The Commonwealth of Massachusetts
Office of the Secretary of State
Michael J. Connolly, Secretary
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION
(Under G.L. Ch. 156D)

ARTICLE I
The name of the corporation is:
First Investors Factoring, Inc.

ARTICLE II
The purpose of the corporation is to engage in the following business activities:
See Attached Purpose.
ARTICLE III

The types and classes of stock and the total number of shares and par value, if any, of each type and class of stock which the corporation is authorized to issue is as follows:

<table>
<thead>
<tr>
<th>WITHOUT PAR VALUE STOCKS</th>
<th>WITH PAR VALUE STOCKS</th>
</tr>
</thead>
<tbody>
<tr>
<td>TYPE</td>
<td>NUMBER OF SHARES</td>
</tr>
<tr>
<td>COMMON:</td>
<td>10,000</td>
</tr>
<tr>
<td>PREFERRED:</td>
<td></td>
</tr>
</tbody>
</table>

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the corporation must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series thereof considered within any class.

None.

ARTICLE V

The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are:

None.

ARTICLE VI

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

None.

Note: The preceding six (6) articles are considered to be permanent and may ONLY be changed by filing appropriate Articles of Amendment.
2. The Purpose

To carry on the business of the procurement of, the distribution of and the sale of any and all related products including without limitation all financial instruments and contracts of every nature and kind; to buy, sell, own, lease, process, store, trade or otherwise deal in wholesale and retail the aforesaid products and instruments and all other products of every name and nature related; to apply for and hold such licenses as may be necessary or desirable in connection with the conduct of the aforesaid business; to buy, sell, own, mortgage, lease, administer or otherwise acquire and dispose of as may be necessary or convenient in connection with the conduct of the corporation; to do such and everything necessary, suitable or proper for the accomplishment of any one or more of the objects enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation and to carry on any activity permitted by the laws of the Commonwealth of Massachusetts, to a corporation organized under G.L. Chapter 156H.
ARTICLE VII

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later EFFECTIVE DATE is desired, specify such date which shall not be more than thirty days after the date of filing.

The information contained in ARTICLE VIII is NOT a PERMANENT part of the Articles of Organization and may be changed ONLY by filing the appropriate form provided therefor.

ARTICLE VIII

a. The street address of the corporation IN MASSACHUSETTS is (post office boxes are not acceptable)

55 Accord Park Drive, Rockland, MA 02370

b. The name, residence and post office address of each of the directors and officers of the corporation are:

<table>
<thead>
<tr>
<th>NAME</th>
<th>RESIDENCE</th>
<th>POST OFFICE ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>President: Michael J. Cuomo</td>
<td>175 Wasterly Road, Plymouth, MA 02360</td>
<td></td>
</tr>
<tr>
<td>Treasurer: Michael J. Cuomo</td>
<td>175 Wasterly Road, Plymouth, MA 02360</td>
<td></td>
</tr>
<tr>
<td>Clerk: Michael J. Cuomo</td>
<td>175 Wasterly Road, Plymouth, MA 02360</td>
<td></td>
</tr>
<tr>
<td>Directors: Michael J. Cuomo</td>
<td>175 Wasterly Road, Plymouth, MA 02360</td>
<td></td>
</tr>
</tbody>
</table>

c. The fiscal year (i.e., tax year) of the corporation shall end on the last day of the month of December

d. The name and BUSINESS address of the RESIDENT AGENT of the corporation, if any, is:

None.

ARTICLE IX

By-laws of the corporation have been duly adopted and the president, treasurer, clerk and directors whose names are set forth above, have been duly elected.

IN WITNESS WHEREOF, and under the pains and penalties of perjury, I, WE, whose signatures appear below as incorporator(s) and whose names and business or residential address(es) ARE CLEARLY TYPED OR PRINTED beneath each signature, do hereby associate with the intent of forming this corporation under the provisions of General Laws Chapter 156A and do hereby sign these Articles of Organization as incorporator(s) this 24th day of February 1984.

