



Whitewater Oil Gas & Minerals Inc.

Whitewater Oil Gas & Minerals Inc. Business Plan Summary

Prepared September 20, 2007

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Attached Document: "Craig L. Treiber" - Lease Analysis

Executive Summary

Whitewater Oil Gas & Minerals Inc. (WOGM) is an Oil Gas & Minerals company expecting to purchase leases that would be self supporting from current production. WOGM will then further increase production through the use of enhanced recovery methods and secondary recovery technologies such as the OTISPump. This includes reopening otherwise shut-in wells, reworking and drilling new wells, and offsets utilizing newer technologies. One such method would be horizontal drilling in the SE Kansas area; this would substantially increase production from the lease(s) in the range of 200 to 500%.

WOGM currently holds an exclusive rights license to implement the "OTISPump®" on wells it finds suitable. The OTISPump is produced by Jacobson Oil Enterprises LLC of Stillwater OK. The OTISPump is covered under US Patent 6,868,911B1 March 22, 2005 titled "Methods and apparatus for subterranean fluid separation and removal including intellectual property and mechanical processes".

The OTISPump is designed, tested in the field, and proven to recover Oil from water logged wells without lifting the water (less than 2% H₂O). This eliminates the need for water disposal and greatly increases the profitability of the well.

WOGM is looking to purchase its own leases in SE Kansas. These leases are Ideal for the implementation of an OTISPump due to their shallow formations; the Squirrel formation being 700', and Bartlesville at 840'.

Implementation of an OTISPump on a selected well would entail removing the existing "Jack" pump, production tubing, and some water separation equipment and replacing this equipment with OTISPumping system. The old equipment would then be sold or scrapped to defer costs for the OTISPump and it's installation.

Key Objectives

1. WOGM's first goal was to acquire the license for the OTISPump technology, this goal was met in March of 2007 through the use of private funding from investors and a very co-operative working relation between Jacobson and WOGM.
2. Testing of the OTISPump; some preliminary testing has been accomplished, thus demonstrating where the OTISPump system can be implemented. This has given us steady conclusions in regards to installing the system, thus focus on successful results.

3. Given the knowledge already gained from testing, our focus now lies with production zones of 1000 feet or shallower, and wells that do not contain an excessive amount of surfactants. This combined with wells that have been out of service for 3 or more years become desirable targets. Additional testing may further broaden our target wells and increase our overall profit margin.
4. We intend to acquire a block of leases in SE Kansas to further test and implement the OTISPump technologies. WOGM believes that there are also other uses for the OTISPump. With proper funding in place WOGM will move forward with its lease acquisition, field testing, and implementation program. Please note that a feasibility study is attached to this document, see document titled "Craig L. Treiber".
5. We plan to further expand our well lease area; leases in the area that are suitable for the OTISPump range in price from \$200,000 - \$10.5 Million. All of these leases have current production which can defer the cost of acquiring the lease even without an OTISPump in place.
6. We intend to sub-license to other producers in the area. Our target is to receive 35% of NRI production increase and 50% of cost savings. Plus there will be a one time licensing fee in consideration of our services and for access to the OTISPump system.
7. WOGM estimates that it will need to raise a minimum of \$655,000.00 (six hundred fifty five thousand) and as much as \$5,000,000.00 (five million) depending on the lease size we find available. WOGM has located several leases in this range and can begin to see an immediate return on the investment from existing production and a further return by implementing the OTISPump system.
8. There are millions of wells in the mid west that are potential candidates for OTIS technology. Our goal is to capture as much of this market as possible.

Note: Of all those American oil reserves, 40% lie in water-logged holes or areas. Until now the expensive, environmentally impacting process of bringing up both water and oil, separating them at the surface, and disposing of the water has made this critical resource hard to recoup compared to other oil sources. There is no other technology on the market at this time that is ready to go into production or has working models in the field that can accomplish what OTIS can.

9. Continue to be a part of Research and Development of the OTIS technology.
10. Continue to search for fields that can be exploited using our Technologies.
11. Promote the integrity of WOGM in our operating arena.

Mission Statement

Whitewater Oil Gas & Minerals Inc. is a business, and to that end its mission is to grow and expand while, at the same time, awarding its investors the greatest return possible.

