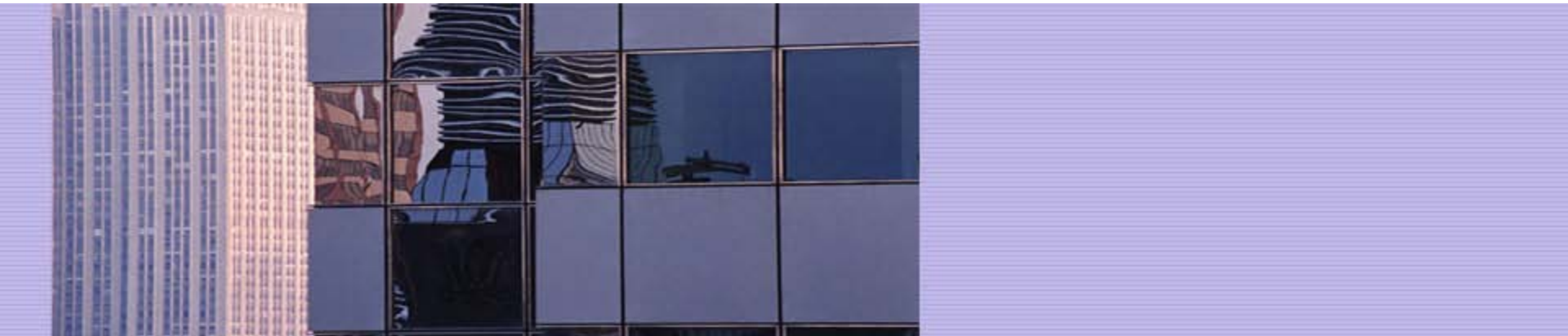


At-The-Market Offering Program



At-the-market offering

What is an ATM Offering?

Under an ATM offering, an issuer sells newly issued shares into the public markets at prevailing market prices. The offering is 'continuous', meaning it is available immediately whenever the issuer needs to raise capital.

Requirements for an ATM Offering

The issuer must be eligible to register securities on Form S-3:

- No late or missing SEC reports during prior 12 months
- No default in debt or preferred stock payments during prior 12 months
- At least \$75 million unaffiliated public float or listed on an exchange (not pink sheets or OTCBB)

The stock must be sufficiently liquid to support daily sales – issuer orders should not constitute more than 12-15% of daily trading volume.

Features of an ATM Offering

ATM offerings provide flexibility, convenience and immediacy at a lower cost than traditional securities offerings.

Unlike PIPEs, 'registered directs' and underwritten offerings, ATM offerings can be accessed daily, allowing the issuer to increase sales during periods of improving market prices and to slow sales or stop selling altogether if the price weakens.

Unlike 'equity lines', there are no discounts to the market price and no 'pricing periods' or pre-sale notices which allow the equity line provider the opportunity to short the issuer's stock and capture a spread. With an ATM offering, the issuer places an order on the date it wishes to sell shares and the order is processed immediately.

Advantages of an ATM Offering

Advantages of an ATM Offering

Flexible

The issuer is able to control the timing and amount of sales on a daily basis, can set minimum prices and can reassess its instructions at any time, even intra-day.

The issuer can raise capital as-and-when-needed, and more precisely match the sources and uses of funds.

Sales are typically executed anonymously through an ECN or 'dark pool' so that the market is largely unaware the issuer is selling.

Low cost

Sales commissions are significantly lower than typical fees for PIPEs, 'registered directs' or underwritten offerings.

There are no commitment or other fees.

Fast

The program can be implemented quickly, typically within 2-3 weeks.

Since orders are placed into the trading market, no road-show or other sales efforts are required.

No lock-up is required from directors, officers or significant shareholders.

ATM Illustration: Deal Parameters

Commitment fee

None

Commission

3% of actual sales price – no additional fees

Trading Control

Complete control of pricing and amount to be sold – daily and intra-day

Execution

Orders are routed using Enclave's Deep Value[®] algorithms to achieve the best execution and highest sale price possible.

Selling Limitations

No dollar limit. If an issuer's market capitalization is less than \$75 million sales are restricted to one third of its public float during any 12 month period.