Michael J. Cuomo, Incorporator/President

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is given.
THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION
GENERAL LAWS, CHAPTER 156B, SECTION 12

I hereby certify that, upon examination of these articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of $200.00 having been paid, said articles are deemed to have been filed with me the 15th day of March, 1994.

MICHAEL J. CONNOLLY
Secretary of State

FILING FEE: One tenth of one percent of the total authorized capital stock, but not less than $200.00. For the purpose of filing, shares of stock with a par value less than one dollar, or no par stock, shall be deemed to have a par value of one dollar per share.

PHOTOCOPY OF ARTICLES OF ORGANIZATION TO BE SENT TO:

First Investors Factoring
C/O Michael J. Cuono
55 Acroco Park Dr.
Lockland, Wa. 02370

Telephone: 617-878-5379
The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF AMENDMENT
(General Laws, Chapter 156B, Section 72)

MK

Michael J. Cuomo

* President

and

First Investors Factoring, Inc.

of

(Enter name of corporation)

located at:

55 Accord Park Drive, Rockland MA 02370

(Street address of corporation in Massachusetts)

certify that those Articles of Amendment affecting articles numbered:

1 and 3

(Number those articles 1, 2, 3, 4, 5, and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on January 10, 1997, by vote of:

12,307 shares of Common of 12,307 shares outstanding.

(type, class & series, if any)

Frank

(type, class & series, if any)

maria

(type, class & series, if any)

Maria

all

"being-at-least-a-majority of each type, class or series outstanding and entitled to vote thereon, or "being-at-least-two-thirds of each type, class or series outstanding and entitled to vote thereon, and/or each type, class or series of such, where right, are adversely-opposed thereby:

C □

P □

M □

R.A. □

*Delete the inapplicable words.
For amendments adopted pursuant to Chapter 156B, Section 70.
For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any article is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper, in a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring such additions is clearly indicated.

3-1-97

P.C.
To change the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total presently authorized is:

<table>
<thead>
<tr>
<th>WITHOUT PAR VALUE STOCKS</th>
<th>WITH PAR VALUE STOCKS</th>
</tr>
</thead>
<tbody>
<tr>
<td>TYPE</td>
<td>NUMBER OF SHARES</td>
</tr>
<tr>
<td>Common:</td>
<td>Common: None</td>
</tr>
<tr>
<td>Preferred:</td>
<td>Preferred: None</td>
</tr>
</tbody>
</table>

Change the total authorized to:

<table>
<thead>
<tr>
<th>WITHOUT PAR VALUE STOCKS</th>
<th>WITH PAR VALUE STOCKS</th>
</tr>
</thead>
<tbody>
<tr>
<td>TYPE</td>
<td>NUMBER OF SHARES</td>
</tr>
<tr>
<td>Common:</td>
<td>Common: None</td>
</tr>
<tr>
<td>Preferred:</td>
<td>Preferred: None</td>
</tr>
</tbody>
</table>
VOTED: That Article I of the Articles of Organization of the Corporation be and it hereby is amended and restated as follows: "The name of the corporation is: INOFIN INCORPORATED."

VOTED: That Article III of the Articles of Organization of the Corporation be and it hereby is amended and restated as follows: "The types and classes of stock and the total number of shares and par value, if any, of each type and class of stock which the corporation is authorized to issue is as follows: 12,500 shares of common stock without par value.

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date.

Later effective date: ____________________________

SIGNED UNDER THE PENALTIES OF PERJURY, this 12 day of January 1997.

[Signatures]

*President*

*Vice President*

*Chairman*

*Secretary*

*Treasurer*

*Delete or inapplicable words*
THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT
(General Laws, Chapter 156F, Section 72)

I hereby approve the within Articles of Amendment, and the filing fee in the amount of $200 having been paid, said article is deemed to have been filed with me this 6th day of January, 1971.

