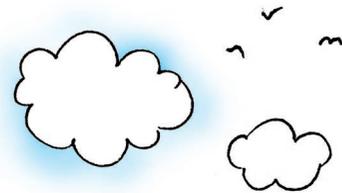




Come in SHOP
OpenSky





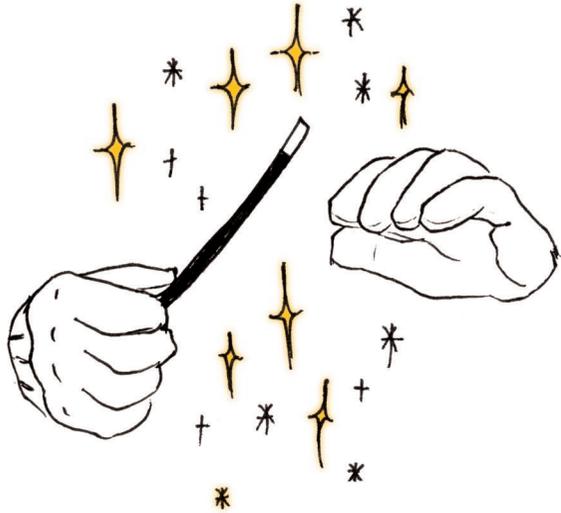
OpenSky is a community of
Shoppers, Suppliers & Shopkeepers
working together
to change how the world shops.

Welcome to the Modern Main Street.



OpenSky was inspired by magic.

- John Caplan, Founder of OpenSky



It was a wintry Saturday afternoon, and my eight-year-old son and I found ourselves in a professional magic shop on 34th Street. There, we met the most amazing magicians, who painstakingly demonstrated trick after trick, happy and excited to share their craft with a boy and his dad. Watching them, it was clear they believed that living their passion was more important than making a sale.

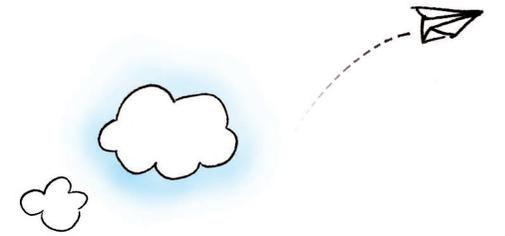
It was then I realized how broken our everyday shopping experiences have become - and the incredible opportunity that lay in changing it.



While the Internet has made shopping more efficient, it's also made it less personal and less connected. I knew that if we could change that, if we could make shopping both efficient *and* connected, we'd really have something.

And so the idea of OpenSky was born.

That was eight months ago. Since then, OpenSky has created a proprietary platform that allows every member of the commerce chain, from manufacturer to retailer to consumer, to work together to fundamentally



realign commerce for the 21st century. Already, we have joined with more than 500 Suppliers and 150 online Shopkeepers that reach well over three million Shoppers.

We have become the world's first, and only, relationship commerce marketplace.

With OpenSky, you will never again buy something from someone you don't know or trust.



Interactions, Not Transactions

When I was in the magic shop, I realized that OpenSky had to turn retail upside down in order to build it back up again.

Nowadays, building a retail business with centralized merchandising, marketing, customer service and buying doesn't make financial sense. Moreover, it doesn't work at the pace of today's society. To be truly consumer-centric, decisions must be made as close to the customer as possible, which means removing all the hierarchy and friction from retail.

To accomplish this, we've begun building an ecosystem that engages consumers, powered by two groups: **Shopkeepers** and **Suppliers**.

Shopkeepers

Shopkeepers are tastemakers, bloggers, authors, professors, television personalities and celebrities who have a passion and expertise they want to share. They have in-depth knowledge and a trusted audience, but are unable to effectively monetize either online. They've aggregated influence,

but struggle to create viable Internet enterprises. OpenSky empowers them to become Shopkeepers, to sell what they love with creativity and a point of view. They can line their virtual shelves with their favorite things, without having to take inventory, handle logistics or become retailing experts. Moreover, Shopkeepers own their customers, participate in their lifetime value and are part of a modern merchant association filled with diverse and talented people.

