – no longer credit or eco-nomically challenged – he or she has access to computers and makes purchases with credit and/or debit cards. These are educated consumers of all ages, nationalities and socio-economic backgrounds, seeking control of his or her finances by purchasing prepaid long distance and cellular calling cards.

Blackstone offers a variety of calling cards for domestic and international calls. Each card is designed with a specific end-user in mind. The website also offers prepaid cellular recharge PINs from AT&T Wireless, Cingular, TracFone, Verizon and VoiceStream. Prepaid wireless cards are carrier specific, meaning that an AT&T prepaid wireless card can only be used on an AT&T prepaid phone. For these wireless carriers, Blackstone provides universal access to recharge PINs regardless of the customer's physical location.

e-PINs are available for calling card and prepaid wireless products

Calling Cards



▶ *Blackstone is the exclusive Florida distributor of Florida PT-1, Florida Pay Less, Union Florida and Florida Exclusive.*



Wireless

VoiceStream

Global Wireless by T-Mobile

cingular™
WIRELESS

AT&T Wireless

TRACFONE
nationwide prepaid wireless

verizon

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Security

As we are working with credit card numbers, security is of the utmost importance to Blackstone. For this reason, we have developed a stringent anti-fraud verification software program that is integrated and applied during the processing of each e-Commerce operation. These features include:

- ▶ **Secure website using 128-bit SSL encryption**
- ▶ **Global fraud IP address tracking capabilities; e-mail delivery system with instant anti-fraud e-mail address verification**
- ▶ **Maximum purchase limited to \$100 e-PINs per day, per customer**
- ▶ **Customer information is encrypted and stored in secured servers**
- ▶ **Cardholder Address Verification System (AVS) confirms information given matches the billing address of the cardholder**
- ▶ **Customer must supply the Card Verification Number (CVN) imprinted on the credit card, this verification is made by our processor, and we do not store that number**
- ▶ **To maintain the privacy of our customers, Blackstone does not sell, rent or give away our customer information to third parties**



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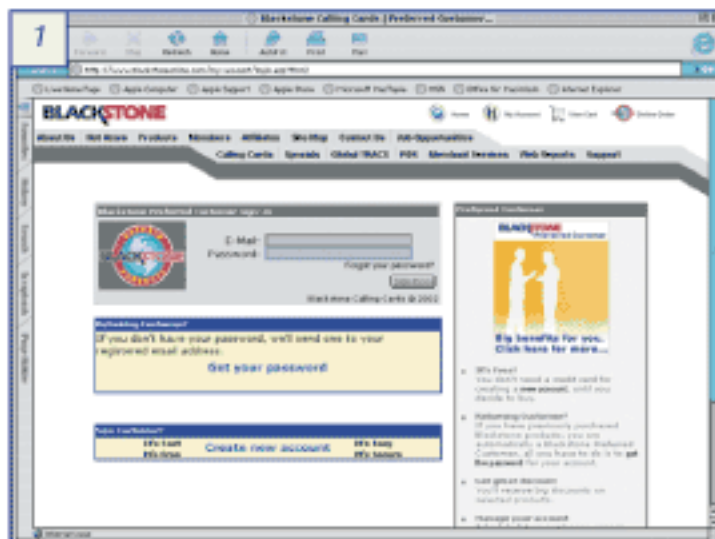
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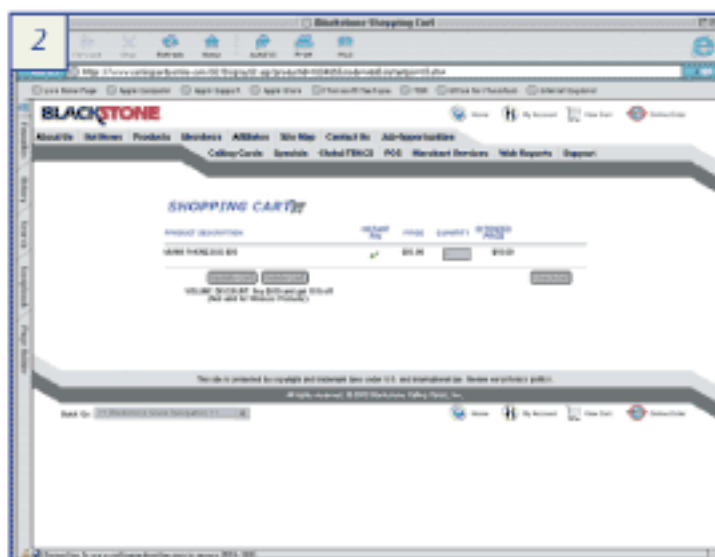
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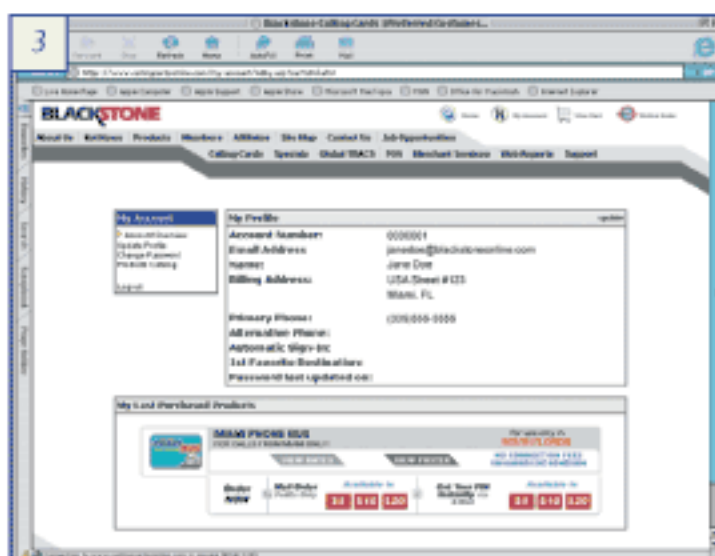
All new customers create a customer sign in with their e-mail address and password; (1) returning customers enter their registered password. From there, just follow the prompts... it's that easy. Plus, preferred customers can (2) schedule future purchases, repeat orders, redeem coupons sent via email and (3) personalize his or her personal preferences.