Effective date: __________________________

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:
W. Robert Allison, Esq.
Sherburne, Powers & Needham, P.C.
One Beacon Street
Boston, MA 02108
Exhibit 3
[REDACTED]
**Investor Profile Application**

**Type of Account:**
- [ ] Individual
- [ ] Joint
- [ ] Child's
- [ ] Trust (SSN)
- [ ] Legal Trust (EIN)
- [ ] Corporation

Is this account an SEP/IRA investment? [ ] Yes [ ] No

<table>
<thead>
<tr>
<th>Section A</th>
<th>First Name</th>
<th>MI</th>
<th>Last Name</th>
<th>SSN</th>
<th>D.O.B.</th>
</tr>
</thead>
<tbody>
<tr>
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<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Section B</th>
<th>First Name</th>
<th>MI</th>
<th>Last Name</th>
<th>SSN</th>
<th>D.O.B.</th>
</tr>
</thead>
<tbody>
<tr>
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<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Section C</th>
<th>Name of Trust</th>
<th>Date of Trust</th>
<th>Taxpayer ID#</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td>[ ] SSN [ ] EIN</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Section D</th>
<th>Name of Partnership or Corporation</th>
<th>Federal Tax ID#</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Contact Person</th>
<th>First Name</th>
<th>MI</th>
<th>Last Name</th>
<th>Title</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Contact Information**

<table>
<thead>
<tr>
<th>Mailing Address</th>
<th>Street/P.O. Box</th>
<th>Apartment/Unit #</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Phone Numbers</th>
<th>Home Phone Number</th>
<th>Business Phone Number</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>( )</td>
<td>( )</td>
</tr>
</tbody>
</table>

**Email Address:**

How would you like interest paid? [ ] Direct Deposited into my bank account: Routing# [ ] Checking [ ] Savings

Account Number:

<table>
<thead>
<tr>
<th>Authorized Signature</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Authorized Joint Signature</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**In exhibit 17**
<table>
<thead>
<tr>
<th>Investor References</th>
</tr>
</thead>
</table>

Mr. is president of his company. He is a sophisticated businessman whose primary business is lending for the construction of new and rehabilitated housing projects to independent builders. He has been the single most prominent investor in our company since 1995. The company has enjoyed his support and has borrowed and repaid approximately $7.5 million annually.

Mr. is president of the Companies. He and his family have been supporters of Inofin Inc. since 1996. Both the family's trusts and (a owned Company) have invested varying amounts totaling in excess of $15 million.

Mr. is president of Inc. His company's primary business is the pre-development and compliance processing of land tracks for commercial building developments such as large hotel projects, etc. Mr. has been a supporting investor with the company since it's founding in 1994. Mr. was the first outside investor to invest in Inofin Inc. and has increased his investment to over $700k.

Mr. is a vice president of the development division for the Corporation. His role is to oversee the purchase and development of interest in commercial, time-share, and office unit construction and marketing. Mr. has been an investor with the company since its founding and continues to contribute to his investment support on an ongoing basis. His current position is represented by sums in excess of $1 million with Inofin Inc.
Loan Unit Volumes
as of 10/31/06

<table>
<thead>
<tr>
<th></th>
<th>Jan</th>
<th>Feb</th>
<th>Mar</th>
<th>Apr</th>
<th>May</th>
<th>Jun</th>
<th>Jul</th>
<th>Aug</th>
<th>Sep</th>
<th>Oct</th>
<th>Nov</th>
<th>Dec</th>
</tr>
</thead>
<tbody>
<tr>
<td>2005</td>
<td>155</td>
<td>275</td>
<td>239</td>
<td>202</td>
<td>177</td>
<td>210</td>
<td>218</td>
<td>289</td>
<td>244</td>
<td>162</td>
<td>183</td>
<td>164</td>
</tr>
<tr>
<td>2006</td>
<td>177</td>
<td>320</td>
<td>338</td>
<td>274</td>
<td>262</td>
<td>257</td>
<td>279</td>
<td>241</td>
<td>247</td>
<td>253</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>
Inofin Transfer of Assets Form

Use this form to authorize the transfer of assets currently at another firm to your Inofin Account or Inofin retirement account. Complete one form for each account you are transferring and include a copy of your most recent account statement from your current firm. Mail your completed transfer form and statement copy to:
Inofin Investments, 55 Accord Park Drive, Rockland, MA 02370. Questions? Call (877) 946-6346

1 Information about your account: The registration of the account being transferred must match your Inofin Account (i.e., IRA to IRA): If the registrations do not match; establish a new account online at info@inofin.com or include the appropriate Inofin Account Application with this request.