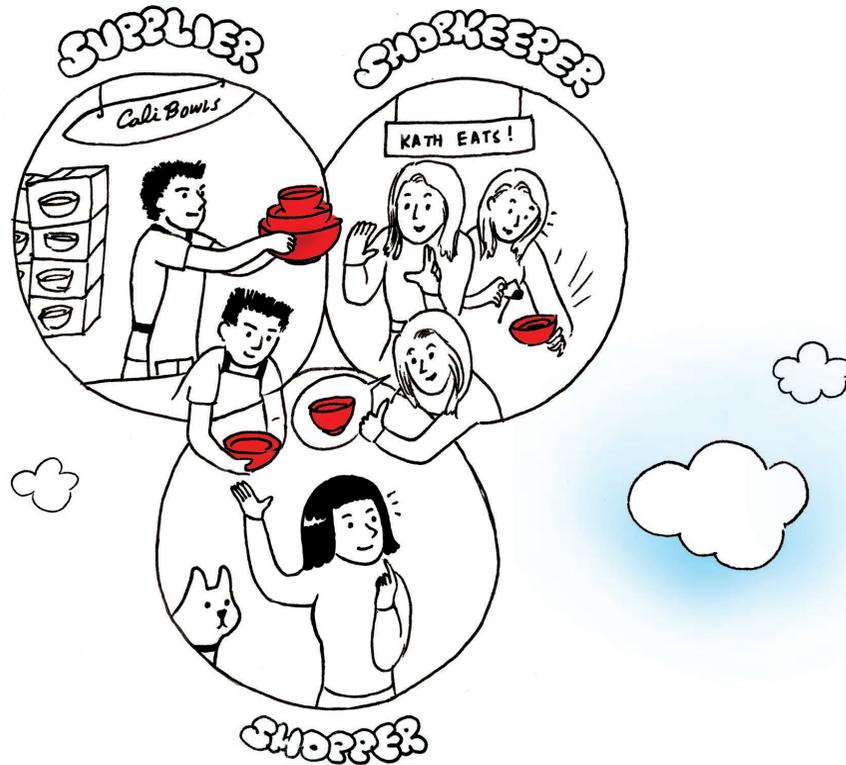
Best-selling cookbook author, Iron Chef-judge and popular blogger and Tweeter Michael Ruhlman is a prime example of an OpenSky Shopkeeper. When Michael blogged about joining OpenSky, he explained,



Suppliers

Suppliers are creators, distributors and manufacturers of the world's most interesting and extraordinary goods. Today, so many manufacturers can't reach their audience because they're frozen out by massive, big-box retailers or lost in the jungles of the Internet shopping giants. OpenSky provides these Suppliers with a curated environment to sell their goods and introduces them into a meaningful dialogue with influential Shopkeepers and their loyal communities. If their goods are sold at OpenSky, it's because one of the world's tastemakers has given it their seal of approval.

He went on to assure his readers, "It's part of the OpenSky Agreement that 'Shopkeepers,' as we're called, will NOT be paid by any of the companies whose products we recommend and we do not accept free products from anyone. This entire venture is about integrity and transparency."



How it Works

OpenSky revolves around three groups: Suppliers, Shopkeepers and Shoppers. Here's just one of their stories:

CaliBowl embodies the goodness that can come from being an OpenSky Supplier. Jeff Boellinger, the man behind CaliBowl, was eager to get the word out about his new line of bowls. OpenSky connected him with Kath Younger (www.katheats.com), an incredibly popular food blogger and OpenSky Shopkeeper, who is also a huge CaliBowl fan. OpenSky crafted

a special promotion for 100 sets of bowls, and Kath placed them in her OpenSky Shop. She posted a picture of her own CaliBowls on her blog, and within ten minutes, Jeff was sold out. By promoting something she loved, Kath was able to create tremendous demand and buzz for a new brand and Jeff created something much better than either paid marketing or good publicity: authentic brand advocacy.

That's what OpenSky is all about.