Additionally, e-Sales is used to introduce new products, providing us with the flexibility to obtain instant market data of usage, acceptance and product quality.



Affiliate Program

Blackstone recently expanded its e-Commerce offerings with the addition of an Affiliate Program. This program enables approved websites to include a link, or click-through, to www.blackstoneonline.com. Each time a visitor clicks from an Affiliate website to Blackstone's website to purchase items, the Affiliate member earns commissions on product sales. Blackstone remains responsible for product fulfillment, customer service, tracking sales and commissions generated.



This program extends the availability of Blackstone's products and services to thousands of new customers across the country. Plus, it increases revenues for existing and emerging websites by giving them the ability to offer a broad array of resources and services.

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BLACKSTONE

Established and headquartered in Miami, Florida since 1994, Blackstone is privately owned and managed by a team of executives experienced in payments processing, networking, information services, retailing and telecommunications. Under their direction, Blackstone has established ongoing relationships with internationally recognized companies such as Americatel, AT&T Wireless, BellSouth, Cingular, Embratel, Cisco Systems, Fifth Third Bancorp, Hypercom, IDT, Universal Savings Bank and VoiceStream.

As the prepaid telecommunications industry exploded in the mid 90s, Blackstone Calling Card became one of the country's largest providers of prepaid telecommunications products and services with over 300,000 retail locations and over 7500 agents/distributors nationwide. Today, Blackstone has



Our current headquarters

developed the industry's most advanced point-of-sale system which successfully integrates the processing of all major credit cards and ATM/debit/EBT cards with the sale of prepaid products, including prepaid cellular and prepaid calling cards, into one, easy-to-use POS terminal, the patented Blackstone POS terminal.

Looking ahead, Blackstone is currently completing construction of its new world headquarters which will set precedence for its well-planned, all-inclusive design which includes a full service cafeteria, health club, beauty salon and day care facility for up to seventy-five children. The 273,000 square foot facility has 150,000 dedicated to offices and 123,000 dedicated to climate controlled warehousing for the storage and shipping of the unique Cansaki designed cards and Smart Printer materials. The full-service shipping department will include services provided by the United States Post Office, Federal Express, Airborne, DHL, United Parcel Service and numerous international airfreight companies.

Situated just a few blocks from our current offices, Blackstone's new home is built to withstand a Category 5 hurricane with winds up to 150 miles per hour, the unlimited generator capacity and cellular antennas will provide uninterrupted communications with the outside world during the event of a natural disaster. In addition to the state-of-the-art internal security system which includes biometric scanners, code systems and a closed circuit camera system, Wakenhut Security provides Blackstone with 24-hour armed security. The facility will house our core divisions and products, Calling Card, POS and e-Commerce, as well as be home to the Global Transaction Accounting Solution (Global TRACS) Unit and the Data Recovery Services Group.



Our new world headquarters - Fall 2002