Your Inofin Account
Inofin Account Number (if applicable)

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Account Owner/Custodian/Trustee

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Joint Owner/Name of Trustee

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Daytime Telephone Number

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

E-mail Address (if not currently on file)

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

*Except where the transfer is from an outside individual account into a joint account at Inofin.

Account Being Transferred
Primary Social Security or Tax Identification Number

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Name of Firm currently holding your account

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Address of Firm

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Account Owner/Custodian/Trustee

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Joint Owner/Name of Trust

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Firm’s Telephone Number

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Account Number

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

2 Your Transfer (Complete A or B (select only one), then proceed to Section 3.
Continue on a separate sheet (if needed).

A. Transfer from Brokerage Account or a Mutual Fund Company
☐ Transfer all assets to Inofin Incorporated

Sell &
Transfer Cash

☐ Transfer only a portion of my account, as detailed below (continue on a separate sheet if needed):

Description of Security(ies):

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

☑ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Sell &
# of Shares or “ALL”

Transfer Cash

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

☑ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Transfer Cash

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

☒ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐

Inofin59
B. Bank, Savings & Loans, Life Insurance, Annuity, or Credit Union Transfer

☐ Transfer cash only, as follows (select one): ☐ All or the following amount: $ __________

☐ Liquidate CD or annuity immediately and transfer cash. I acknowledge that I may incur a penalty for early liquidation.

☐ Liquidate CD or annuity at maturity and transfer cash.

Maturity date is: __________
Submit your request three weeks prior to maturity.

For transfers to Inoffin Incorporated Retirement Plan (Kogeh/Self-Employed 401(k) accounts:

This account is for the ☐ Employer ☐ Employee
This account contains: ☐ Contributions made by the employer ☐ Contributions made with after-tax dollars

3 Owner Authorization and Agreement to Terms

By signing below, I (we) acknowledge reading and agree to the terms and conditions. If you are transferring assets from an account being held in an individual's name to an Inoffin Incorporated account with a joint registration, your ownership rights is such transferred assets may change. Consult your legal or tax advisor regarding your personal situation.

Owner/Custodian/Trustee Signature Date

Joint Owner Signature (If any)
Plan Administrator/Trustee

Dev. 02/10/04

Inoffin60
Beneficiary Information

Investor Name: ___________________________ Account #: ______________
(Print)

Social Security: ___________ ___________ ___________

Beneficiary (Primary):
Name: ___________________________
Address: _________________________

Social Security: ___________ ___________ ___________

Beneficiary (Secondary):
Name: ___________________________
Address: _________________________

Social Security: ___________ ___________ ___________

Authorized Signature ___________________________ Date: ___________
Authorized Joint Signature ___________________________ Date: ___________
Exhibit 4
Executive Summary
EXECUTIVE SUMMARY

THE COMPANY:

Inofin, Inc., was organized as a domestic corporation on March 1, 1994, under Chapter 156B of the General Laws of the Commonwealth of Massachusetts. It has established the corporate requisite and authority to engage in consumer lending and finance. It holds in good standing a Lender’s License as regulated by the Division of Banks and Loan Agencies in the states the Company originates auto loans.

To date, Inofin has established business relationships with 1500 dealers in the states of Massachusetts, Connecticut, Maine, Rhode Island, New Hampshire, Georgia, Virginia, W. Virginia, Tennessee, North Carolina and South Carolina. The Company has funded approximately 30,000 automobile loans in these states.