WOGM is in a position to help increase domestic production while lowering the cost to produce the oil, which in turn will help lower our dependency on foreign oil.

The technologies WOGM implements such as the OTISPump are a “green” technology. WOGM is very concerned with the environment and will strive to remain a green company.

- Oil produced from an OTISPump system needs no water separation or water disposal methods at the surface
- The OTISPump system does not utilize high pressure oil column movement so there is minimal risk of a large oil spill at the surface as the oil at the surface is not pressured
- The OTISPump utilizes a fraction of the electricity of jack pump motors, making for greatly reduced CO2 emissions
- The OTISPump system actually restores some wells to greater production with time in production

WOGM also is very aware of the need to be good neighbors in our communities growing to a point where we can contribute back to these communities will be an ongoing process and a goal that we seek.

Keys to Success

The keys to success for WOGM are as follows:

1. Initial capitalization obtained so that company ownership is not diluted, core strengths and values are uncompromised.
2. Assessing and procuring strong licensees in each oil-producing state with good business acumen and similar core strengths and values.
3. Working the applications of the technology into clear media to teach new producers what to do at differing depths, viscosities, and other variables.
4. Building relationships with large-scale acceptors such as major oil companies and producers.

Company Summary

Our business will develop and market by doing the following:

1. Keeping ownership and decision making lean and responsive to each developing relationship with groups outlined in the Keys to Success section above.
2. Working with first acceptors, while developing relationships and convincing major players that this technology is viable, and is viable at a price that is not worth “designing around” to use.
3. Respecting the needs and drives of small end users always, to help them gain revenue streams at a lesser cost than any other alternative.

Company Ownership

Whitewater Oil Gas & Minerals Inc. is located in Whitewater Kansas and is run out of the home of its President / CEO. The company was incorporated January 16th 2006, in the state of Kansas.

Board of Directors

- Mike Brown CEO / President, Whitewater Kansas
- Judie Brown Treasurer, Wichita Kansas
- Peter Le Drew, Westbank B.C. Canada
- Frank Manger, Indiana

Consultant

Craig L. Treiber, of Tulsa Oklahoma

Legal Advisor & Corporate Council

Marvin R. Cook, attorney at law, Wichita Kansas

Startup Summary

The key elements in the start-up plan for Whitewater Oil Gas & Minerals, (WOGM) Inc. are:

1. The costs associated with purchasing the OTIS Pumps. The costs associated with finding producers to put the OTIS Pump® down holes in order to generate operating capital from those wells. The cost of becoming a producer in the state of Kansas.
2. The ability to defend contractual agreements with third parties.
3. The ability to form and assess relationships with other groups in oil producing states who will become licensees and financially viable while implementing confidentiality agreements.
4. The ability to keep key market and development people for continued development and product integrity.
5. The legal expense for filing all Non Disclosure Agreements, Letters of Intent, Licensing agreements and contract administration defense.
6. The establishment of Corporate Identity through the industry.
7. The location and place(s) of doing business.
8. Repurchasing of stock currently being held by shareholders of WOGM.

Products & Services

1. Our main product is the OTISPump, we want to produce oil on our leases and further develop the OTISPump. We license the OTISPump and maintain the pump as long as it is producing. Maintenance on an OTISPump is about \$300 a year which WOGM covers and services. We have state-of-the-art hardware and software. There's simply nothing like the OTISPump that produces oil without water in the field. The software solutions for remote monitoring, safety, and environmental impact are conceptualized by accomplished programmers.

The OTISPump offers low cost hardware. Every piece of the OTISPump can be purchased off the shelf at local co-op and farm supply companies.

2. Our secondary focus is enhanced oil recovery using "Well Vive®". This product is a chemical additive produced by Nature's Path LLC. Our intent is to develop a market for this product within the State of Kansas.

Well Vive is a purely organic, non-toxic, Green product. When injected in to a formation Well Vive reacts with the hydrocarbons, which in turn changes the viscosity resulting in a higher recovery rates than would otherwise be expected. Well Vive is also used for industrial cleanup and remediation of oil spills.