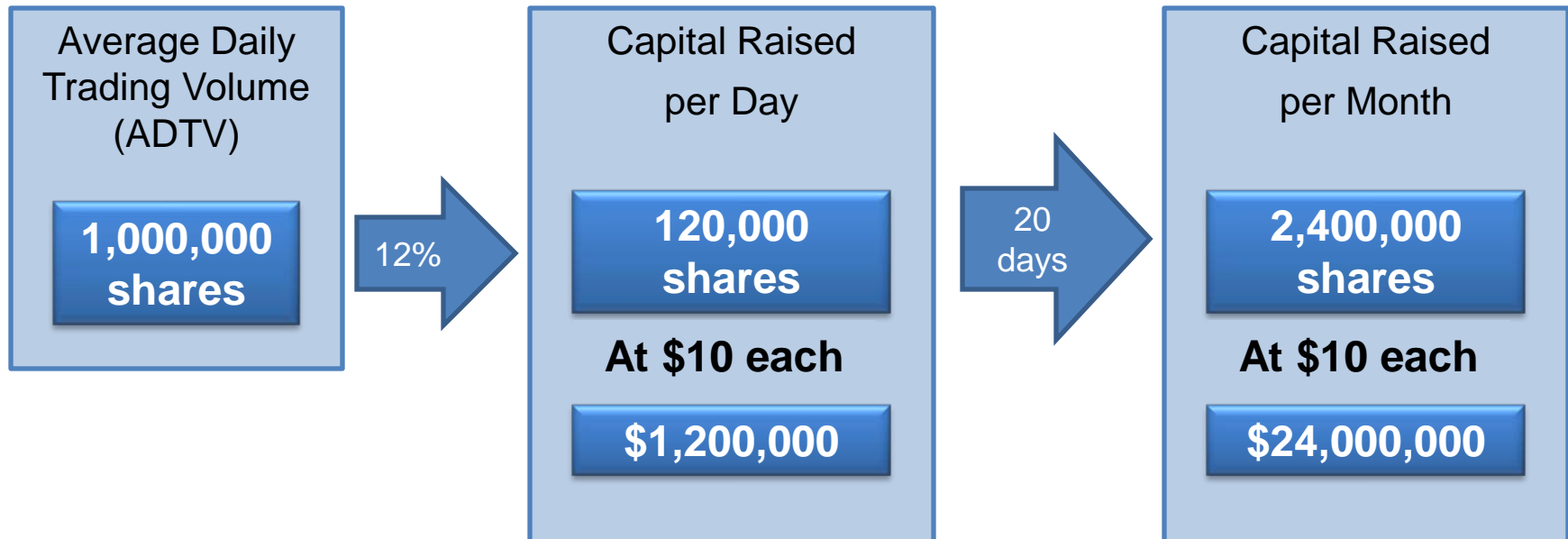
ATM Illustration: Capital Raising

Capital Raised Through ATM

Daily Target

12% of Average
Daily Trading
Volume (ADTV)

Illustrative Example



ATM Process, Timeline and Maintenance

ATM Offering Process and Timeline

The issuer will file a shelf registration statement or already have an effective shelf on file.

The issuer will enter into a sales agreement with the sales agent.

The sales agent will conduct due diligence (since it is technically an 'underwriter') and will arrange for comfort letters, opinions, etc.

Upon the completion of diligence, the issuer will file a 424(b) prospectus supplement disclosing the offering to the public.

Upon filing of the prospectus supplement, the issuer may begin transmitting sales orders to the sales agent, which will then be executed in the appropriate market.

ATM Program Maintenance

The program may stay in place for up to 36 months from the effective date of the registration statement.

The sales agent will update its diligence each fiscal quarter (including updated comfort letters/opinions) as well as following material events.

The issuer must disclose the results of its program at least quarterly in its 10-Q's and 10-K's.

In some cases, the volume of sales during a quarter may be material and therefore require prompt disclosure.



Sample of Recent ATM Transactions

Company Name at Closing	Ticker	Closing Date	Avg Volume	Sector	Market Cap	Price at ATM Filing	Price at ATM Closing	Filing Date	Effective Date
Novavax	NVAX		1,545,600	Consumer (Healthcare)	\$248,689,341	\$2.48		5/16/2010	5/16/2010
VERTRO, INC.	VTRO		170,830	Technology	\$20,318,808	\$0.59		5/14/2010	5/14/2010
Sunesis Pharmaceuticals, Inc.	SNSS	1/20/2010	11,469,708	Consumer (Healthcare)	\$43,368,177	\$1.26	\$1.28	12/24/2009	1/6/2010
Cathay General Bancorp	CATY	11/23/2009	1,525,074	Financial	\$492,163,138	\$7.96	\$7.96	11/12/2009	11/12/2009
Universal Health Realty Income Trust	UHT	11/6/2009	33,773	Financial	\$381,073,830	\$32.02	\$31.75	8/13/2009	9/8/2009
Akeena Solar, Inc.	AKNS	10/21/2009	211,462	Energy	\$39,359,172	\$1.16	\$1.13	1/7/2009	1/30/2009
UDR, Inc.	UDR	9/15/2009	3,414,139	Financial	\$2,145,437,250	\$14.25	\$14.25	12/8/2008	12/8/2008
Central Pacific Financial Corporation	CPF	9/4/2009	1,569,785	Financial	\$68,426,364	\$2.38	\$2.42	2/6/2009	2/24/2009
BioMed Realty Trust, Inc.	BMR	9/4/2009	1,576,433	Financial	\$1,207,802,113	\$12.31	\$12.72	9/4/2009	9/4/2009
Chicago Bridge & Iron Company N.V.	CBI	8/18/2009	150,650	Industrial	\$1,365,172,180	\$13.99	\$13.99	7/29/2009	7/29/2009

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