BUSINESS CONCEPT:

Inofin Incorporated was formed for the specific purpose of taking advantage of the unique opportunity that exists in the “Buy Here, Pay Here” financing. In the used automobile business, “Buy Here, Pay Here” is a method of financing sub-prime credit automobile loans where the dealer provides financing directly to his buyers.

Inofin works through dealers on a selective basis. Inofin buys from the dealer, a portion of the cash stream from the loan to the borrower. The loan to the borrower carries an interest rate comparable to credit card rates. The borrower authorizes Inofin to automatically (ACH) withdraw their weekly loan payment from their checking or savings account. The interest rate and short term of the average loan provides Inofin with the ability to recapture its capital in a rapid manner and enhance its lending activities.

Inofin services all of its loan originations with its in house collection department. The in house collection of the loans, rather than outsourcing, has proven to be beneficial to the Company. Its collection rates rival those of prime auto lenders.
THE MARKET:

Generally, used car dealers have insufficient capital to both carry their “Buy Here, Pay Here” loans and continue to operate their businesses. In addition to their need for funding capital, the dealer’s true skills are in buying and selling automobiles, not in financing and administering such transactions.

Traditionally, banks have wanted little to do with loans for cars more than five years old. Many institutional lenders have tightened their credit standards which has increased the size of the sub-prime credit automobile loan market.

The continuous growth of this industry area presents a unique opportunity to those who understand and have the financial resources to capitalize on this market.

DEALER MOTIVATION:

Inventory turnover is critical to survival in the used car business. The Inofin program generally provides the dealer with sufficient cash to recoup his investment in the automobile and thereby use the capital to acquire additional inventory for resale.

In addition, the dealer retains a portion of the future loan stream and his interest in the automobile is subordinated to Inofin. The dealer also provides Inofin with both personal and corporate guarantees. Consequently, the dealer is substantially motivated to aid in the collection of the loan payments to ensure the collection of his future profits.

The ability to re-deploy his capital towards the purchase of additional inventory and the collection of future loan payments are attractive inducements for the dealer to wait until Inofin collects its portion of the loan before he obtains his profit on the sale. Through this process the dealer is able to rapidly turnover his inventory while developing an asset base of short-term loan receivables.
DEALER NETWORK AND CRITERIA:

Inofin's dealer network plays a very important part in the overall business plan. The careful selection of an Inofin dealership is necessary to ensure a successful outcome. Dealer capability and credibility are essential factors in the operation of Inofin's lending activity. The dealer must be in business a minimum of 2 years, have verifiable assets and must undergo a credit analysis to assess his intent and ability to guaranty the loans he submits for funding.

CUSTOMER PROFILE:

The typical borrower is a person with a low to medium income. This borrower has worked in his present position for approximately 18 months and is normally living in a rented house or apartment. Having an automobile is vital to the borrower in meeting his employment obligations and in conducting his daily activities. These borrowers are highly motivated in their desire to purchase and keep their automobiles.

We have found that our customers are unique. Their car is a necessity, not a luxury. They must have a car to travel to work, otherwise, they may jeopardize their income and their standard of living, thus, making their weekly payment is critical to their way of life. While the rate of interest on the loans is high relative to conventional automobile loans, the borrower generally is looking to buy a payment plan consistent with their needs and income.
MANAGEMENT INFORMATION SYSTEMS:

The purpose and design of the information systems utilized by the Company are in keeping with a fundamental practice of acquiring as much technological result as possible in response to any need or problem being addressed. In order to achieve the highest volumes with fewer personnel and their required environments, the Company is committed to understanding and continually upgrading its systems ability as the technology allows.

The Company purchased the EastPoint banking system. This system calculates the interest on each customer loan on a nightly basis, as well as manages the dealers’ and investors’ accounts. The system also provides a collection module that monitors and filters the customer loans in accordance with the guidelines in each of the states the Company originates loans in.

The Company has also developed and deployed its own loan quoting system. The quote system manages the risk of each dealer’s portfolio and adjusts the dealer’s advances accordingly. The quote system’s design is to enforce all of Inofin’s business rules in loan underwriting. This system automatically calculates and enforces minimum dealer reserving requirements.