Strategy and Implementation Summary

SWOT Analysis

The SWOT (Strengths, Weaknesses, Opportunities & Threats) analysis provides us with an opportunity to examine the internal strengths and weaknesses Whitewater Oil Gas & Minerals (WOGM) must address. It also allows us to examine the opportunities presented to WOGM as well as potential threats.

Strengths

- WOGM has strived to secure reliable individuals with the common goal to promote the best interests of the company and it's shareholders
- Acquiring leases with acceptable revenue production and potential for implementation or enhanced and or secondary recovery technologies and methods
- Successful testing and implementation of new uses for the OTISPump

- Association with well established producers with impeccable reputations in the oil production arena
- Capture the market in our area that can benefit from the use of OTIS technology
- Building a relationship with producers and gaining their trust in OTIS technology

Weaknesses

- A completely new and unconventional technology, we see it every time. Old timers, those in production who sign the NDA, come to see the pump work, and stand quietly for ten minutes dumbfounded. They can't believe what they are seeing. The 'holy grail' of oil production over the last fifty years has been finding a solution to separating oil from hydrocarbons. Thousands have made false claims such as skimming, or other methods that show small, poor or even false solutions. The OTISPump is a long-term, financially viable solution to this problem that besets old fields, and faces the skepticism of those who have seen thousands of supposed solutions fail.
- The cost factor is far below existing competitors. People will wonder if they are getting a competitive service if the price is so much less than others in the same field. The OTISPump costs less to buy, and runs for a fraction of the cost. Producers can't grasp how different an oil recovery technology would have to be for it to work so cost-effectively.
- We are a new service provider in an established field. The oil industry is a closed; who do you know industry... It utilizes older trusted technologies.

Opportunities

- Opportunities for Markets. A growing number of states want to maintain depleting fields, and reduce the environmental impact of forced-water technologies in old fields.
- Keeping costs under control. The OTISPump is the most cost efficient machine. There's even an alternate model under development that would run on solar power.
- The OTISPump system works. The more people who see it work, the more that will inherently choose to solve their oil and water challenges using this system.

- Increased prices for steel, commercial electricity, electric motors, and machined components make the smaller, less moving parts design of the OTISPump more attractive.

Threats

- Larger Companies Developing This Market. In the oil and gas industry, designing around patents is a permanent, competitive feature of the industry.
- Acceptance by a reluctant community. The OTISPump also recognizes that this community is slow to respond to innovation, slow to accept revolutionary technologies as the production is so entrenched in existing machinery manufacturers.

Marketing Information – OTISPump

Market Analysis

We see many key factors influencing discussion of WOGM's market. The same factors that impact the industry, price per barrel and its effect on domestic production, environmental concerns that continue to increase, prices of electricity and steel, states' concerns for returning fields either to productivity or other uses.

Market Segmentation

The potential customers of WOGM are businesses that market to consumers, those individuals and firms that market services, and...

1. Land and mineral rights owners for the wells.
2. Producers who own wells associated with declining or water-flow fields, or who grasp the economic and environmental reasons for utilizing the OTISPump®.
3. Licensees in oil-producing states who may or may not at WOGM's discretion enlist sub-licensees to use the OTISPump® system.

Market Research

There is no product like the OTISPump system on the market today. Our growth in the secondary oil recovery market would be unchallenged.

Competitors

There are no competitors in our Market for the OTIS technology.

WOGM has the personal connections with individuals that can help promote the success of the company. Our biggest obstacle is convincing the 'old school' producers in the industry that our technology is sound, and we have the ability to raise capital then move forward with our overall business plan.

Target Market

Our target market is older oil fields with degraded water-logged wells that are out of production or marginal at best. Most often on larger leases you can find an acceptable mix of conventionally producing wells, non-producing marginal wells, and shut in wells. These are ideal as they allow us the flexibility to utilize the OTIS technology and Horizontal drilling technology without giving up revenue. Generally speaking such a lease is going to fund itself through its own revenue stream. This will allow for the implementation of OTISPump(s) without raising additional capital.

Marketing Mix Strategy

Currently we use solicitation to introduce the OTIS to prospective producers. To date this has been a difficult task due to the limited use of the OTISPump. Old school producers are also a barrier, they simply do not look at new technologies. After implementation on our own leases we can use demonstrated success as a major selling point.