The Power of People

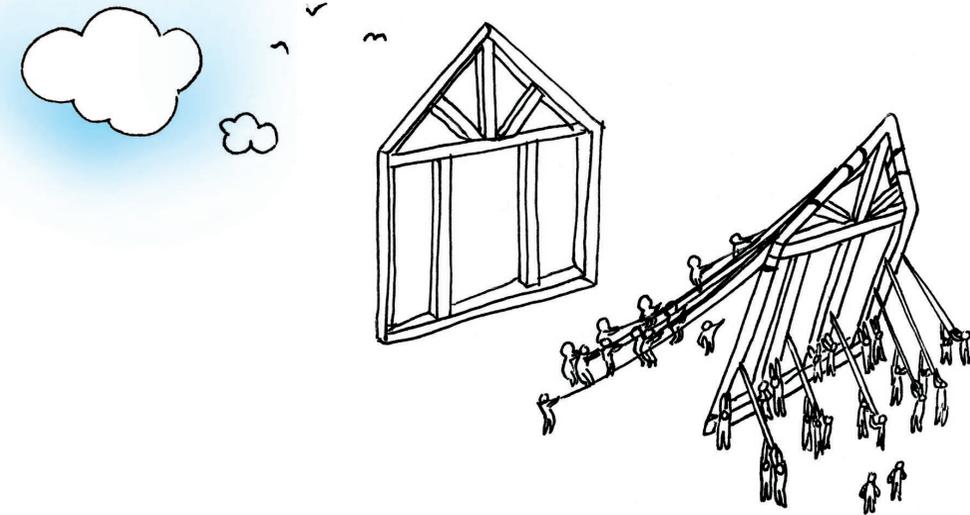
Businesses based on community with a distributed workforce are incredibly powerful. During the last ten years, I ran two such companies: first About.com, then Ford Models. Though superficially the two couldn't have been more different, they shared the same heart: businesses built around talented people.

At About, I worked with a community of expert Guides that created content and curated the Internet to make it more useful and human. At Ford, I worked with outstanding agents to create opportunities for the world's most

talented models, stylists, make-up artists and photographers.

At both companies, I led offices of enthusiastic and skilled facilitators, all in service of the talent *outside* the office. Because it was the talent, working on laptops and at photo shoots, that were the companies' true heart and soul.

These are the types of companies I enjoy building, because when people-powered communities like About and Ford hum, the growth and scale are awesome.



To create a people-powered marketplace dedicated to commerce, I built an incredible team with best-in-class experience in distributed workforces from About.com and

Ford Models; community from MeetUp; social networking from Café Mom and KickApps; and commerce from Gilt Groupe, GSI Commerce and Target.

Our Values: Doing Well by Doing Good

Values are critical to OpenSky. They are written on our walls and into our Shopkeeper agreements:

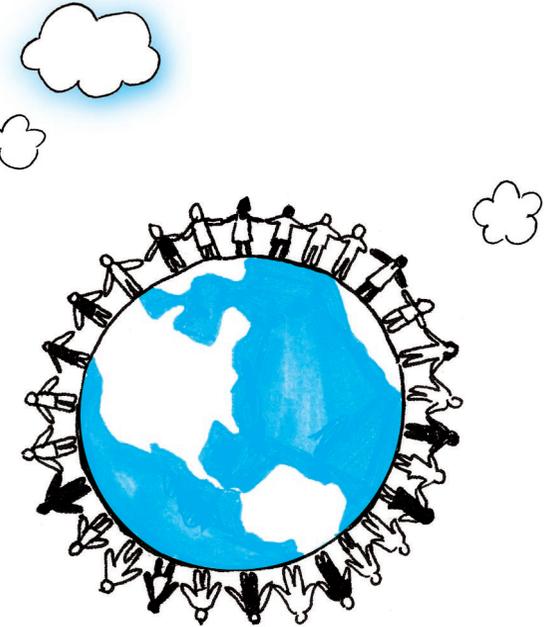


These are the principles that guide OpenSky.

Our Mission

OpenSky's mission is to make relationship commerce available to every person on the planet.

And we're going to do it.



What Shape Is Your Cloud?

At OpenSky, we let passion and creativity guide our lives.

Please share your cloud
along with any inquiries you may have
on the card to the right.

And join us.

John Coplan JAN 2010

john@theopenskyproject.com







Thank You PLEASE
Come Again