The Company designed interactive website gives its dealer members as well as its customers access to their loan information 24 hours a day, seven days a week. Website access is also available to the Company’s investors so they may monitor their investment and earnings, which are updated daily.

The Company’s wireless network includes an interactive sales monitoring system. Each sales representative is equipped with a handheld computer and has complete access to daily loan volume and quoting activities, as well as the ability to research their dealer’s accounts in real time.

The Company’s research and experience have shown that the hardest item for the dealers to successfully complete without errors was the loan contract. The accuracy of this document is required for enforcement under the law. To overcome this inherent problem, the Company released its ‘electronic’ contract. This ability allows the Company to deliver an errorless contract in less than two minutes to the dealer’s site via his facsimile machine.

The Company has released an online quoting system which has allowed its dealer members to have access to quoting and contract completion, 24 hours a day seven days a week.
RISK FACTORS:

As with any business enterprise, lending money for the purchase of used automobiles involves certain risks. Inofin’s lending model substantially mitigates such risks by examining each aspect of the transaction.

- On all sales there is a down payment which represents customer equity in the automobile.
- The Inofin advance to the dealer is no more than the wholesale value of the automobile as listed in the NADA on line guide.
- Inofin holds physical title to the automobile.
- Inofin is listed on the title as the first lien holder.
- The insurance coverage on the vehicle is in force and the policy lists Inofin as loss payee and right to notification if otherwise canceled.
- The dealer has provided Inofin with corporate and personal guarantees of the total contract amount.
- Inofin retains 100% of the Right, Title and Interest of the entire customer contract and collateral.

INVESTMENT SECURITY:

The following are the instruments used to secure your investment in Inofin:

- A promissory note, which would be executed by Inofin for the benefit of the investor.
- Monthly statements of your investment.
- Unlimited access to your account via our website www.inofin.com

CAVEAT:

This executive summary is not intended to address each and every aspect of the business of Inofin or the risks associated with loans on used automobiles. Any questions related to this investment opportunity should be addressed to Inofin and its representatives.
Exhibit 5
Investment Scenarios
To Our Future Investor:

Inofin Incorporated has always welcomed the opportunity to add to our loyal group of current investors. We believe that we have a proven, profitable investment opportunity to offer. In the past twelve years, Inofin Incorporated has developed several investment scenarios; two of our most popular are enclosed within. The Company has borrowed and repaid in excess of $110 million in private investment funding under these scenarios.

The investment opportunities currently being presented offer our investors a fixed interest rate, which guarantees a profit that can be either paid in monthly interest payments or redeposited into your investment account for an even greater return on your investment.

Divisions of Banks and Loan Agencies in the states of Massachusetts, Maine, Connecticut, New Hampshire, North Carolina, South Carolina, Georgia, Tennessee, Virginia, W. Virginia and Rhode Island currently license the company. The company corporate offices are located at 55 Accord Park Drive, Rockland, MA. The Company looks forward to continuing the expansion of its territory throughout New England and along the eastern seaboard.

Inofin Incorporated’s expansion and distribution into additional states has created additional demand for investor participation to fund the company’s growth. Currently, information is being sent out to prospective investors, specifically detailing this investment opportunity. This letter serves as a prelude.

Should you wish to contact us: Inofin Incorporated
55 Accord Park Drive
Rockland, MA 02370

Telephone: 781-878-3399
Fax: 781-982-2442
email: investors@inofin.com
website: www.inofin.com

Thank you for your consideration. We genuinely look forward to speaking with you.

Kevin J. Mann
CEO
kmann@inofin.com

Michael J. Cuomo
President
mcuomo@inofin.com

Inofin69
Inofin Incorporated Monthly Interest Income Scenario

Inofin Incorporated offers our investors the opportunity to invest in secured, newly funded auto loans and to receive monthly statements of their investment, along with a check for their earned interest. This type of investment offers our investors a guaranteed profit, and each month, a payment of their earned interest based on their principal investment.