Distribution

WOGM will purchase, deliver and install all OTISPumps in our licensed area. We will also maintain all service records for our pumps, be it under our license or under a sub-license in our area.

Pricing / Profit Example

OTISPumps used under a sub-license require a \$10,000 licensing fee which covers 10 pumps and an additional license must be purchased for each additional 10 pumps. The license does not include the cost of the pump (current cost is about \$5,600 per unit). In exchange JOE receives 25% of the working interest and WOGM receives 20-25% depending on the lease.

Given a well produces 3 bpd @ \$63.00 pb, and the lease carries a 87.5% NRI then the following formula would apply

$$3\text{bpd} \times 63.00 = \$189.00$$

$$189.00 \times 0.875 = \$165.375$$

$$165.375 \times 0.25 = \$41.343 \text{ per day would be paid to WOGM}$$

$$\text{Annual gross income for this well (estimated 10 days down time)} = \$14,676$$

Given the well produces 3 bpd @ \$63 pb and WOGM is operating the pump on a lease that it owns the following formula would apply

$$3 \times 63.00 = \$189.00$$

$$189.00 \times 0.875 = \$165.375$$

$$165.375 \times 0.625 = \$103.359 \text{ per day would be paid to WOGM}$$

$$\text{Annual gross income for this well (estimated 10 days down time)} = \$36,692$$

Financial Information – OTIS Pump

Financial Start-Up Summary

The key elements in the start up plan for Whitewater Oil Gas & Minerals Inc. in respect to the OTIS Pump.

The cost associated with purchasing pumps leases and equipment

1. The cost of contract labor for pump installation
2. The cost to defend any potential license infringements
3. Legal fees
4. Wages
5. Pay off of financing currently being serviced by it's officers ~ \$13,000
6. Travel expenses

Revenue & Expenses (see document "Craig L. Treiber")

The initial purchase of a lease is our largest expense. While each lease and the net profit from each lease will vary, attached is a current lease available to us pending funding. The document titled "Craig L. Treiber" demonstrates in detail the revenue and expense of an existing lease (included at the end of this document).

Current Lease Breakdown (see document “Craig L. Treiber”)

Craig’s figures do not include the savings that would be realized if OTIS Pumps were installed on the wells. Lifting costs would be reduced, water disposal would be eliminated completely and maintenance cost would be minimal.

Cost to transition to an OTIS Pump would be ~ \$6,500

Pump and all misc. equipment for installation would be \$5,200

Work over rig and contract labor would run \$1,300

The cost of installation would be offset by the sale of the existing equipment which varies but we could expect to see between a 65% and 135% recovery of the transition costs (figures extracted from Mr. Treiber’s document included at the end of this document).

Marketing Information – Well Vive

Market Analysis

Well Vive, being environmentally friendly (Green product), is a suitable replacement for products currently being used that have a less desirable environmental effect.

Market Research

While Well Vive has been on the market for some time, the value of using this product in the oil industry is just now becoming apparent. WOGM has the opportunity to become a forerunner in the marketing and promotion of its use.

Competitors

Currently other chemicals used for the same or similar applications as Well Vive are not as environmentally friendly. This sets Well Vive apart from the competition and opens a market suited to today’s environmental considerations and priorities.

Target Market

Well Vive is a product that can be marketed in conventionally producing fields with low viscosity crude oil, thus a very broad market. It can also be marketed as a remediation agent to HAZ-MAT teams for general cleanup and oil recovery from spills.

Marketing Mix Strategy

Well Vive can be introduced to the entire oil industry through solicitation and demonstration. Because it's a proven product, marketing of this environmentally friendly alternative will be backed by today's needs to protect the environment. We may also look at marketing this product through our Website.

Distribution

WOGM will purchase Well Vive directly from the manufacturer and redistribute the product to our customers. We can also offer the option of drop-shipping directly from the manufacturer.

Pricing

Our cost \$29 per gal. Our markup 30% or \$8.70 per gal. for a total selling price of \$37.70 per gal. This pricing is based on clients buying this product in bulk 55 gal drums. Price per 55 gal drum is \$1595 wholesale. Our profit would be \$478 per barrel.

Financial Information – Well Vive

Financial Start-Up Summary

The key elements in the startup plan for Whitewater Oil Gas & Minerals Inc. in respect to selling Well Vive.

The cost associated with purchasing inventory and marketing

1. A minimal inventory of one barrel in stock, for demonstration purposes, not retail. Being it's utilized in a diluted state, such as 600 parts water to 1 part Well Vive, this would be more than adequate for demonstration purposes and to promote the product.
2. Some marketing expenses including travel, meals and accommodation may be required. At this time we are going to budget the amount of \$1000 per month. We plan to make this portion of our business self-sustaining through sales within the first six months.

Revenue & Expenses

We expect the Well Vive sales to be primarily drop-shipping so the out-of-pocket expense will be virtually zero other than marketing. The manufacturer will issue our commission payment on a monthly basis.

The Revenue breakdown would be as follows:

1. Our preliminary target will be sales 3 to 5 barrels of Well Vive monthly for the first year. We expect to reach this goal after a three month startup period. After this three month startup period our goal is to double our sales every year. Once we've opened doors to sales this projection may prove to be very modest.
2. After establishing a good base of sales we will expand our market territory through independent sales agents with whom we share revenues. This will reduce our percentage of profit but increase our wholesale purchasing power.

Expenses breakdown would be as follows:

1. We would cover out of town expenses for marketing personnel doing field demonstration of this product. There would initially be only one employee marketing this product to begin with. He would have to remain within the budgeted expense amount of \$1000 per month.
2. The initial inventory startup cost would be \$1595 for one barrel Well Vive concentrate.
3. An expense float of \$1000 per month will be issued to the person handling marketing and sales of this product. The amount used per month may vary slightly.

Start-up Requirements	
Start-up Expenses	
Legal	
Marvin R Cook retainer	\$5,000
Stationery etc.	\$350
Brochures	\$2,000
Consultants	
Oil and Gas, Craig Treiber	\$5,000
Insurance	\$6,000
Rent	
	\$12,000
Research and development	
OTIS	\$5,000
Well Vive	\$3,000
Expensed equipment (copiers, computers, etc)	\$3,400
Material handling	\$3,000
Software	\$8,000
Logo Design, Decals, Signs	\$2,000
Training Materials (DVD, print, website)	\$8,000
Management Salaries	
Web Design & Development	\$5,200
Field Vehicle	\$20,000
Travel Expenses	\$10,000
Other/Miscellaneous	\$7,500
Total Start-up Expenses	\$105,450
Start-up Assets	
Cash Required	\$140,000
Start-up Inventory	
OTISPump®	\$32,000
Down Hole parts and assemblies	\$5,000
Lease acquisition	\$300,000
Total Assets	\$372,000
Total Requirements	\$582,450

Start-up Funding	
Start-up Expenses to Fund	\$105,450
Start-up Assets to Fund	\$477,000
Total Start-up Funding	\$582,450
Assets	
Non-cash Assets from Start-up	\$352,000
Cash Requirements from Start-up	\$140,000
Additional Cash Raised	
Cash Balance on Starting Date	-0-
Total Assets	\$492,000
Liabilities and Capital	
Liabilities to Current Shareholders	\$47,546
Current Borrowing	\$9,200
Long-term Liabilities	-0-
Accounts Payable (Outstanding Bills) licensing fees due Jacobson Oil Enterprises LLC.	\$16,500
Other Current Liabilities (interest-free)	-0-
Total Liabilities	\$73,246
Capital	
Planned Investment	-0-
Founder Investment	-0-
Angel Investor	-0-
Venture Capital	-0-
Grants	-0-
Additional Investment Requirement	-0-
Total Planned Investment	-0-
Total Capital	-0-
Total Capital and Liabilities	\$73,246

<i>Personnel Plan</i>					
	Year 1	Year 2	Year 3	Year 4	Year 5
President & CEO	\$36,000	\$60,000	\$75,000	\$90,000	\$90,000
VP Business Development	-0-	-0-	\$36,000	\$55,000	\$65,000
VP Leases & Marketing	-0-	-0-	\$30,000	\$45,000	\$55,000
Controller (contract)	\$36,000	\$36,000	\$45,000	\$45,000	\$50,000
Production Crews (contract)	\$68,500	\$68,500	\$68,500	\$68,500	\$68,500
Administrative Staff (\$30k/yr)	\$30,000	\$45,000	\$60,000	\$60,000	\$75,000
Drawings, Manuals, Web site (contract)	\$20,000	\$30,000	\$35,000	\$35,000	\$35,000
Total Payroll	\$190,500	\$239,500	\$349,500	\$398,500	\$438,500
Total (WOGM) Employees	2	3	5	5	6

Pro Forma Profit & Loss					
Income					
	Year 1	Year 2	Year 3	Year 4	Year 5
Conventional Oil Production	\$430,580	\$861,160	\$1,722,320	\$2,583,480	\$3,875,220
OTISPump - 3 rd Party	\$111,733	\$233,466	\$335,199	\$446,932	\$558,665
OTISPump - WOGM	\$120,231	\$360,693	\$721,386	\$1,202,310	\$1,683,234
Well Vive	\$22,944	\$45,888	\$91,766	\$183,552	\$367,104
License Agreements	\$20,000	\$20,000	\$20,000	\$20,000	\$20,000
Total Income	\$705,488	\$1,521,207	\$2,890,671	\$4,436,274	\$6,504,223
COP – Conventional Oil Prod*	\$147,040	\$249,968	\$349,955	\$367,453	\$385,825
COP – OTISPump - 3 rd Party	\$6,000	\$12,000	\$18,000	\$24,000	\$30,000
3 rd party pumps – added / total	20 / 20	20 / 40	20 / 60	20 / 80	20 / 100
COP – OTISPump - WOGM	\$5,400	\$16,200	\$32,400	\$54,000	\$75,600
WOGM pumps – added / total	10 / 10	20 / 30	30 / 60	40 / 100	40 / 140
COP – Well Vive	\$3,000	\$3,000	\$3,000	\$3,000	\$3,000
Total Cost of Production	\$161,440	\$281,168	\$403,355	\$448,453	\$494,425
Gross Profit	\$544,048	\$1,240,039	\$2,487,316	\$3,987,821	\$6,009,798
Gross Profit %	337%	441%	617%	889%	1216%
Expenses					
	Year 1	Year 2	Year 3	Year 4	Year 5
Payroll	\$190,500	\$239,500	\$349,500	\$398,500	\$438,500
Leases, Marketing	\$4,000.00	\$4,000.00	\$5,000.00	\$6,000.00	\$7,000.00
Training, R & D	\$15,000.00	\$15,000.00	\$30,000.00	\$45,000.00	\$45,000.00
OTISPumps	\$168,000.00	\$224,000.00	\$280,000.00	\$336,000.00	\$336,000.00
Installation Costs (OTIS)	\$120,000.00	\$160,000.00	\$200,000.00	\$240,000.00	\$240,000.00
Utilities	\$4,200.00	\$4,200.00	\$4,200.00	\$4,200.00	\$4,200.00
Insurance, Workman's Comp	\$23,145.00	\$27,555.00	\$40,455.00	\$49,365.00	\$59,715.00
Rent	\$3,600.00	\$18,000.00	\$18,000.00	\$18,000.00	\$18,000.00
Legal Expenses	\$5,750.00	\$5,750.00	\$5,750.00	\$5,750.00	\$5,750.00
Field Expenses	\$26,000.00	\$26,000.00	\$52,000.00	\$78,000.00	\$78,000.00
Payroll Taxes	\$32,385.00	\$40,715.00	\$59,415.00	\$67,745.00	\$74,545.00
General/Administrative Expenses	\$5,000.00	\$15,000.00	\$25,000.00	\$50,000.00	\$50,000.00
Consulting Fees	\$18,000.00	\$18,000.00	\$24,000.00	\$36,000.00	\$36,000.00
Other Expenses	\$20,000.00	\$22,000.00	\$26,000.00	\$34,000.00	\$50,000.00
Total Expense	\$635,580.00	\$819,720.00	\$1,119,320.00	\$1,368,560.00	\$1,442,710.00
Profit Before Interest and Taxes	(\$91,532.00)	\$420,319.00	\$1,367,996.00	\$2,619,261.00	\$4,567,088.00

*COP reduced in years 3, 4 and 5 due to replacement of conventional pumps with Otis Pumps.