The investment works as follows:

1. Investors complete an Investor Profile Application.
2. Inofin Incorporated accepts investment deposits starting at $50,000.
3. Inofin completes, signs and forwards a Promissory Note to the investor.
4. Our automated accounting system generates interest on the investor's balance on a nightly basis.
5. The interest accrued on the investment account is deposited on the last day of each month.
6. A check is issued to the investor and included with their monthly statement on the 10th of the following month.
7. The investor's monthly statement would show their investment account principal balance, the posting of the current month's interest earnings, and the check issued in the amount of the earned interest.

Each investor has access to their account online at www.inofin.com. Once you have logged into your investor account, you can view your account's history, interest accruals, interest payments, deposits made and checks issued.

Here is a sample investor account from our website:

<table>
<thead>
<tr>
<th>Name: John Investor</th>
<th>Account #: 12345</th>
</tr>
</thead>
<tbody>
<tr>
<td>Address: 123 Main St</td>
<td>Home Phone: 1-800-876-5432</td>
</tr>
<tr>
<td>City: Rockland</td>
<td>Work Phone: NA</td>
</tr>
<tr>
<td>State: MA</td>
<td>Pager: NA</td>
</tr>
<tr>
<td>Zip Code: 02370</td>
<td>Email: <a href="mailto:investor@inofin.com">investor@inofin.com</a></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Interest Rate: 7%</th>
<th>Current Balance: $55,190.15</th>
</tr>
</thead>
<tbody>
<tr>
<td>MTD Interest: $55.84</td>
<td>YTD Interest: $55.84</td>
</tr>
</tbody>
</table>

**Inofin 30-Day Statement**

<table>
<thead>
<tr>
<th>Date</th>
<th>Amount</th>
<th>Description</th>
<th>Balance</th>
<th>MTD Interest</th>
</tr>
</thead>
<tbody>
<tr>
<td>7/1/20xx</td>
<td>$5.00</td>
<td>Interest Accrual</td>
<td>$55,190.15</td>
<td>$5.00</td>
</tr>
<tr>
<td>7/10/20xx</td>
<td>$5.00</td>
<td>Interest Accrual</td>
<td>$55,190.15</td>
<td>$5.00</td>
</tr>
<tr>
<td>7/15/20xx</td>
<td>$5.00</td>
<td>Interest Accrual</td>
<td>$55,190.15</td>
<td>$5.00</td>
</tr>
<tr>
<td>7/20/20xx</td>
<td>$5.00</td>
<td>Interest Accrual</td>
<td>$55,190.15</td>
<td>$5.00</td>
</tr>
<tr>
<td>7/25/20xx</td>
<td>$5.00</td>
<td>Interest Accrual</td>
<td>$55,190.15</td>
<td>$5.00</td>
</tr>
</tbody>
</table>

Inofin70
Inofin Incorporated Reinvestment Scenario

Inofin Incorporated offers our investors the opportunity to invest in secured, newly funded auto loans and to receive monthly statements of their investment and its growth. This type of investment offers our investors a guaranteed profit, and a monthly automatic reinvestment of their principal and interest.

The investment works as follows:

1. Investors complete an Investor Profile Application.
2. Inofin Incorporated accepts investment deposits starting at $50,000.
3. Inofin completes, signs and forwards a Promissory Note to the investor.
4. Our automated accounting system generates interest on the investor's balance on a nightly basis.
5. The interest accrued on the Investment account is deposited on the last day of each month.
6. The Investor's monthly statement is generated on the 10th of the following month.
7. This statement will show the Investor's investment account principal balance, and the capitalization of the current month's interest earnings into principal.
8. The capitalized interest becomes part of the Investor's principal balance and begins accruing interest at the account's current rate.

Each investor has access to their account online at www.inofin.com. Once you have logged into your investor account, you can view your account's history, interest accruals, interest payments, deposits made and checks issued.

Here is a sample Investor account from our website: