

NOT VALID UNLESS COUNTERSIGNED BY TRANSFER AGENT.
INCORPORATED UNDER THE LAWS OF THE STATE OF UTAH.

RESTRICTED 144

RESTRICTED 144 THE SECURITIES REPRESENTED HEREBY HAVE NOT BEEN REGISTERED UNDER THE FEDERAL SECURITIES ACT OF 1933, AS AMENDED (THE "ACT"), OR REGISTERED OR QUALIFIED UNDER THE SECURITIES LAWS OF ANY STATE AND MAY NOT BE SOLD, TRANSFERRED, ASSIGNED, PLEDGED, OR HYPOTHECATED (1) ABSENT AN EFFECTIVE REGISTRATION THEREOF UNDER THE ACT OR (2) ABSENT AN OPINION OF COUNSEL, WHICH OPINION IS REASONABLY SATISFACTORY IN FORM AND SUBSTANCE TO THE COMPANY AND ITS COUNSEL TO THE EFFECT THAT SUCH REGISTRATION IS NOT REQUIRED UNDER SAID ACT OR SUCH STATES OR THAT SUCH TRANSACTION COMPLIES WITH THE RULES PROMULGATED BY THE SECURITIES AND EXCHANGE COMMISSION UNDER SAID ACT OR SUCH STATES.



CUSIP No. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.

NELDON JOHNSON



Is The Record Holder Of *SEVENTY FIVE THOUSAND*

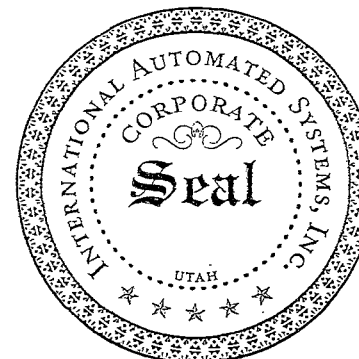
Shares of **INTERNATIONAL AUTOMATED SYSTEMS, INC.** Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated: JANUARY 30, 2009

Neldon Johnson
PRESIDENT

[Signature]
SECRETARY



1 INTERNATIONAL AUTOMATED SYSTEM 6/30/1996 0.00 1.00 ORG ISS



STOCK TRANSFER, INC.

CUSIP#
999990412

Phone: (801) 485-5554
Street Address: 231 E 2100 S, Suite F SLC, UT 84115

CO.	CERTIFICATE NO.	SHARES	IN THE NAME OF	PBN	CO.	CERTIFICATE NO.	SHARES	REGISTERED IN THE NAME OF	PBN
		CAPITAL SHARES ISSUE: 1,000,000.00			1	PA1013	1,000,000.00	NELDON JOHNSON 5/23/2008	

Certs Cancelled: 0 Capital Shares Issue Shares Issued: 1,000,000

RECEIVED ABOVE CERTS.: 6/16/2008

DELIVERED ABOVE CERTS.: 6/16/2008

FROM: INTERNATIONAL AUTOMATED SYSTEMS, INC

TO: INTERNATIONAL AUTOMATED SYSTEMS, INC (3-159

Faxed Inst.:

1st Class Mail:

CERTIFICATES ISSUED 1

Total: 15.00

AMOUNT PAID 0.00

BALANCE DUE 15.00

BROKER DEALER/CLIENT

INTERNATIONAL AUTOMATED SYSTEMS, INC
PO BOX 608
AMERICAN FORK, UT 84003 USA

Reference:
144 ISSUE

159PA-06162008-1

TRANSACTION/INVOICE #

RECEIVED BY _____ DATE _____

SCANNED _____

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INCORPORATED UNDER THE LAWS OF THE STATE OF UTAH.

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CUSIP NO. 459039 10 3
XXXXXXXXXX

INTERNATIONAL AUTOMATED SYSTEMS, INC.



NELDON JOHNSON

Is The Record Holder Of

ONE MILLION

REFER TO PREFERRED AGREEMENT FOR EXERCISE RIGHTS

Shares of **INTERNATIONAL AUTOMATED SYSTEMS, INC.** Series **C** PREFERRED

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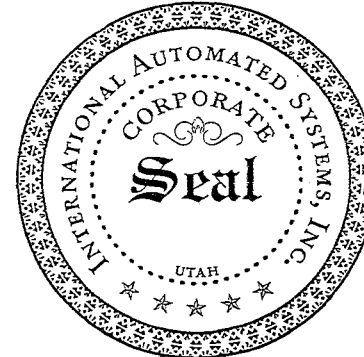
Dated: JUNE 16 2008

Neldon Johnson

PRESIDENT

[Signature]

SECRETARY



STATEMENT



STOCK TRANSFER, INC.

1 INTERNATIONAL AUTOMATED SYSTEM 6/30/1996 0.00 1.00 ORG ISS

CUSIP#
999990412

Phone: (801) 485-5554
Street Address: 231 E 2100 S, Suite #3 SLC, UT 84115

CO.	CERTIFICATE NO.	SHARES	IN THE NAME OF	PBN	CO.	CERTIFICATE NO.	SHARES	REGISTERED IN THE NAME OF	PBN
1	P1002	1,000,000.00	LA GRAND JOHNSON 6/30/1996		1	PA1003	1,000,000.00	NELDON JOHNSON 6/30/1996	
			CANCELLED					ISSUED	
			CANCELLED					ISSUED	
			CANCELLED					ISSUED	

Certs Cancelled: 1 Shares Cancelled: 1,000,000 Routine Restricted Shares Issued: 1,000,000

RECEIVED ABOVE CERTS.: 4/17/2008

DELIVERED ABOVE CERTS.: 4/17/2008

FROM: INTERNATIONAL AUTOMATED SYSTEMS, INC

TO: INTERNATIONAL AUTOMATED SYSTEMS, INC (3-159

Hand-Delivered:

1st Class Mail:

CERTIFICATES ISSUED 1
Total: 15.00
AMOUNT PAID 0.00
BALANCE DUE 15.00

BROKER/DEALER/CLIENT

INTERNATIONAL AUTOMATED SYSTEMS, INC
PO BOX 608
AMERICAN FORK, UT 84003 USA

Reference:

159PA-04172008-1

OTC STOCK TRANSFER, INC. THANK YOU

TRANSACTION#

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CUSIP NO. 455039 10 3
XXXXXXXXXX

INTERNATIONAL AUTOMATED SYSTEMS, INC.



NELDON JOHNSON

Is The Record Holder Of *ONE MILLION*

REFER TO PREFERRED AGREEMENT FOR EXERCISE RIGHTS

Shares of INTERNATIONAL AUTOMATED SYSTEMS, INC. Series ~~C~~ ^{A PREFERRED} ~~XXXXXX~~
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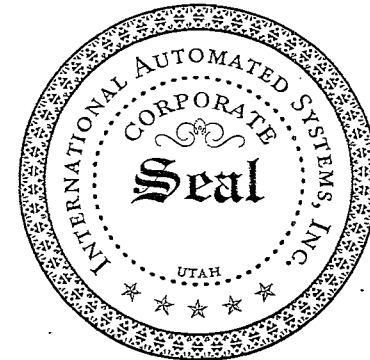
Dated: APRIL 17, 2008

Neldon Johnson

PRESIDENT

[Signature]

SECRETARY



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NUMBER
6289

350,000

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



XSUN, LLC

Is The Record Holder Of *THREE HUNDRED FIFTY THOUSAND*

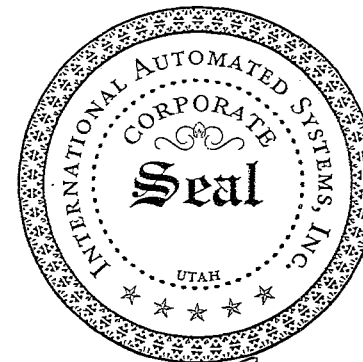
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Dated: JANUARY 23, 2013

Nelson Johnson
PRESIDENT

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SECRETARY



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CUSIP NO. 459039 10 3

NUMBER
6290

INTERNATIONAL AUTOMATED SYSTEMS, INC.



XSUN, LLC

Is The Record Holder Of *THREE HUNDRED FIFTY THOUSAND*

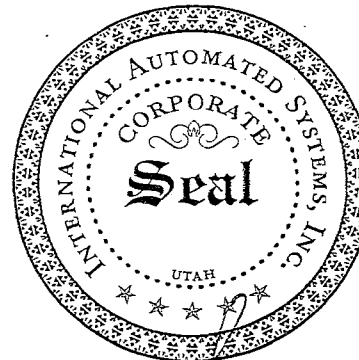
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NUMBER
6291

SHARES
350,000

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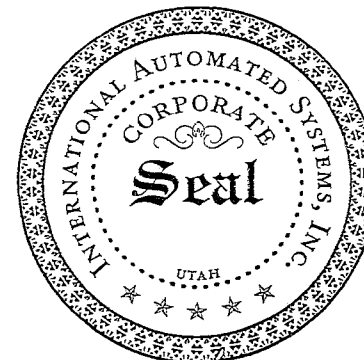
JANUARY 23, 2013

Nelson Johnson

PRESIDENT

[Signature]

SECRETARY



www.Corporate-2011-Reynolds-Composites, Inc. Salt Lake City, Utah

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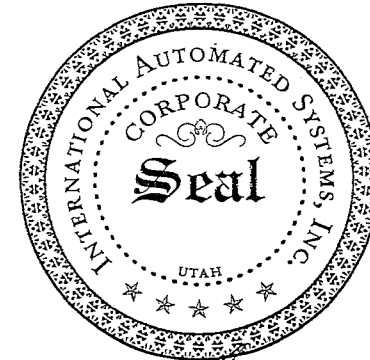
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NUMBER
6293

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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



XSUN, LLC

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[Signature]
SECRETARY



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NUMBER
6294

350,000

CUSIP No. 459039 10 3

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JANUARY 23, 2013

Nelson Johnson
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[Signature]
SECRETARY



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STAMPS
350,000

CUSIP NO. 459039 10 E

NUMBER
6295

INTERNATIONAL AUTOMATED SYSTEMS, INC.



XSUN, LLC

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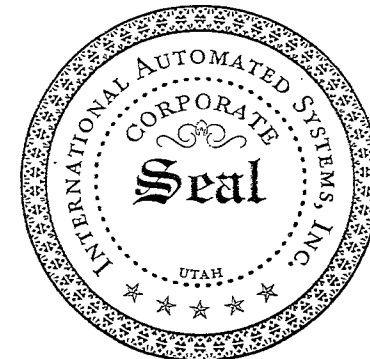
Dated: JANUARY 23, 2013

Neldon Johnson

PRESIDENT

[Signature]

SECRETARY



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350,000

CUSIP NO. 459039 10 3

NUMBER
6296

INTERNATIONAL AUTOMATED SYSTEMS, INC.



XSUN, LLC

Is The Record Holder Of *THREE HUNDRED FIFTY THOUSAND*

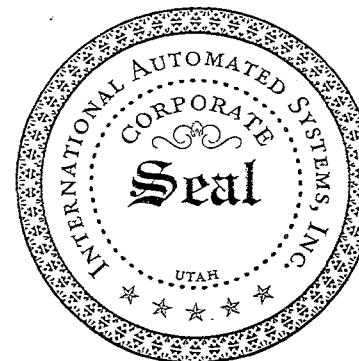
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Dated: JANUARY 23, 2013

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



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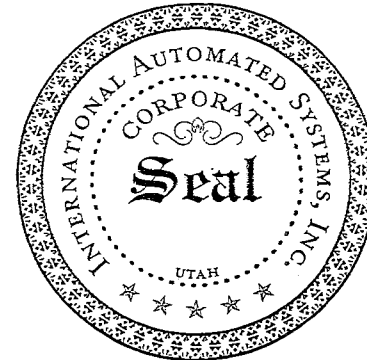
Dated: JANUARY 23, 2013

Neldon Johnson

PRESIDENT

[Signature]

SECRETARY



[Signature]

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SHARES
350,000

CUSIP NO. 459699 10 E

NUMBER
6298

INTERNATIONAL AUTOMATED SYSTEMS, INC.



XSUN, LLC

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Dated: JANUARY 23, 2013

Nelda Johnson
PRESIDENT

[Signature]
SECRETARY



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350,000

CUSIP NO. 459039 10 E

NUMBER
6299

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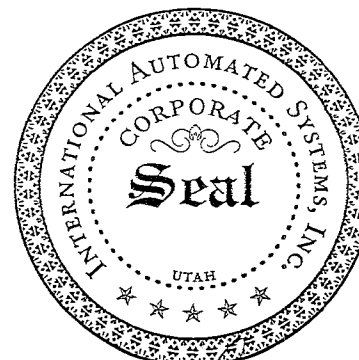
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Dated: JANUARY 23, 2013

Nelson Johnson
PRESIDENT

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SECRETARY



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350,000

CUSIP NO. 459039 10 3

NUMBER
6300

INTERNATIONAL AUTOMATED SYSTEMS, INC.



XSUN, LLC

Is The Record Holder Of *THREE HUNDRED FIFTY THOUSAND*

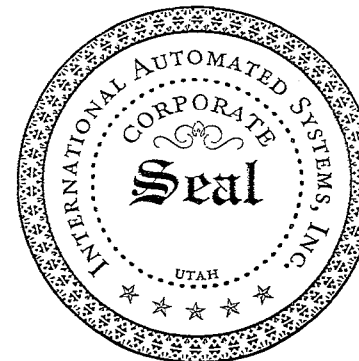
Shares of INTERNATIONAL AUTOMATED SYSTEMS, INC. Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated: JANUARY 23, 2013

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



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CUSIP NO. 459039 10 3

NUMBER
6301

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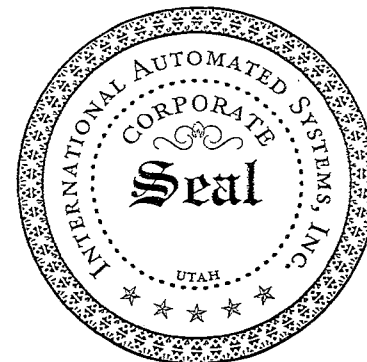
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Nelson Johnson
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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



XSUN, LLC

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Dated:

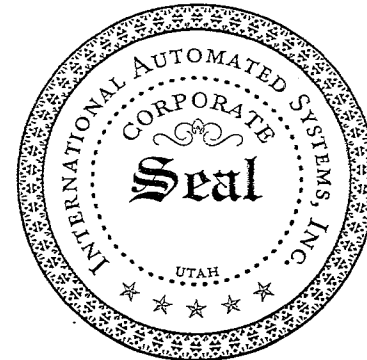
JANUARY 23, 2013

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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



XSUN, LLC

Is The Record Holder Of *THREE HUNDRED THOUSAND SEVEN HUNDRED FORTY SEVEN*

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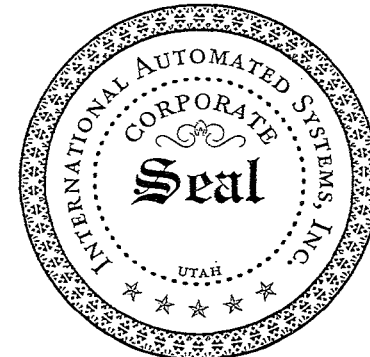
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Dated:

JANUARY 23, 2013

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY

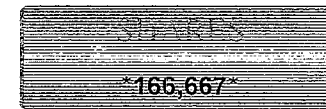


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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RaPOWER-3, LLC

Is The Record Holder Of *ONE HUNDRED SIXTY SIX THOUSAND SIX HUNDRED SIXTY SEVEN*

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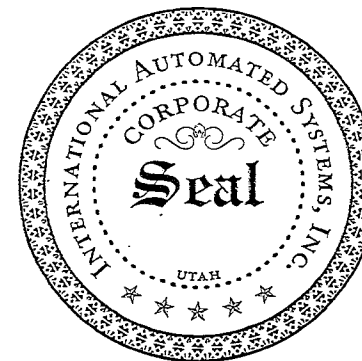
Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

JANUARY 01, 2011

Nelson Johnson
PRESIDENT

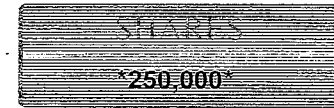
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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RaPOWER-3, LLC

Is The Record Holder Of *TWO HUNDRED FIFTY THOUSAND*

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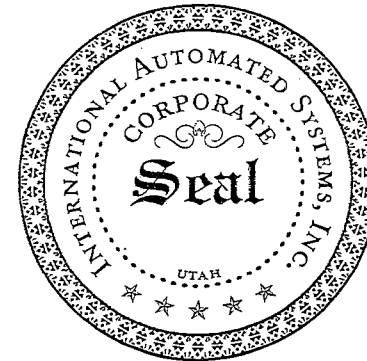
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Nelson Johnson
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SHARES
238,095

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RaPOWER-3, LLC

Is The Record Holder Of *TWO HUNDRED THIRTY EIGHT THOUSAND NINETY FIVE*

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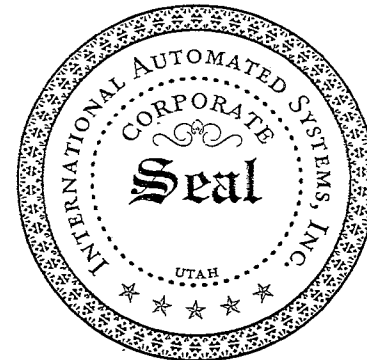
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Dated:

JANUARY 01, 2011

Nelson Johnson
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NUMBER
6211

SHARES
405,556

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *FOUR HUNDRED FIVE THOUSAND FIVE HUNDRED FIFTY SIX*

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Dated:

MAY 3, 2011

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *THREE HUNDRED THIRTY THREE THOUSAND THREE HUNDRED THIRTY THREE*

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Dated:

MAY 3, 2011

Neldon Johnson

PRESIDENT

[Signature]

SECRETARY



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CUSIP NO. 459039 10 3

NUMBER
6213

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *FIFTY FIVE THOUSAND ONE HUNDRED ELEVEN*

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Dated:

MAY 3, 2011

Neldon Johnson
PRESIDENT

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SECRETARY



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CUSIP NO. 459039 10 3

NUMBER
6214

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *TWO HUNDRED TWENTY TWO THOUSAND TWO HUNDRED TWENTY TWO*

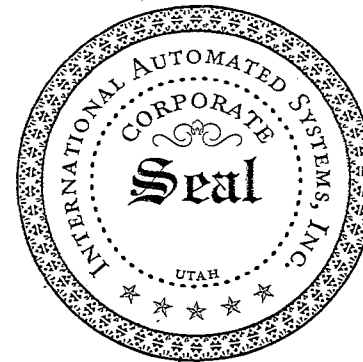
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Dated: MAY 3, 2011

Nelson Johnson
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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *TWO HUNDRED EIGHT THOUSAND THREE HUNDRED THIRTY THREE*

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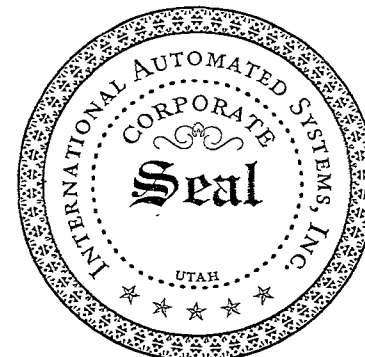
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Nelson Johnson
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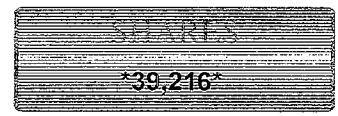
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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *THIRTY NINE THOUSAND TWO HUNDRED SIXTEEN*

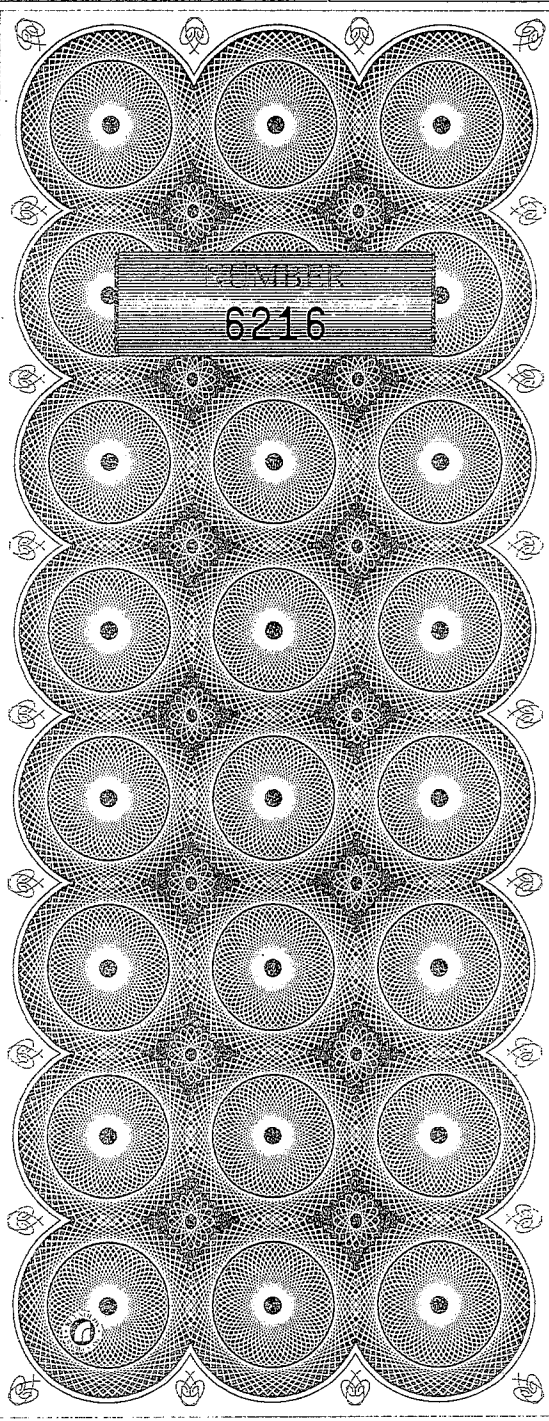
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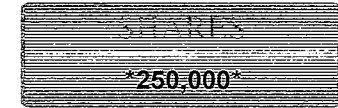
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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

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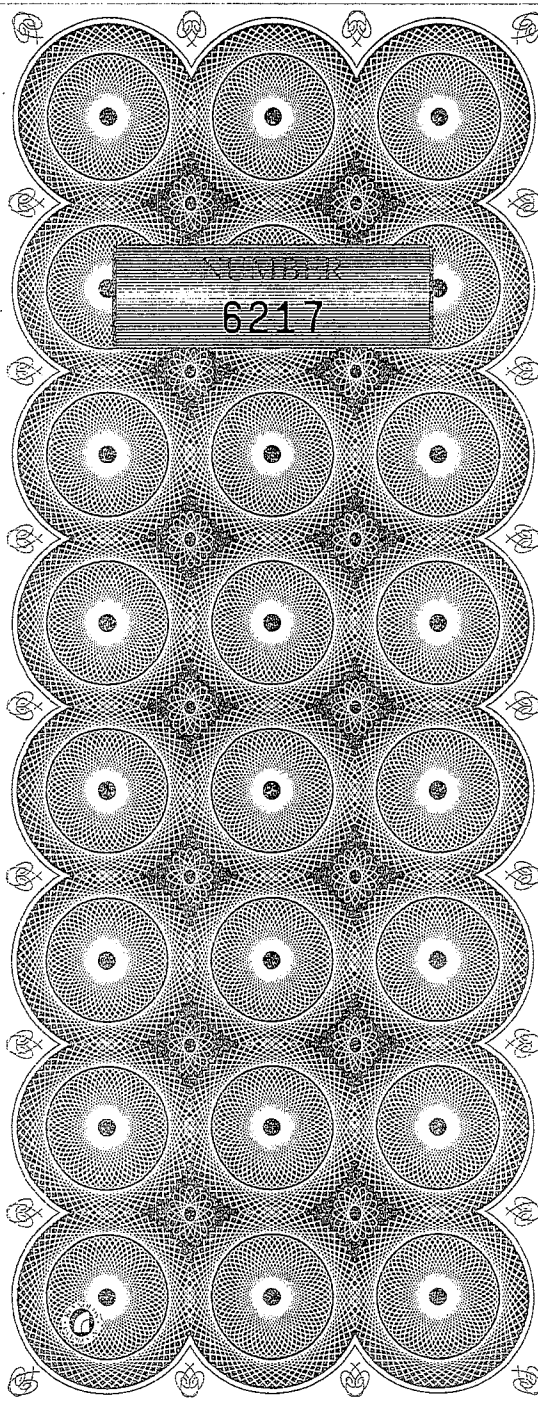
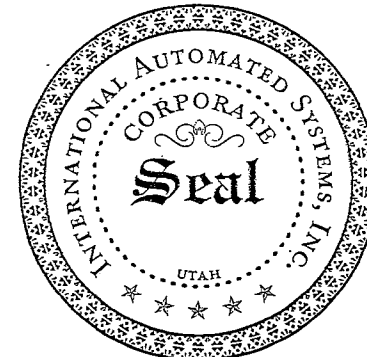
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Neldon Johnson

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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *ONE HUNDRED NINETY THOUSAND FOUR HUNDRED SEVENTY SIX*

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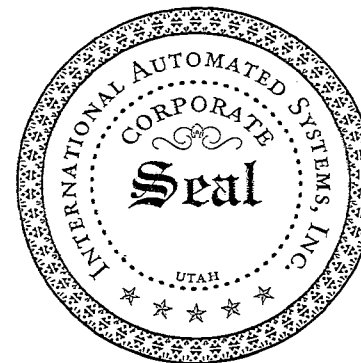
JUNE 30, 2011

Nelson Johnson

PRESIDENT

[Signature]

SECRETARY



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INCORPORATED UNDER THE LAWS OF THE STATE OF UTAH.

RESTRICTED 144

RESTRICTED 144 THE SECURITIES REPRESENTED HEREBY HAVE NOT BEEN REGISTERED UNDER THE FEDERAL SECURITIES ACT OF 1933, AS AMENDED (THE "ACT"), OR REGISTERED OR QUALIFIED UNDER THE SECURITIES LAWS OF ANY STATE AND MAY NOT BE SOLD, TRANSFERRED, ASSIGNED, PLEDGED, OR HYPOTHECATED (1) ABSENT AN EFFECTIVE REGISTRATION THEREOF UNDER THE ACT OR (2) ABSENT AN OPINION OF COUNSEL, WHICH OPINION IS REASONABLY SATISFACTORY IN FORM AND SUBSTANCE TO THE COMPANY AND ITS COUNSEL TO THE EFFECT THAT SUCH REGISTRATION IS NOT REQUIRED UNDER SAID ACT OR SUCH STATES OR THAT SUCH TRANSACTION COMPLIES WITH THE RULES PROMULGATED BY THE SECURITIES AND EXCHANGE COMMISSION UNDER SAID ACT OR SUCH STATES.

SHARES
250,000

CUSIP NO. 459039 10 3

NUMBER
6221

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *TWO HUNDRED FIFTY THOUSAND*

Shares of **INTERNATIONAL AUTOMATED SYSTEMS, INC.** Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

JUNE 30, 2011

Neldon Johnson

PRESIDENT

[Signature]

SECRETARY



NOT VALID UNLESS COUNTERSIGNED BY TRANSFER AGENT.
INCORPORATED UNDER THE LAWS OF THE STATE OF UTAH.

RESTRICTED 144

RESTRICTED 144 THE SECURITIES REPRESENTED HEREBY HAVE NOT BEEN REGISTERED UNDER THE FEDERAL SECURITIES ACT OF 1933, AS AMENDED (THE "ACT"), OR REGISTERED OR QUALIFIED UNDER THE SECURITIES LAWS OF ANY STATE AND MAY NOT BE SOLD, TRANSFERRED, ASSIGNED, PLEDGED, OR HYPOTHECATED (1) ABSENT AN EFFECTIVE REGISTRATION THEREOF UNDER THE ACT OR (2) ABSENT AN OPINION OF COUNSEL, WHICH OPINION IS REASONABLY SATISFACTORY IN FORM AND SUBSTANCE TO THE COMPANY AND ITS COUNSEL TO THE EFFECT THAT SUCH REGISTRATION IS NOT REQUIRED UNDER SAID ACT OR SUCH STATES OR THAT SUCH TRANSACTION COMPLIES WITH THE RULES PROMULGATED BY THE SECURITIES AND EXCHANGE COMMISSION UNDER SAID ACT OR SUCH STATES.



CUSIP NO. 459039 10 3

6222

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *ONE HUNDRED SEVENTY SEVEN THOUSAND SEVEN HUNDRED SEVENTY EIGHT*

Shares of INTERNATIONAL AUTOMATED SYSTEMS, INC. Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

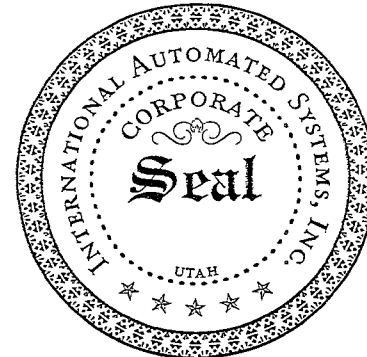
Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

JUNE 30, 2011

Neldon Johnson
PRESIDENT

[Signature]
SECRETARY



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INCORPORATED UNDER THE LAWS OF THE STATE OF UTAH.

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NUMBER
6223

SHARES
302,222

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *THREE HUNDRED TWO THOUSAND TWO HUNDRED TWENTY TWO*

Shares of INTERNATIONAL AUTOMATED SYSTEMS, INC. Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

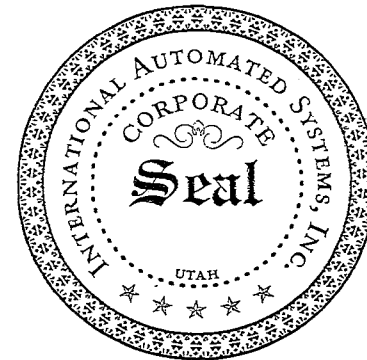
Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

JUNE 30, 2011

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



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CUSIP NO. 459039 10 3

6224

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *ONE HUNDRED NINETY THOUSAND FOUR HUNDRED SEVENTY SIX*

Shares of INTERNATIONAL AUTOMATED SYSTEMS, INC. Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

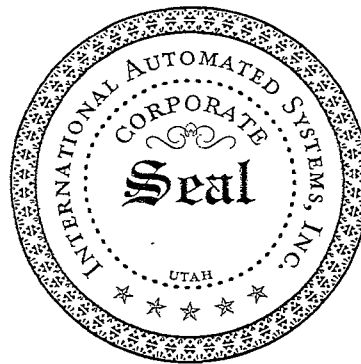
Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

JUNE 30, 2011

Neldon Johnson
PRESIDENT

[Signature]
SECRETARY



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INCORPORATED UNDER THE LAWS OF THE STATE OF UTAH.

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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *TWO HUNDRED FIVE THOUSAND ONE HUNDRED TWENTY EIGHT*

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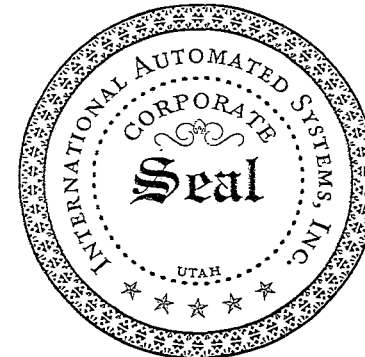
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Dated:

JUNE 30, 2011

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *THREE HUNDRED EIGHTY EIGHT THOUSAND*
EIGHT HUNDRED EIGHTY NINE

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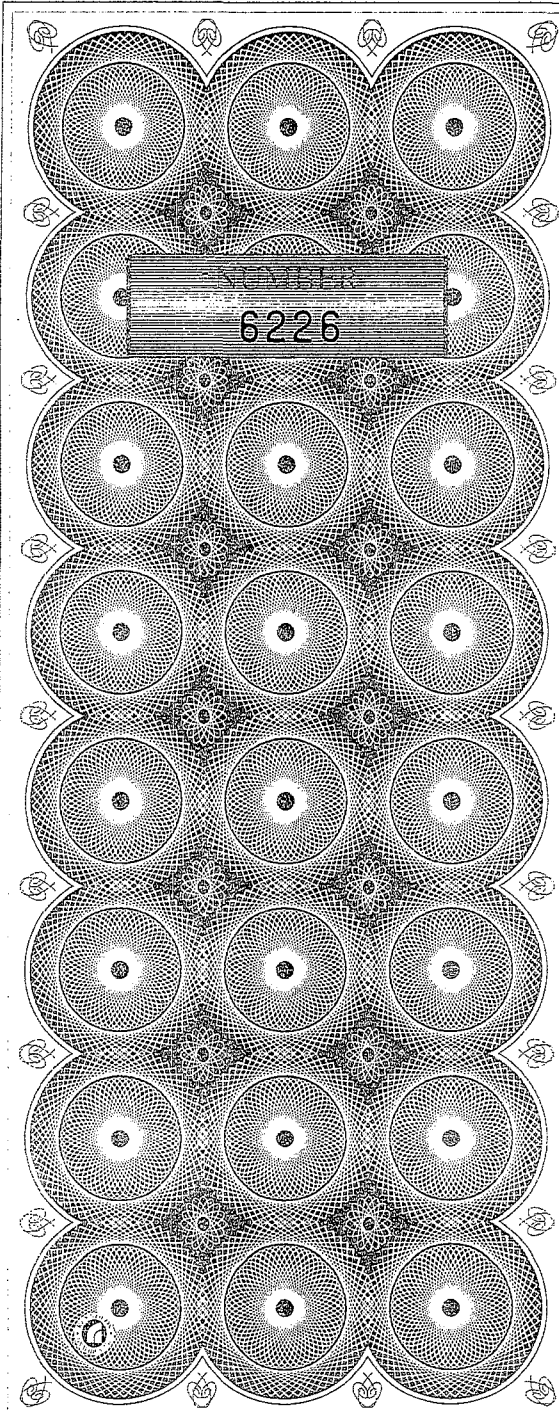
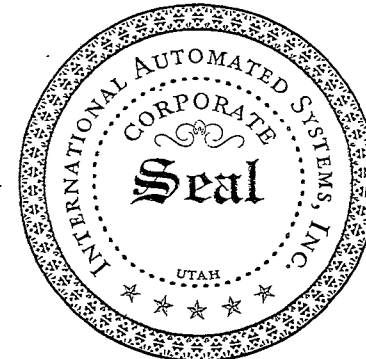
Dated: JUNE 30, 2011

Nelson Johnson

PRESIDENT

[Signature]

SECRETARY



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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



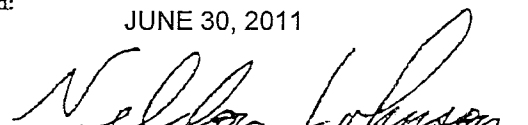
RAPOWER-3, LLC

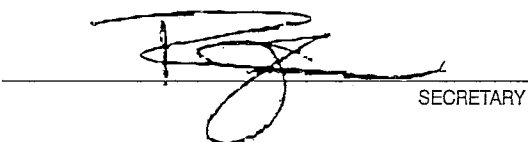
Is The Record Holder Of *ONE HUNDRED ELEVEN THOUSAND ONE HUNDRED ELEVEN*

Shares of INTERNATIONAL AUTOMATED SYSTEMS, INC. Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

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Dated: JUNE 30, 2011


PRESIDENT


SECRETARY



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RESTRICTED 144

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NUMBER
6279

SHARES
400,000

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3 LLC

Is The Record Holder Of *FOUR HUNDRED THOUSAND*

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Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated: JANUARY 23, 2013

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



[Signature]

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RESTRICTED 144

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NUMBER
6280

SHARES
400,000

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3 LLC

Is The Record Holder Of *FOUR HUNDRED THOUSAND*

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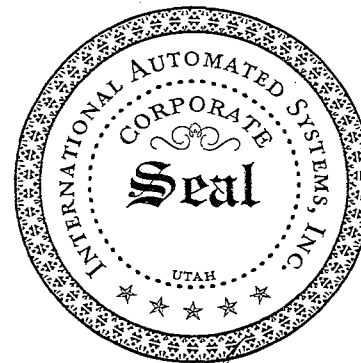
Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

JANUARY 23, 2013

Neldon Johnson
PRESIDENT

[Signature]
SECRETARY



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INCORPORATED UNDER THE LAWS OF THE STATE OF UTAH.

RESTRICTED 144

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NUMBER
6281

SHARES
400,000

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3 LLC

Is The Record Holder Of *FOUR HUNDRED THOUSAND*

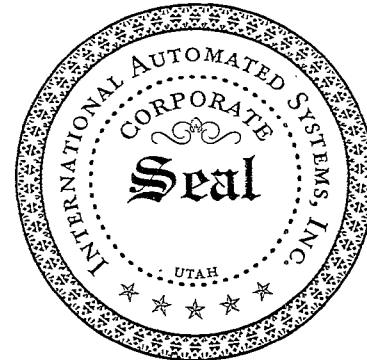
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Dated: JANUARY 23, 2013

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



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NUMBER
6282

SHARES
400,000

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3 LLC

Is The Record Holder Of *FOUR HUNDRED THOUSAND*

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Dated: JANUARY 23, 2013

Neldon Johnson
PRESIDENT

[Signature]
SECRETARY



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RESTRICTED 144

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NUMBER
6283

SHARES
400,000

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3 LLC

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Dated: JANUARY 23, 2013

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



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NUMBER
6284

SHARES
400,000

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3 LLC

Is The Record Holder Of *FOUR HUNDRED THOUSAND*

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Dated:

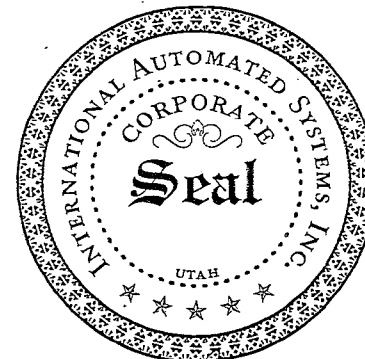
JANUARY 23, 2013

Neldon Johnson

PRESIDENT

[Signature]

SECRETARY



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CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3 LLC

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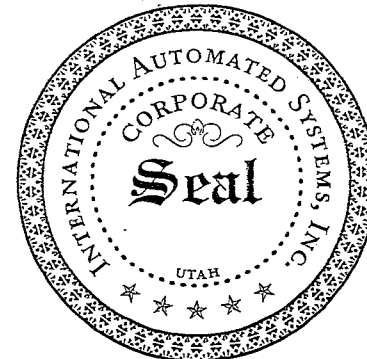
Dated: JANUARY 23, 2013

Nelson Johnson

PRESIDENT

[Signature]

SECRETARY



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NUMBER
6286

SHARES
400,000

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3 LLC

Is The Record Holder Of *FOUR HUNDRED THOUSAND*

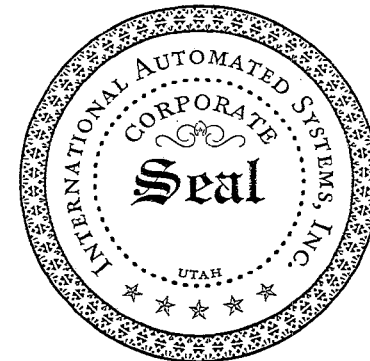
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Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



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INCORPORATED UNDER THE LAWS OF THE STATE OF UTAH.

RESTRICTED 144

RESTRICTED 144 THE SECURITIES REPRESENTED HEREBY HAVE NOT BEEN REGISTERED UNDER THE FEDERAL SECURITIES ACT OF 1933, AS AMENDED (THE "ACT"), OR REGISTERED OR QUALIFIED UNDER THE SECURITIES LAWS OF ANY STATE AND MAY NOT BE SOLD, TRANSFERRED, ASSIGNED, PLEDGED, OR HYPOTHECATED (1) ABSENT AN EFFECTIVE REGISTRATION THEREOF UNDER THE ACT OR (2) ABSENT AN OPINION OF COUNSEL, WHICH OPINION IS REASONABLY SATISFACTORY IN FORM AND SUBSTANCE TO THE COMPANY AND ITS COUNSEL TO THE EFFECT THAT SUCH REGISTRATION IS NOT REQUIRED UNDER SAID ACT OR SUCH STATES OR THAT SUCH TRANSACTION COMPLIES WITH THE RULES PROMULGATED BY THE SECURITIES AND EXCHANGE BOARD UNDER THE SECURITIES ACT HEREBY HAVE NOT BEEN REGISTERED UNDER THE FEDERAL SECURITIES ACT

NUMBER
6287

SHARES
400,000

CUSIP No. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3 LLC

Is The Record Holder Of *FOUR HUNDRED THOUSAND*

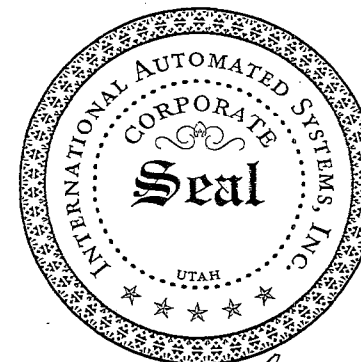
Shares of **INTERNATIONAL AUTOMATED SYSTEMS, INC.** Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated: JANUARY 23, 2013

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



NOT VALID UNLESS COUNTERSIGNED BY TRANSFER AGENT.
INCORPORATED UNDER THE LAWS OF THE STATE OF UTAH.

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NUMBER
6288

SHARES
373,935

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3 LLC

Is The Record Holder Of *THREE HUNDRED SEVENTY THREE THOUSAND*
NINE HUNDRED THIRTY FIVE

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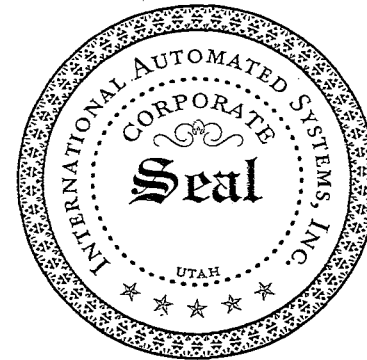
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Dated:

JANUARY 23, 2013

Neldon Johnson
PRESIDENT

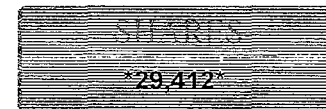
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SECRETARY



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CUSIP NO. 459039 10 3

NUMBER
6325

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *TWENTY NINE THOUSAND FOUR HUNDRED TWELVE*

Shares of **INTERNATIONAL AUTOMATED SYSTEMS, INC.** Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

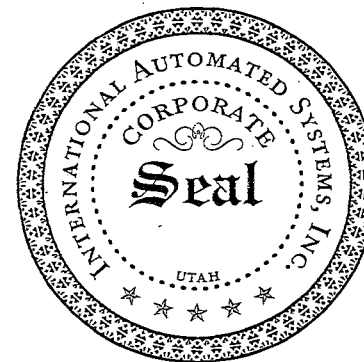
Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

SEPTEMBER 28, 2016

Nelda Johnson
PRESIDENT

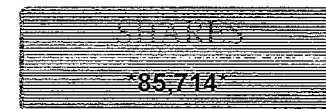
[Signature]
SECRETARY



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CUSIP NO. 459039 10 3

NUMBER
6326

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *EIGHTY FIVE THOUSAND SEVEN HUNDRED FOURTEEN*

Shares of INTERNATIONAL AUTOMATED SYSTEMS, INC. Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

SEPTEMBER 28, 2016

Nelson Johnson
PRESIDENT

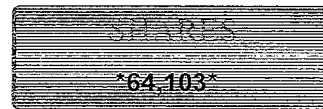
[Signature]
SECRETARY



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CUSIP NO. 459039 10 3

NUMBER
6327

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *SIXTY FOUR THOUSAND ONE HUNDRED THREE*

Shares of INTERNATIONAL AUTOMATED SYSTEMS, INC. Series Common transferable on the books of the Corporation in person or by duly authorized attorney upon surrender of this Certificate properly endorsed. This Certificate is not valid until countersigned by the Transfer Agent and registered by the Registrar.

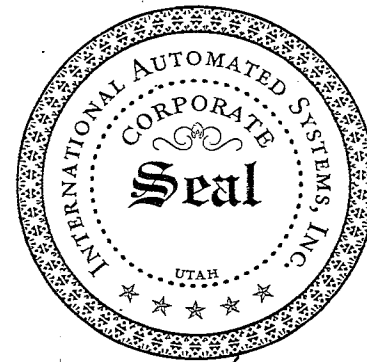
Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

SEPTEMBER 28, 2016

Neldon Johnson
PRESIDENT

[Signature]
SECRETARY



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NUMBER
6328

SHARES
34,688

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *THIRTY FOUR THOUSAND SIX HUNDRED EIGHTY EIGHT*

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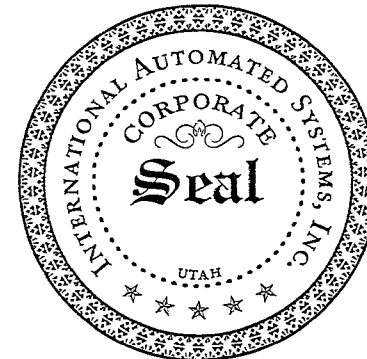
Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

SEPTEMBER 28, 2016

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



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NUMBER
6329

SHARES
11,583,462

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of

ELEVEN MILLION FIVE HUNDRED EIGHTY THREE THOUSAND
FOUR HUNDRED SIXTY TWO

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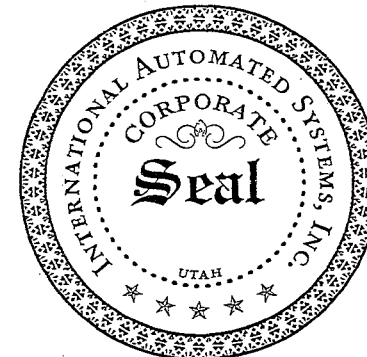
Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated:

SEPTEMBER 28, 2016

Nelson Johnson
PRESIDENT

[Signature]
SECRETARY



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NUMBER
6330

SHARES
9,660

CUSIP NO. 459039 10 3

INTERNATIONAL AUTOMATED SYSTEMS, INC.



RAPOWER-3, LLC

Is The Record Holder Of *NINE THOUSAND SIX HUNDRED SIXTY*

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Dated:

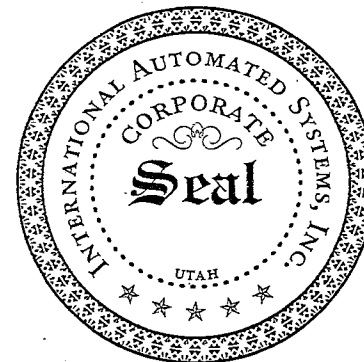
SEPTEMBER 28, 2016

Nelda Johnson

PRESIDENT

[Signature]

SECRETARY



\$39,682 which has been accounted for as contributed capital with no additional shares owed or issued.

8) During year ended June 30 2005, the Company settled a \$100,000 liability by the contribution of 204,081 of Neldon Johnson's personal shares as total consideration. The value of the shares was recorded as a capital contribution with no shares issued. Deposits from related parties \$74,400.

9) The Company was loaned \$344,298 by Neldon during the year ended June 30, 2006. The loan is unsecured, payable on demand, and non-interest bearing.

10) The Company was loaned \$643,816 by Neldon during the year ended June 30, 2007.

11) The Company received \$730,805 from its president during the year ended June 30, 2008. The related party payable is unsecured, payable on demand and non-interest bearing. No assurance can be given that the Company will continue to receive funds from its president. No agreements or understandings exist regarding any future contributions. Also during the year ended June 30, 2008, the Company settled \$800,000 of the related party payables by issuing 2,000,000 shares of common stock to the officer upon the exercise of options; and the Company paid \$99,537 of the related party payable.

12) The Company received \$557,101 in cash advances from its president during the year ended June 30, 2009. The cash advances are unsecured, payable on demand and non-interest bearing. No assurance can be given that the Company will continue to receive funds from its president. No agreements or understandings exist regarding any future contributions. In addition, during the year ended June 30, 2009, the Company settled \$630,000 of the cash advances by issuing 1,575,000 shares of common stock to the officer upon the exercise of options; and the Company paid \$173,744 of the cash advances.

13) The Company received \$498,082 in cash advances from its president during the year ended June 30, 2010. The cash advances are unsecured, payable on demand and non-interest bearing. No assurance can be given that the Company will continue to receive funds from its president. No agreements or understandings exist regarding any future contributions. In addition, during the year ended June 30, 2010, the Company settled \$400,000 of the cash advances by issuing 1,000,000 shares of common stock to the officer upon the exercise of warrants; and the Company repaid \$104,432 of the cash advances.

14)

between enterprises under common control and, accordingly, the patents were recorded at Mr. Johnson's historical cost, which was \$0. The preferred and common shares are presented in the accompanying financial statements as having been issued on the various dates during the year ended June 30, 1996 when the Company received the cash advances.

- 2) During the year ended June 30, 1998, Mr. Johnson advanced the Company \$1,064,262 which was accounted for as contributed capital.
- 3) During the years ended June 30, 1999, Mr. Johnson advanced the Company \$1,087,456 which has been accounted for as contributed capital.
- 4) During the years ended June 30, 2000 Mr. Johnson advanced the Company \$919,530 which has been accounted for as contributed capital.
- 5) During the years ended June 30, 2001 Mr. Johnson advanced the Company \$730,903 which has been accounted for as contributed capital.
- 6) During fiscal 2002 the Johnson family contributed funds to the Company in the amount of \$558,573. The Company issued no shares for the funds received.
- 7) MR. JOHNSON - During the years ended June 30, 2003 Mr. Johnson, the president and majority shareholder, advanced the Company

1) In November 1996, the Company entered into a reorganization agreement with Mr. Neldon Johnson, which was effective June 30, 1996. Mr. Johnson, prior to the reorganization, owned a majority of the common stock of the company. The purpose of the reorganization was to transfer ownership of all patents relating to the automated fingerprint identification machine technology and the digital wave technology owned by Mr. Johnson to the Company and to satisfy \$468,458 of a liability payable to Mr. Johnson in the amount of \$1,116,216 in exchange for the issuance of 1,000,000 preferred shares and 6,000,000 common shares of the Company. The remaining \$647,758 which was advanced by Mr. Johnson in June 1996 was a prepayment to be used by the Company for future research and development to be performed for Mr. Johnson. When the parties agree that the research has been performed, the Company will invoice Mr. Johnson. During the year ended June 30, 1997 the advance of \$647,758 was invoiced along with an additional \$753,937 which was paid during the year. However, the invoicing of Mr. Johnson and the settlement of the advance will be accounted for as the conversion of the advance to stockholders' equity as additional paid-in capital for financial reporting purposes.

1) During the period of time that Mr. Johnson advanced the \$468,458 to the company, he held a controlling ownership interest in the Company, and he held an 80 percent interest in the transferred technology through his ownership interest in the Company after the transaction. The reorganization is therefore an exchange

STOCK ACQUISITION AGREEMENT

This Stock Acquisition Agreement, hereinafter referred to as the "Agreement", is made and entered into effective the 23rd day of May, 2008, hereinafter referred to as the "Effective Date", by and between International Automated Systems, Inc., a Utah Corporation with principal offices at Salem, Utah, hereinafter referred to as "IAS", and Neldon P. Johnson, an individual residing in Millard County, State of Utah, hereinafter referred to as "Johnson".

BACKGROUND

1. Johnson has been Chairman of the Board of Directors and President of IAS since the date of its founding in 1986.
2. On or about July 8, 2000, Johnson entered into an agreement with IAS. Johnson has agreed to relinquish his claim to a \$100,000.00 annual salary (subject to a Consumer Price Index adjustment each calendar year) for the time period between July 2000 and June 30, 2007, which had been previously agreed to between IAS and Johnson.
3. As of July 1, 2007, IAS began to accrue an annual salary obligation of \$100,000.00 (subject to a Consumer Price Index adjustment).
4. IAS and Johnson have agreed that it would be in the best interest of IAS if IAS did not have to incur a cash payment burden for Johnson's salary, thereby diminishing the working capital of IAS which is needed for IAS product development.
5. IAS and Johnson now desire to enter into an agreement providing an alternative to the compensation Johnson would have received or been entitled to from July 1, 2007 to June 30, 2008.

AGREEMENT

Now therefore the parties hereto agree as follows:

1. IAS shall issue to Johnson on or about the Effective Date, One Million (1,000,000) Restricted Shares of Preferred Stock of IAS (the "Shares"), the sole "preference" for the Shares being that each share will carry one hundred (100) votes in contrast to the one (1) vote per share attributable to the common voting shares of IAS which are publicly traded. These Shares are issued to Johnson in lieu of the salary payment that otherwise would be due to Johnson for the time period of July 1, 2007 through June 30, 2008.
2. The Shares shall be subject to the following restrictions which shall be legended on each share certificate for the Shares:
 - a. For a period of ten (10) years (the "Ten Year Period") from the Effective Date, Johnson shall not sell or otherwise transfer the Shares or any portion thereof, either voluntarily or by operation of law, except that Johnson may transfer the Shares or any portion thereof to the N.P. Johnson Family Limited Partnership, a Utah Limited Partnership.
 - b. In the event of the death, mental incapacity as determined by a Court of appropriate jurisdiction, or voluntary resignation of Johnson as President and Chairman of the Board of IAS, or upon the occurrence of any event that would result in the involuntary transfer of the Shares or any portion thereof, within the Ten Year Period, IAS shall have the option to repurchase the Shares at a price of one-tenth of a cent (\$0.001) per share.
3. Each of the parties shall fully cooperate, take whatever action, and execute

whatever documents may be necessary from time to time to accomplish and effectuate the intent of this Agreement.

4. This Agreement shall be construed in accordance with the laws of the State of Utah.

5. This Agreement shall be binding upon the successors, executors, assigns, and personal representatives of each of the parties.

6. This is the entire agreement between the parties and this Agreement may not be amended except by written agreement signed by the each of the parties hereto.

7. In the event of the breach of this Agreement by either of the parties, the injured party shall be entitled to recover his or its costs and attorney fees incurred in pursuing appropriate remedies at law or equity.

Executed the Effective Date stated above.

INTERNATIONAL AUTOMATED SYSTEMS, INC.

Neldon P. Johnson Oct 8, 2008
By: Neldon P. Johnson
Its: CEO, President.

NELDON P. JOHNSON

Neldon P. Johnson Oct, 8, 2008

MINUTES OF MEETING
OF THE BOARD OF DIRECTORS
OF INTERNATIONAL AUTOMATED SYSTEMS, INC.
Held on June 24 of 2003

A meeting of the Board of Directors of International Automated Systems Inc., Company was held at 326 N.S.R. 198 Salem wt, on the 24 day of June, 2003 at 12:00 AM/PM

The following persons, constituting the majority of the Directors of the Corporation were present in person or by telephone:

Neldon Paul Johnson - Chairman of the Board
LaGrand Todd Johnson - Board Member
Christopher John Taylor - Board Member
Stacy Curtis Snow - Board Member

[QUORUM AND CHAIRMAN AND SECRETARY OF THE MEETING]

Neldon Paul Johnson acted as Chairman of the meeting and Randy Paul Johnson acted as secretary of the meeting. The Chairman noted that a quorum of the Directors was present and that the Directors could transact business.

[AMENDMENT TO CORPORATE EMPLOYMENT AGREEMENT DATED JUNE 30, 2000]

The Directors discussed the affairs of the Company, in particular the Directors discussed and ratified the amendment to the Corporate Employment Agreement with Neldon Paul Johnson dated June 30, 2000.

BOARD OF DIRECTORS' RESOLUTION

Upon a duly made and seconded motion, a majority of the directors of the Board of Directors of International Automated Systems Inc., voted to adopt the following resolution:

[AMENDMENT TO CORPORATE EMPLOYMENT AGREEMENT]

BE IT RESOLVED that according to paragraph *L. Amendment*, of the Corporate Employment Agreement dated June 30, 2000, the Board of Directors agree to and accept the following amendments to said Agreement as follows:

Paragraph A. 3 Duration of Agreement, shall be amended as follows:


"The period of this agreement shall be twenty (20) years from the effective date hereof, or of any amendments to this agreement" shall replace the existing sentence.

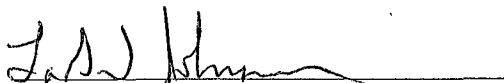
Paragraph B. 1 Salary, shall be amended as follows:


Striking the words "\$100,000.00" and replacing such with "*ten percent (10%) of IAS' annual gross sales or no less than \$1,000,000.00 (one millions dollars) whichever is greater*"

Adding the following words, "*If IAS is unable to pay the minimum annual salary amount of one million dollars (\$1,000,000.00) any shortfall of the minimum salary requirement shall accrue indefinitely until such time that the full amount can be paid.*"


Chairman of the Board


Board Member


Board Member

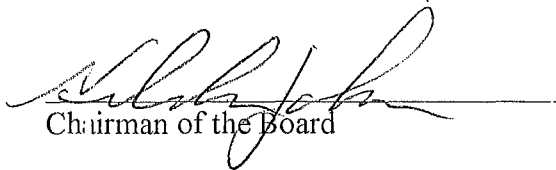

Board Member

NOTICE OF DIRECTOR'S MEETING

To: All Board Members

In accordance with the Bylaws of International Automated Systems Inc., a meeting of the Board of Directors of International Automated Systems Inc., will be held at 12:00 AM PM on the 24 day of June, 2003.

Dated: 6/24/03

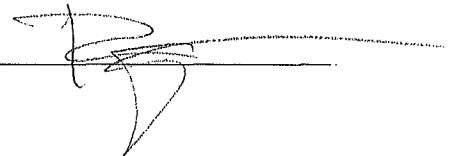

Chairman of the Board

The undersigned Randy Johnson, certifies that I am the duly appointed Secretary of International Automated Systems Inc., and that the above is a true and correct copy of a resolution duly adopted at a meeting to the Directors thereof, convened and held in accordance with the law and the Bylaws of the said Corporation on the 24 day of June, 2003, and that such resolution is now in full force and effect.

IN WITNESS THEREOF, I have affixed my name as Secretary of International Automated Systems Inc., And have attached the seal of the corporation to this Resolution.

Dated: 24 day of June, 2003

Secretary

A handwritten signature in black ink, appearing to read "Randy Johnson", is written over a horizontal line. The signature is stylized and somewhat cursive.

LONEPEAK

VALUATION SERVICES

**NP Johnson Family Limited
Partnership**

**Fair Market Value Analysis
As of December 31, 2010**

Neldon P. Johnson
General Partner
NP Johnson Family Limited Partnership

VALUATION ANALYSIS OF NP JOHNSON FAMILY LIMITED PARTNERSHIP

Dear Mr. Johnson:

Pursuant to your request, we present our analysis of the Fair Market Value of a 26.67% General Partner ownership interest ("Ownership Interest") in the equity of the NP Johnson Family Limited Partnership (the "Company" or the "Partnership") as of December 31, 2010 (the "Valuation Date").

To the valuation community, the Fair Market Value standard is a legally created standard of value¹ which means that its exact definition varies from state to state. For purposes of our analysis, we have assumed Fair Market Value to be a proportionate share of the value of 100% of the Company's equity.

In the course of our analysis, we relied upon financial and other information obtained from the Company's management, "Management," as well as various public, financial, and industry resources. Our conclusions are dependent on such information being complete and accurate in all material respects.

Appendix A details the primary sources of information considered in performing our analysis.

¹ *Valuing a Business*. Fifth Edition. Pratt and Niculita, p. 45.

I. PROCEDURES

This valuation engagement was conducted in accordance with the Statement on Standards for Valuation Services (SSVS) No. 1 of the American Institute of Certified Public Accountants (AICPA), which describes a valuation engagement as follows:²

Valuation engagement- A valuation analyst performs a valuation engagement when (1) the engagement calls for the valuation analyst to estimate the value of a subject interest and (2) the valuation analyst estimates the value...and is free to apply the valuation approaches and methods he or she deems appropriate in the circumstances. The valuation analyst expresses the results of the valuation as a conclusion of value; the conclusion may be either a single amount or a range.

We have performed sufficient analysis of the Partnership and prepared a detailed report of our findings. Paragraph 51 of SSVS No. 1 states "the detailed report is structured to provide sufficient information to permit intended users to understand the data, reasoning, and analyses underlying the valuation analyst's conclusion of value..."

We have considered various valuation approaches when estimating the Fair Market Value of the Partnership. Generally, a valuation is based on one or more valuation approaches. The decision as to which approach or approaches is most appropriate is based on the nature of the asset valued and its unique characteristics.

In general, our procedures included but were not limited to the analysis of the Partnership's three primary assets. These assets include:

² American Institute of Certified Public Accountants, SSVS No. 1, *Valuation of a Business, Business Ownership Interest, Security, or Intangible Asset*, Paragraph 21a.

1. An Assignment of Warrant Agreement whereby the Partnership was assigned all right, title, and interest in a certain Warrant Agreement between International Automated Systems, Inc. ("IAUS") and Neldon Johnson,
2. Certain Shares of IAUS Class A Preferred Stock and associated Voting Rights, and
3. Patents and Pending Patent Applications

II. FAIR MARKET VALUE ANALYSIS OF WARRANT AGREEMENT

On October 13, 2004, the Partnership was assigned a Warrant Agreement whereby the Partnership obtained all right, title, and interest in a certain Warrant Agreement between IAS and Neldon Johnson (the "Warrant Agreement").

The approach utilized to estimate the Fair Market Value of the Warrants was the Black-Scholes Option Pricing Model ("Black Scholes" or "BSOPM").

The BSOPM relies on seven key input factors to estimate value. These factors are:

1. Valuation Date
2. Expected Life of Option (from Valuation Date)
3. Number of Shares the Employees are Entitled to Receive
4. Strike Price
5. Risk-Free Rate
6. Expected Dividend Yield
7. Expected Volatility
8. Underlying Stock Value on the Valuation Date

1.0 VALUATION DATE

In general, in order to value the Warrants, certain criteria must be known as of the Valuation Date: (1) the number of shares that the Warrant holder is entitled to receive and; (2) the grant or purchase price. Based on our reading of the Warrant Agreement, dated October 13, 2004, the

Agreement grants the warrant holder the right and option to purchase 100,000,000 shares of IAUS Common Stock ("the Warrants"). All Warrants were fully exercisable as of January 1, 2010. We have been asked to determine the Fair Market Value of these Warrants as of December 31, 2010.

2.0 EXPECTED LIFE OF THE OPTION

The Warrant Agreement states that the Warrants expire in October 2034, however, due to IAUS's poor financial condition, limited funding sources, reliance on cash advances from the President, and other significant risks factors as described in the company's Annual 10K filing, we have valued the Warrants as if they have a life of two years. This adjustment reduces the value of the Warrants. The two year life was selected based on an analysis of the company's historical trading volumes discussed below and analysis of the company's financial condition.

For example, the most recent IAUS Annual and Quarterly SEC Filings stated the following:

- a. The company had \$6,865 and \$2,741 in cash, respectively,
- b. the company had no revenues or products,
- c. the company's auditors issued a "Going Concern" Opinion, indicating their belief that the company is unlikely to survive a full year,
- d. historically, funds to operate the company came from the current owner of the Warrants. We believe it is unlikely funding would continue after the owner made any sale of the business, and
- e. the company has no debt capacity.

See Appendix B for a more detailed discussion of the basis for this adjustment.

3.0 NUMBER OF SHARES THAT THE HOLDERS ARE ENTITLED TO RECEIVE

As of the Valuation Date, there were 93,300,000 Warrants outstanding and exercisable. This is approximately two and a half times the number of actual IAUS common shares outstanding (37,037,153) as of the fiscal year ending June 30, 2010. Furthermore, the IAUS outstanding

common shares are thinly traded and the number of shares traded has decreased each year over the last five years.³ Both of these factors create an inability for the Warrant holder to readily liquidate the entire block of Warrants into the market or liquidate their investment at all when they need or desire to sell.

Therefore, for purposes of valuing the Warrants, I have adjusted the number of shares to account of their illiquidity. Illiquidity adjustments are often reflected as a percentage adjustment rather than as an adjustment to the number of shares. Nevertheless, we believe this to be the most accurate method of reflecting the illiquidity of the shares. This method is based on assuming that as of the Valuation Date, the Warrant holder could monetize just over 1,000,000 shares during a two year period. This calculation is based on the last two years of trading history for IAUS Stock. During that time period, 9,304,600 shares have been traded at a price of \$0.40 per share or higher, however, the stock price has been decreasing and the chance that the stock price will get back to \$0.40 or greater must also be considered.

In other words, this calculation assumes the purchaser could sell 100% of the shares that were "in the money" over the next two years. See Exhibit 4 for more details.

The "equivalent number" of exercisable shares represents the maximum number of tradable shares the Warrant holder could reasonable expect to liquidate over the next two years. The calculation of the maximum number of tradable shares considers the IAUS historical trade volumes when the stock price is greater the \$0.40 (the Warrants Exercise Price) and the percentage chance the stock price will exceed \$0.40 over the next two years. Based on the stock's historical volatility and current share price, there is a 12% chance the stock price will be greater than the exercise price over the next two years.⁴

³ See Exhibit 4 for trading volume history.

⁴ This probability was calculated by performing a statistical analysis whereby future stock prices are simulated using 10,000 random numbers that incorporate the company's historical stock prices. The probability is computed based on the number of times out of 10,000 that the simulated stock price equaled or exceeded \$0.40 per share.

Discounting the actual number of exercisable shares to an "equivalent number" of shares rather than applying a discount for lack of marketability is an attempt to better reflect the basis by which the discount was calculated.

4.0 STRIKE PRICE

The Strike Price reflects the price at which the Warrant holder is able to convert the Warrant into a share of the Company's stock. This price is also referred to as the exercise price. Based on our reading of the Warrant Agreement, the exercise price is equal to \$0.40 per share.

5.0 RISK FREE RATE

The risk-free interest rate reflects the rate whereby investments are assumed to be without the risk of default. In practice, common investments used as proxies for the risk-free rates are United States Treasury investments. In selecting a risk-free rate, we chose the average of a 2 year US Treasury since its length is similar to the expected life of the Warrants discussed above.

6.0 EXPECTED DIVIDEND YIELD

IAUS has not historically paid dividends and currently does not have the earning capacity to pay dividend in the near future. Therefore, we have used a zero percent dividend yield.

7.0 EXPECTED VOLATILITY

Volatility is the measure of how the value of the underlying stock is expected to fluctuate over the restriction period.

Volatility for use in the BSOPM is calculated as the annualized standard deviation in the natural logarithms for the price fluctuations. In other words, for a non-dividend paying company, annualized volatility represents a one standard deviation range over which the logarithm of the stock price is expected to fluctuate.

We calculated volatility based on the share price data for publicly traded guideline companies. Based on this analysis, we recommend the use of a volatility of 146% as an input in IAUS's BSOPM in order to value the Warrants. See Exhibit 3 for more detail.

8.0 UNDERLYING STOCK VALUE ON THE VALUATION DATE

Because IAUS is publicly traded, the underlying stock value is its quoted market price as of the Valuation Date. The IAUS market price as of the Valuation Date was \$0.13.

9.0 WARRANT VALUE CONCLUSION

Based on the eight key input factors discussed above and application of the BSOPM, we estimate the Fair Value of the Warrant to be \$0.07 per share and the "equivalent number" of shares outstanding to be 1,116,552 on the Valuation Date. Therefore, the Fair Value of the Warrant Agreement is estimated to be \$75,000. See Exhibit 2 for detailed calculation.

III. FAIR MARKET VALUE OF IAUS PREFERRED SHARES AND ASSOCIATED VOTING RIGHTS OWNED BY THE PARTNERSHIP

It is our understanding that the Partnership also owns 2,000,000 Class A Preferred Shares of IAUS. One million of the Class A Preferred Stock are entitled to the voting rights of ten common

shares, and 1,000,000 of the Series A Preferred Stock are entitled to the voting rights of 100 common shares.

While we were not provided the Preferred Stock Agreements, the Company's 10-K discusses the Preferred Shares. It is our understanding that the Preferred Shares have liquidation preferences and dividend rights that are equivalent to the common shares. However, the Preferred Shares do not have cumulative dividend requirements and cannot be converted to common shares. This makes them less liquid and there is no defined market value.

However, in Fiscal Year 2008, 1,000,000⁵ of the 2,000,000 aforementioned shares were issued and valued at that time at \$122,478.

To determine the Fair Value of the shares as of the Valuation Date, we calculated the percentage change in the IAUS common stock price per share from June 30, 2008, to the Valuation Date and applied that percentage change to the value of the Preferred Shares as of June 30, 2008. See Exhibit 5 for more details.

This approach implicitly assumes the value of control is proportional to the underlying value of the company. This is believed to be conservative since with technology that is not yet commercial, the prerogatives of control are usually limited. In other words, until the company has commercialized patents, control typically has limited value.

The estimated Fair Value of the Class A Preferred Share as of the Valuation Date is \$39,000. See Exhibit 5 for more details.

⁵ The shares issued in Fiscal Year 2008 have the highest voting rights, equal to 100 common shares. Mr. Johnson's remaining 1,000,000 shares have voting rights equal to 10 common shares.

IV. FAIR MARKET VALUE OF PATENTS AND PENDING PATENT APPLICATIONS

You have also asked that we calculate the Fair Market Value (FMV) of seven issued patents and two patent applications (the "Patents") held by N. P. Johnson Family Limited Partnership.

Table 1 - Patents and Applications Held By N. P. Johnson Family Limited Partnership

<u>Patent No.</u>	<u>Title</u>
1 6,997,674	Pressurized fluid turbine engine
2 7,314,347	Pressurized fluid bladeless turbine engine with opposing fluid intake assemblies
3 7,449,807	Magnetic transmission
4 7,705,560	Voltage controller
5 7,789,650	Fresnel lens angular segment manufacturing apparatus and method
6 7,789,651	Fresnel lens angular segment manufacturing apparatus and method
7 7,789,652	Fresnel lens angular segment manufacturing apparatus and method
<u>Application No.</u>	<u>Title</u>
1 20080262973	Apparatus and method for secured commercial transactions
2 20080184037	System and method for secured voting transactions

We have considered various valuation approaches when estimating the Fair Market Value of the Patents. Generally, a valuation is based on one or more of the following approaches, and the decision as to which approach or approaches is most appropriate is based on the nature of the asset valued and its unique characteristics.

1.0 COST APPROACH

The Cost Approach is based on the theory that a prudent investor would pay no more than the cost of constructing a similar asset, of like utility, at prices applicable at the time of the appraisal. However, the cost approach may not capture the full value of an income-producing asset. As is discussed in more detail below, there is no reasonable basis to project revenue from the Patents, making the Cost Approach more appropriate than if there were such a reasonable basis.

Therefore, we utilized other approaches to determine value as is described below. However, we performed the rest of our analysis based on the belief that the Patents are at least equal to the cost of obtaining a Patent, approximately \$6,000 per patent.⁶

We have assumed that in this industry, as in many industries, value is driven by the income generating ability of the assets, and, therefore, the Cost Approach was considered but not utilized for the analysis.

2.0 INCOME APPROACH

The Income Approach estimates the Fair Market Value based on the future cash generating ability of the Patents. This approach quantifies the present value of the future economic benefits that can reasonable be projected to accrue from the Patents. These benefits, or future cash flows, are discounted to the present at a rate of return that is commensurate with the Patents' inherent risk and expected growth.

We analyzed certain factors that provide a foundation for projecting cash flows reasonably expected to be derived from the Patents. Specifically, we determined:

- The vast majority of Patents are not commercialized.
- There is no capital available for the commercialization of the Patents.
- There is no business plan that projects the financial impact of commercialization of the patents.
- The inventors are not experienced and are not experts at commercializing such technology.
- There are substantial barriers to entry for the Patents to be commercialized.

⁶ The \$6,000 is based on the legal fees incurred by IAUS in obtaining the patents and the number of patents obtained. See IAUS 10K, June 30, 2010, pp. 9, F-2.

- In the current economic climate, it is generally difficult to attract investors for such opportunities.
- Two of the technologies are “patent applications” rather than “patents.”

Therefore, we believe there is not an adequate basis upon which to project the cash flows that would accrue from the Patents. Thus, the Income Approach was considered but not ultimately utilized in determining an estimate of Fair Market Value of the Patents.

3.0 MARKET APPROACH

The Market Approach leads to an estimate of Fair Market Value based on what other purchasers and sellers in the market have paid for the Patents and for patents similar to those owned by N. P. Johnson Family Limited Partnership, or “Guideline Patents.” This approach is based on the principle of substitution, which states that the limit of prices, rents, and rates tends to be set by prevailing prices, rents, and rates for equally desirable substitutes. Adjustments may be made to each Guideline Patent to compensate for differences between those researched and the Patents being valued. Use of the Market Approach, therefore, results in an indication of value based on an estimate of the price one may reasonably expect to realize on the sale of the Patents.

When this approach to value is used, data is collected on the prices paid for patents reasonably similar to the Guideline Patents.

In this matter, there have been no third party transactions on the Patents. There has been one related party transaction on patents created by Mr. Johnson and previously sold to IAUS in 2004. The sale involved the exchange of warrants to purchase 100,000,000 shares of IAUS common stock and a royalty of 10% on gross sales of products related to the patents for certain

patents, patents pending, designs, and contracts.⁷ As of this report, the Guideline Patents had not generated licensing revenue nor were they utilized in the sale of any products.

Because the transaction was between two related parties, involved a multitude of intellectual property assets for different patents, took place years ago, and largely exchanged warrants in an illiquid company rather than cash, we do not believe the transaction acts as a suitable basis for establishing value. However, we did use it as a reasonableness test.

As discussed above, the Patents are not yet to the point of development that there is a reasonable basis for preparing a projection of future cash flows. Therefore, we utilized market data which compares a number of objective patent attributes, such as the strength, breadth, and quantity of a patent's claims, to determine the quality and value of the Patents as follows:

First, for each Patent, we obtained a report on the estimated size of the patent protected market and on the magnitude of the licensing opportunity, assuming the patents could be commercialized.⁸ This nominal value is based on a calculation of the strength, breadth, and quantity of a patent's claims compared to other extant patents, whether the patent has expired, the size of the economy and protected market, as well as other financial variables.

Second, for each Patent, we obtained an IPQ Score[®] that allowed us to determine the probability that any given Patent would be commercialized.⁹ An IPQ Score[®] is a numerical ranking based on a number of objective patent attributes or "metrics," such as mortality rates of similar patents within the same technology space, the scope of prior art considered, and the breadth and quality of the claims. IPQ Scores[®] have shown a positive correlation with the probability of being licensed.¹⁰ Based on a study conducted by Ocean Tomo PatentRatings, and using each Patent's IPQ Score[®], we were able to determine the probability that any given

⁷ IAUS 10K, June 30, 2010, p. 12.

⁸ These reports were obtained from PatentValuePredictor.com as of December 29, 2010.

⁹ These reports were obtained from Ocean Tomo, LLC's Patent Ratings service as of January 3, 2010.

¹⁰ "IPQ Scores: A Comprehensive Overview," Ocean Tomo, LLC, November 11, 2008, p. 3.

patent would be commercialized. Multiplying the nominal value of the patent, assuming commercialization, by the probability of commercialization gave an estimated value to each patent.¹¹ The analysis summarized on Exhibit 6 determined that two of the patents have a 1% chance of commercialization and the remaining patents have a 0% chance of commercialization.

Third, for the Pending Patent Applications, we considered the probability that these particular applications would be issued as valid patents. The U.S. Patent and Trademark Office tracks "allowance rates," which indicate the probability that a given application will be ultimately issued as a valid U.S. patent.¹² The pending patent applications do not have an IPQ Score[®] because a patent rating can only be obtained for issued patents. However, in the absence of an IPQ Score[®], we considered the average commercialization rate for the other patents held by N. P. Johnson Family Limited Partnership. Multiplying the pending applications' nominal value by the probability of issuance and the average commercialization rate gave an estimated value.

The Market Approach was considered and utilized in determining an estimate of Fair Market Value of the Patents as of December 31, 2010

4.0 FAIR MARKET VALUE OF PATENTS AND PENDING PATENT APPLICATIONS CONCLUSION

The Market Approach was used with the Patents and Applications with a chance of commercialization, and the Cost Approach was used on the remaining Patents, as summarized on Exhibit 6. The estimated Fair Market Value of the Patents and Applications is **\$164,000**. See Exhibit 6 for more detail.

¹¹ For those patents with IPQ Scores indicating no probability of being commercialized, we assumed that the value of the patent was commensurate with its filing cost. See Exhibit 6.

¹² See <http://www.uspto.gov/dashboards/patents/kpis/kpiAllowed.kpixonl>.

V. CONCLUDED VALUE OF OWNERSHIP INTEREST

The concluded Fair Market Value of 26.67% of the Partnership's equity is as follows:

Assets held by Partnership:	Amount
1 Warrant Agreement with International Automated Systems, Inc. ("IAUS")	\$ 75,000
2 Preferred Stock and associated Voting Rights in IAUS owned	\$ 39,000
3 Patents and Pending Patents	\$ 164,000
	\$ 278,000
Total Enterprise Value	\$ 278,000
Less: FMV of Debt	\$ -
Total Fair Market Value of Partner's Equity	\$ 278,000
General Partner Ownership Interest	26.67%
	\$ 74,143
Total Fair Market Value of Neldon P. Johnson's Ownership Interest in the NP Johnson Family Limited Partnership	\$ 74,000

See Exhibit 1 for more detail.

Yours truly,



Richard S. Hoffman
Principal, President
Lone Peak Valuation Group

CERTIFICATION

We certify that, to the best of our knowledge and belief:

- The valuation engagement was performed in accordance with the American Institute of Certified Public Accountants Statement on Standards for Valuation Services.
- The statements of fact contained in this report are true and correct.
- The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions, and are our personal, unbiased professional analyses, opinions, and conclusions.
- We have no bias with respect to the property that is the subject of this report or the parties involved with this assignment.
- We have no present or prospective interest in the business that is the subject of this report, and we have no personal interest or bias with respect to the parties involved.
- Our engagement in this assignment in this assignment was not contingent upon developing or reporting predetermined results.
- Our compensation is not contingent on an action or event resulting from the analyses, opinions, or conclusions in, or the use of, this report.
- No one other than the person or persons listed below provided significant professional assistance to the persons signing this certification.
- Our analyses, opinions and conclusions were developed, and this report has been prepared in conformity with the applicable Internal Revenue Service Valuation Guidelines.

This report is subject to the terms and limiting conditions attached.

Contributing Appraisers:

Burk Reynolds – Principal

John Pilkinton - Principal

Ying Zhang - Associate

Yongsheng Wang – Associate

Ted Tatos - Consultant

STATEMENT OF LIMITING CONDITIONS

The primary assumptions and limiting conditions pertaining to the value estimate conclusion(s) stated in this report are addressed above. We have made additional assumptions that are generally cited elsewhere in this report.

1. To the best of our knowledge, the facts contained in the report, upon which the analysis and conclusion(s) expressed are based, are true and correct. Information, estimates, projections and opinions furnished to us and contained in the report or utilized in the formation of the value conclusion(s) were obtained from sources considered reliable and believed to be true and correct. However, no representation, liability or warranty for the accuracy of such items is assumed by or imposed on us. The report is subject to corrections, errors, omissions and withdrawal without notice.
2. This analysis is based on financial information that has been provided by management. Management has advised us that they consider the data used to be accurate, and that no information known to them conflicts with the data or resulting use of such data in this valuation. The information provided to us by management related to both historical and future results/expectations.
3. We did not examine, compile or apply agreed upon procedures to the financial information in accordance with standards established by the AICPA, and we express no assurance of any kind on such information. This report is not an audit, review, compilation, or agreed upon procedure engagement. As such, it does not conform to the AICPA standards regarding such engagements. There will usually be differences between estimated and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material. We take no responsibility for the achievability of the expected results anticipated by management.
4. The appraisal was prepared solely for the purpose, function and party so identified in the report. The appraisal report may not be reproduced, in whole or in part, and the results may not be utilized by a third party, except your auditors for any purpose, without the express written consent of Lone Peak Valuation Group.
5. No change of any item in any portion of the report shall be made by anyone other than Lone Peak Valuation Group and we shall have no responsibility for any such unauthorized change. Additionally, the report cannot be segregated into various sections as the conclusion is based on the entire process discussed in the report.
6. Except as noted, we have only considered recorded assets and liabilities. Accordingly, our analysis has not considered or incorporated the potential economic gain or loss

resulting from contingent assets, liabilities or events existing as of the valuation date. This includes, but is not limited to, any liabilities arising out of potentially hazardous materials.

7. We are not required to give testimony or be in attendance at any court or administrative proceeding with reference to the analysis performed unless additional compensation is agreed to and prior arrangements have been made.
8. The working papers for this engagement are being retained in our files and are available for your reference. We would be available to support our conclusion(s) should this be required. Those services would be performed for an additional fee.
9. Neither all nor any part of the contents of the report shall be disseminated or referred to the public through advertising, public relations, news or sales media, or any other public means of communication or referenced in any publication, including any private or public offerings including but not limited to those filed with the Securities and Exchange Commission or other governmental agency, without the prior written consent and approval of the review by Lone Peak Valuation Group.
10. Good and marketable title to the business interest being analyzed is assumed. We are not qualified to render an "opinion of title" and no responsibility is assumed or accepted for matters of a legal nature affecting the businesses being appraised. No formal investigation of legal title to or liabilities against the businesses valued was made, and we render no opinion as to ownership of the businesses or condition of its title.
11. Management is assumed to be competent, and the ownership to be in responsible hands, unless noted otherwise in this report. The quality of business management can have a direct effect on the viability and value of the businesses. The financial projections contained in the appraisal assume both responsible ownership and competent management unless noted otherwise. Any variance from this assumption could have a significant impact on the final value estimate.
12. The value conclusion(s) assumes the real and tangible personal property is "clean" and free of any adverse environmental conditions unless we have been notified to the contrary in writing.
13. Unless otherwise stated, no effort has been made to determine the possible effect, if any, on the asset because of future federal, state or local legislation, including any environmental or ecological matters or interpretations thereof.
14. We take no responsibility for any events, conditions or circumstances affecting the subject businesses or its value that take place subsequent to the effective date of value cited in the appraisal.

15. Events and circumstances frequently do not occur as expected and there will usually be differences between prospective financial information and actual results, and those differences may be material. Accordingly, to the extent that any of the information used in this analysis and report requires adjustment, the resulting Investment Value would be different.

16. Any decision to purchase, sell or transfer any interest in the Company shall be the shareholders sole responsibility. Additionally, the method used and the price agreed upon are also the sole responsibility of management. The selection of the price to be accepted requires consideration of factors beyond the scope of this engagement. An actual transaction involving the asset might be concluded at a higher value or at a lower value, depending upon the specific circumstances of the transaction and the businesses. For instance, the knowledge and motivations of the buyers, bargaining position of the parties, economic conditions at the time, and synergistic benefits specific to the parties are examples of the type of factors that typically cause actual transaction values to be different (often significantly) than the value calculated using the procedures above.

Lone Peak Valuation Group

Neldon P. Johnson Family LP

Sources of Information Considered in Performing our Analysis

Appendix A

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- 1 Discussion/Interviews with Client
 - 2 Amended and Restated Limited Partnership Agreement
 - 3 Warrant Agreement
 - 4 Assignment of Warrant Agreement and Warrant Agreement
 - 5 Industry and IAUS financial data from Capital IQ
 - 6 International Automated Systems, Inc. Form 10-K 2010
 - 7 International Automated Systems, Inc. Form 10-K 2009
 - 8 International Automated Systems, Inc. Form 10-Q 2010
 - 9 Other IAUS Public SEC Filings
 - 10 IPQ Report Dated January 03, 2011; Ocean Tomo Patent Ratings
 - 11 Patent Value Predictor.com
 - 12 IPQ Score Overview; Ocean Tomo Patent Ratings
 - 13 USPTO Allowance Rate; www.uspto.gov/dashboards/patents/kpis/kpiAllowed.kpixmap
 - 14 Other information, as deemed necessary, for this analysis;

Appendix B: Excerpts from IAUS 10K

OVERVIEW

International Automated Systems, Inc., a Utah corporation (hereinafter "Registrant" or "Company") based in Salem, Utah, seeks to design, produce and market leading edge technology products. The Company has a production model of a patented turbine which uses the expansion of steam to generate a rotational force. This force can then be used to generate power. The Company feels the turbine could be used in, but not limited to, the production of electricity, hydrogen or in the transportation industry. Though some testing has been done using pure steam and geothermal steam, more testing will be done. There are risks that a commercial turbine may never be accepted.

The Company has an Alternate Solar Energy Thermal System ("System") which can be used in conjunction with the Company's bladeless turbine to generate power. The system tracks the sun as it concentrates the solar energy onto a receiver and this energy is captured and used to propel the bladeless turbine. A typical System will use multiple concentrators to supply a single turbine.

The Company has developed an automated self-service check-out system and management software. This system allows retail customers to ring up their purchases without a cashier or clerk. The system is primarily designed for grocery stores, but may be applicable in other retail establishments.

The Company has an Automated Fingerprint Identification Machine ("AFIM") which has the capability of verifying the identity of individuals. Potential AFIM applications include products for employee time-keeping and security, access control, and check, debit or credit card verification. The Registrant purports that its identity verification system has a variety of uses and applications for both commercial and governmental users. The Company also purports that it has developed technology that transmits information and data using different wave patterns, configurations and timing in the electromagnetic spectrum. The Company refers to this technology as digital wave modulation ("DWM"). The Company believes that if the technology is implemented and applied commercially, the technology has the capability to significantly increase the amount of information which can be transmitted. The Company is continuing the development of this technology and the commercial feasibility of the technology has not been demonstrated. The Company believes it has many competitors in the communications, information data transfer and data storage industries which have greater capital resources, more experienced personnel and technology which is more established and accepted in the market place.

The first anticipated product using this technology for commercialization is a high-speed modem. The modem is projected to be faster than modems currently in use. Generally modems are used for purposes of transmitting data over telephone lines, on telecommunications systems and over wireless mediums such as satellite transmissions and other line-of-sight transmission mediums. The Company has a modem prototype. Additional development to achieve a commercial product is on going. In addition, the Company intends to apply the digital wave modulation technology in other areas. The Company has not established a plan or order of priorities for any future commercial product development. Because this technology is sophisticated and new, the Company may not be successful in its efforts to have commercial exploitable products because of difficulties and problems associated with development. Possible problems could be inability to design, construct and manufacture commercial products; and the Company's lack of funding and financial resources and experienced personnel. Competitors may develop technologies which are superior and will make the DWM technology obsolete

even before the Company has completed its development of any commercial products. Cost will also be a factor in both the development and the commercialization of any new product. It is anticipated that if a commercially viable modem is developed, the Company will have to expend funds to develop a marketing plan and introduce the product into the market. Costs to offer new products and to establish the proper marketing strategy will be significant. The Company has not made any projections regarding any anticipated costs.

There are risks that no commercially viable products will be developed from the technologies and any products developed may not be accepted or successful in the marketplace. In addition, the Company may not have sufficient funds to develop, manufacture and market any products.

Propulsion Steam Turbine

The Company has a new patented bladeless turbine production model. It uses the expansion of steam, through propulsion, to create a rotational force.

The production model has been tested using pure steam created by a gas heat exchanger. The Company feels their propulsion design has many advantages over current bladed turbines. The Company believes their turbine is at least as efficient as traditional turbines, is smaller in size, requires less maintenance, is mass producible and therefore less expensive to manufacture. It also doesn't require cooling towers, thus making it more mobile, more economical and water conserving.

The Company believes that the turbine will be marketable in the utility power industry, hydrogen production and transportation. There are also risks that the Company will not be able to manufacture a commercially marketable turbine because of lack of financing, government interference, industry non-acceptance or many other conditions not under the Company's control.

The Company has a model of a System which can be used to produce steam to drive the Company's bladeless turbine. The Company believes that the possible advantage over other similar systems is the Systems ability to be mass produced, thus reducing its overall cost as compared to other systems. The Company has developed proprietary structural and lens designs in preparation for mass production of the System.

Automated Self-Service Check-Out System.

In 1988 a patent was granted for the automated self-service check-out system (hereinafter referred to as the "Self-Check System"). In retail operations, the Self-Check System allows customers to check-out the items selected for purchase.

Description of the Self-Check System.

The Self-Check System is an automated check-out system for customers of retail establishments and provides for self-service check-out lines, stations or lanes. The Self-Check System has a scanner to read the bar codes of items purchased and a scale to weigh the items scanned and placed in the receiving basket. As each item is scanned by the bar code reader, the scale verifies the accuracy of the item scanned and placed in the basket by comparing the weight of the item scanned with the weight change

recorded in the receiving basket. If the weights differ or if other problems arise, a clerk is summoned to assist the customer and resolve any problem.

The Self-Check System is designed to replace clerk operated cashier registers that are used in retail and grocery stores. In addition, the Self-Check System, when fully and completely implemented, is intended to allow a store manager to maintain accurate inventory on a contemporaneous basis. The contemporaneous inventory assists in reordering and restocking. It is believed that the System may simplify price verification and may provide customers with better and faster service.

Operation of Self-Check System

The Self-Check System operates as follows. Customers make their selections for purchase. A customer places the grocery cart at the head of the System, removes the products from the grocery basket and scans the bar codes on the products across the reader. The bar code provides, as a data base index, the product description, weight and price. This information is then relayed on an item by item basis to the computer and the computer transmits the data in its memory to the check-out terminal. The product information, item description and price, are then displayed on the screen. A running subtotal for all items purchased is also shown. Each item scanned is placed into a receiving basket or cart on a sensitive scale. The weight of the item scanned and placed in the receiving basket is compared to the weight for that item as recorded in the computer. The computer compares the weight of the scanned item with the weight for that item in the database. If the weight differs, an error code is displayed and an attendant is summoned to assist the customer or to override the System. Once all the items are scanned, a final tally is made. Payment is then made to the attendant either through a debit or credit card, check or cash. A payment may also be made without an attendant through the use of the "AFIM" which will verify the identity of the person making the transaction and automatically debit their account electronically.

The Self-Check System interfaces with computers and data is transferred back and forth between the check-out terminals and the main computer. The interface may be compatible with various scanners and scales so the Self-Check System may be adaptable to equipment already from other manufacturers. The System allows one clerk to handle simultaneously multiple check-out stations or lanes.

Possible Advantages.

Management believes the Self-Check System may have several possible advantages over conventional retail check-out systems to operators and customers. For operators the advantages are: reduced labor costs, more accurate inventory, theft reduction, theft deterrence, decreased check fraud, and decreased transaction costs. Also, the retailer can serve more customers during peak traffic. For customers the advantages are: faster service, greater convenience, less time waiting in line and more privacy. A retail establishment may not need as many cashiers with the Self-Check System.

Management believes that the market for the Self-Check System may include several types of retail establishments, including grocery stores, drug stores, discount stores and fast food restaurants. If operating properly the Self-Check system lessens the impact of having too many attendants or cashiers available. Customer traffic volume is difficult to predict and retail operators wanting to reduce the time customers wait in line must have sufficient clerks or cashiers available.

The Self-Check System uses proprietary software developed by the Company. The Self-Check System also offers a hand-held unit to be used for price verification and taking physical inventory counts. The hand-held unit reads the bar codes and verifies the price in the database. This hand-held unit also is used to take physical counts for inventory control. The System may also include a check-in station at the loading dock. Items delivered are checked and the prices verified against purchase orders allowing greater control. Price verification can be done using the hand-held unit while the products are on the shelf.

For the Self-Check System to operate efficiently at least 95% of the items offered for sale must have bar codes. In the past few years virtually all packaged goods have bar codes. Items purchased across the counter, such as bakery, meat and deli products usually have no bar code. Grocery stores or other retail operations using the Self-Check System may have to install scales and labelers to place barcodes on items with no bar code. As an option the Company offers scales and labelers for produce and delicatessen items which interface with the Self-Check System. Management believes that the Self-Check System may help reduce theft. For instance, one clerk cannot check-out another clerk's or friend's purchases using incorrect and understated prices. A portion of the theft in supermarkets is attributable to employees doing what is called "sweet-hearting" by checking-out the purchases of other employees or friends at reduced prices.

Another market being tested is automatic ordering and payment for use in restaurants and fast-food establishments. Where the customer would use a touch screen, connected to a computer, to place an order, pay for the order with cash, check, credit, or debit card using the Company's technologies including AFIM and then have the order automatically sent to the cook for preparation.

Competition

Competitors offer a similar Self-Check System. The success of these other entities and the system used may, individually or collectively, significantly affect the Company's attempt to commercialize its Self-Check System. The Company has no market studies to determine its relative position with its competitors in the market place. Some competitors have been in business longer, have more experienced personnel, have greater financial resources and better name recognition in the marketplace.

Automatic Fingerprint Identification Machine.

The company has an Automated Fingerprint Identification Machine ("AFIM") which verifies an individual's identity. The AFIM digitizes the unique characteristics of a person's fingerprint and then stores the information on a magnetic strip similar to the strip on the back of a credit card or on other storage medium. The identity verification process is simple, quick, easy, and reliable. AFIM connects to and operates with a personal computer. AFIM has unique software. Management believes that AFIM is better than other bio-metric and fingerprint based identification systems. The Company is continuing to make modifications to the AFIM technology to increase the speed and to reduce the cost and size of the units.

Operation.

To use the AFIM the person whose identity will be verified has the fingerprint read by the AFIM. The finger is placed on the lens and AFIM reads the print, digitizes, and stores the digitized fingerprint. To verify a person's identity AFIM reads the fingerprint and compares it to the digitized fingerprint on the magnetic strip or other storage medium. A match verifies the person's identity. The AFIM is connected to a personal computer which processes the information read by the AFIM and makes the comparison to the digitized fingerprint on the magnetic strip or other storage medium. The Company believes that it has the ability to connect AFIMs in series so that multiple stations or readers can be connected and operated by a single personal computer.

Possible Commercial Applications.

Different commercial applications of the AFIM are under development. One application is a time clock. The digitized fingerprint stored on the magnetic strip on the back of a card like a credit card must match the person's fingerprint that is recording his arrival at or departure from the workplace. Because the AFIM system validates the identity of the person using the time clock, fellow workers can not make in or out entries for other workers.

Also, AFIM with appropriate software may be used with a database of fingerprints. The fingerprint is read by the AFIM and then verified against the database for identification and, where appropriate or required, for access control purposes. Searching the database requires additional time to verify the identity of the individual using the fingerprint stored in the database. To date the full marketing of the AFIM time clock has been delayed as development of the product is continuing and modifications to the AFIM are made.

The Company has no comprehensive study or evaluation to determine the reliability of the AFIM or the frequency of false positives. A false positive is where a verification is sought and the person is identified as correct when it is not the person claimed. Management believes, based on the limited experience available, that AFIM does not yield false positives or false negatives at unsatisfactory levels.

Another application of the AFIM technology is door or entry security. The AFIM would read a card on which the fingerprint of the person seeking entry would be encoded. The fingerprint of the person seeking entry as read by the AFIM would have to match the fingerprint digitized and encoded on the card. To be successful the Company believes that the door security adaptation must be compatible with or adaptable to other door entry security systems already in place.

Another application of the AFIM technology is a vending machine which will allow items to be purchased which now require age and identity verification.

Another product based on AFIM technology is identity verification on computer networks or identification when data is transmitted or accessed. The AFIM would read the fingerprint to validate the identity of the user. Depending on the system protocols the person would then be allowed access to data, files, information or programs. Also, the identity verification, if development is completed, may validate the identity of the person either receiving or sending information.

Another application of the AFIM technology is fingerprint secured financial transactions. A card user designates which personal account he/she would like to use. Upon positive AFIM verification, the

Company's software sends the transaction information via ACH protocols to the Company's bank and the Company's bank debits the customer's bank account. The funds are then deposited into the participating retailer's account.

For future development and possible commercialization of the AFIM technology and the possible application the Company may attempt to enter into licensing agreements or joint ventures. Presently the Company is merely considering the possibility of licensing agreements or joint venture agreement. At this time there are no agreements to which the Company is a party for licensing, royalties or joint venture projects.

Competition.

The AFIM based products compete with a broad spectrum of products which verify identity. Competitors offer products based on some form of bio-metrics. Some competitors offer fingerprint based systems. The success of these other entities and the system used may, individually or collectively, significantly affect the Company's attempt to commercialize AFIM. The Company has no market studies to determine its relative position with its competitors in the market place. Some competitors have been in business longer, have more experienced personnel, have greater financial resources and better name recognition in the marketplace.

Possible Advantages.

The Company believes that the AFIM products will be quicker, more reliable, and more cost-effective than other identification systems. The Company has no empirical data or statistics to support its belief.

Digital Wave Modulation Technology.

Digital Wave Modulation ("DWM") technology may provide a new way of transmitting data. Basically different wave patterns are generated on the magnetic spectrum which may increase flows of data and information transmission and communication. More data will be transmitted in a shorter time period and speed may be increased.

DWM technology is based on the transmission of symmetrical, asymmetrical, and reference waves that are combined and separated. The Company has a modem prototype that has the capability of sending and separating combined multiple waves. Depending upon frequencies and other factors, the Company believes it can achieve transmission rates in excess of modems currently in use. Data transmission speed will depend on such factors as the transmission medium, frequencies used and wave combinations. The rate of data transmission varies significantly depending on the communication medium used. When using plain old telephone system commonly known as "POTS", transmission rates will be slower. DWM is not compatible with the technology used in other modems.

DWM can be used to transmit over any analog media including wireless. Because wave frequencies may be higher when sent through the air, wireless data transmission using DWM technology may transmit information at higher rates.

Preliminary evaluations indicate that DWM technology may be used for data storage media which are magnetic based, such as floppy disks, hard drives, video cassettes, tapes etc. Because various forms of magnetic media store in analog format, DWM may increase the storage capacity of some magnetic based devices. DWM storage enhancement applications have not been fully developed and tested and may ultimately prove infeasible and impractical.

DWM must be developed from a prototype to a commercially viable product. Even though the Company has a prototype, the Company makes no assurance that the DWM technology can be developed into a commercially viable product or products.

If the research and development of the modem is successful and the Company then has a commercially viable product, the Company will consider various alternatives. It may seek a joint venture partner or it may license the technology to another company and attempt to structure a royalty payment to the Company in the licensing agreement. No plan has been adopted regarding the manufacturing, marketing, or distributing of the modem, when and if commercialization is achieved. No assurance can be given that the commercialization efforts for the modem will be successful or that the Company will be able to effectively penetrate and capture a share of the modem market. Any possible ventures are predicated on the Company developing a commercially viable product. Presently, the Company's efforts regarding DWM are directed primarily toward the DWM modem.

Management believes that because of the increased amount of information that can be transmitted, other applications in the telecommunications industry may be feasible and beneficial. Again because of the sophisticated and high technology nature of this technology other applications may not ultimately be successful.

The Company is a development stage company and its business is subject to considerable risks. The Company's activities have not developed sufficient cash flows from business operations to sustain itself. The Company is small and has an extremely limited capitalization. Many of its actual and potential competitors have greater financial strength, more experienced personnel and extensive resources available. Also, the Company is engaged in technological development. It is expensive to do research and development on new products or applications of new or existing technology. Resources can be used and depleted without achieving the desired or expected results. Also, because of the rapid development of technology, the Company's products may become obsolete. Some of the Company's technology is revolutionary in that it is based on unconventional technological theories. The Company's business activities are subject to a number of risks, some of which are beyond the Company's control.

The Company's future is dependent upon the Company developing technologically complex and innovative products. The Company's future depends on its ability to gain a competitive advantage.

Product development based on new technology is complex and uncertain. New technology must be applied to products that can be developed and then successfully introduced into and accepted in the market. The Company's results could be adversely affected by delay in the development or manufacture, production cost overruns and delays in the marketing process.

To the extent that this report contains forward-looking statements actual results could vary because of difficulties in developing commercially viable products based on the Company's technologies. The Company undertakes no obligation to release publicly the revisions of any forward-looking statements or circumstances or to report the non-occurrence of any anticipated events.

Management of the Company has had limited experience in the operation of a public company and the management of a commercial enterprise large in scope.

The Company's business, if its technological development is successful, will require the Company to enter new fields of endeavor and even new industries. Entry into new markets will have many risks and require significant capital resources. If the Company seeks funds from other sources, such funds may not be available to the Company on acceptable terms. Success will be dependent on the judgment and skill of management and the success of the development of any new products.

The Company's success depends, and is expected to continue to depend, to a large extent, upon the efforts and abilities of its managerial employees, particularly Neldon Johnson, President of the Company. The loss of Mr. Johnson would have a substantial, material adverse effect on the Company. The Company has entered into an agreement with Neldon Johnson to act as President and Chief Executive Officer for a period of ten years beginning in July 2000.

The Company is not insured against all risks or potential losses which may arise from the Company's activities because insurance for such risks is unavailable or because insurance premiums, in the judgment of management, would be too high in relation to the risk. If the Company experiences an uninsured loss or suffers liabilities, the Company's operating funds would be reduced and may even be depleted causing financial difficulties for the Company.

Patents and Trade Secrets.

The Company has been assigned or will be assigned the rights to several U.S. patents. Four patents pertaining to the AFIM technology granted January 1997, February 2001, July 2001, and September 2002, seven patents relate to the DWM technology granted May 1996, June 1997, November 1997, July 2000, September 2000, October 2000, and May 2001, one patent pertaining to shelf tag granted September 2003, and four patents relating to the turbine granted March 2003, January 2004, February 2006 and November 2007. One patent pertaining to the solar energy technology granted in October 2007.

The Company has not sought or received an opinion from an independent patent attorney regarding the strength of the patents or patents pending and the ability of the Company to withstand any challenge to the patent or any future efforts by the Company to enforce its rights under a patent or patents against others. One of the AFIM patents was deemed invalid per a court decision in January 2008. See further discussion in Item 3.

The Company believes that it has trade secrets and it has made efforts to safeguard and secure its trade secrets. There can be no assurance that these safeguards will enable the Company to prevent competitors from gaining knowledge of these trade secrets and using them to their advantage and to the detriment of the Company.

The Company relies heavily on its proprietary technology in the development of its products. There can be no assurance that others may not develop technology which competes with the Company's products and technology.

Future Funding

Because the Company is a development stage company and currently has no revenue, it will continue to need additional operating capital either from borrowing or the sale of additional equities. The Company has no present plans to borrow money or issue additional shares for money. However, shares have been sold from the escrow accounts and it is anticipated that additional shares will be sold from the escrow accounts. In the past, the Company has received funds from its president and his relatives in the form of cash advances. The cash advances are unsecured, payable on demand and non-interest bearing. No assurance can be given that the Company will continue to receive funds from its president. No agreements or understandings exist regarding any future contributions.

Competition

If the Company successfully completes the development of a commercially viable modem, the Company will face competition from large, well-established firms. These firms offer products with immediate name recognition and are established in the market place and are compatible with other modems. The Company believes because of the speed at which its modem may operate it may have a competitive advantage. The Company has no marketing studies or market research reports to determine the acceptance of the modem in the market place or the best marketing strategy to follow. Further, no assurance can be given that the Company will be successful in its further development of the DWM products.

The Company has no market share for any products at this time.

Research and Development

The Company's primary activity is the development of its technologies. The industries may be subject to rapid and significant technological change. Future growth for the Company may be dependent on its ability to innovate and adapt its technologies to the changing needs of a marketplace. In the past the Company's activities have primarily consisted of its efforts in research and development. During fiscal years ended June 30, 2010 and 2009, research and development expenses were \$493,550 and \$704,889, respectively. Although no precise dollar amount has been determined, the Company will continue to allocate resources to product development. The Company expenses development costs as they occur. The Company intends to work closely with prospective customers to determine design, possible enhancements and modifications.

Immediate Plans

The Company intends to continue the research and development of its technologies, primarily focusing on its Bladeless Turbine and Alternate Solar Energy Thermal System over the next twelve months. The Company intends to have its Alternate Solar Energy Thermal System, which utilizes the Bladeless Turbine, fully operational in the next twelve months. The Company plans to broadly market the technology to companies seeking alternative energy sources.

Renewable Energy Development Corporation ("REDCO"), an unrelated third party, pursuant to an executed twenty year Power Purchase Agreement ("PPA") with the Needles Public Utility Authority, will develop and operate a 5-megawatt solar thermal power plant in Needles, CA to provide the city with power and the required Renewable Energy Certificates. REDCO plans to purchase the Company's solar thermal equipment, including turbines, to build and operate the 5-megawatt solar thermal power plant. REDCO is in the planning stages of a 49-megawatt solar project in Needles and plans to add an additional 150-200 megawatts over the next 3-5 years; REDCO is currently in discussions with several potential power purchasers for these projects. REDCO plans to utilize the Company's solar thermal technology on all of its planned solar projects in Needles.

ITEM 1A. RISK FACTORS

You should carefully consider the risks, uncertainties and other factors described below, in addition to the other information set forth in this Annual Report on Form 10-K, because they could materially and adversely affect our business, operating results, financial condition, cash flows and prospects, as well as adversely affect the value of an investment in our Common Stock. Also, you should be aware that the risks and uncertainties described below are not the only ones facing us. Additional risks and uncertainties that we do not yet know of, or that we currently think are immaterial, may also impair our business operations. You should also refer to the other information contained in and incorporated by reference into this Annual Report on Form 10-K, including our financial statements and the related notes. The Company's business operations are highly speculative and involve substantial risks. Only investors who can bear the risk of losing their entire investment should consider buying our shares. Some of the risk factors that you should consider are the following:

The Company is in the Development Stage

The Company is a development stage company. The Company has limited assets and has had limited operations since inception. The Company can provide no assurance that its current and proposed business will produce any material revenues or that it will ever operate on a profitable basis.

We Have a History of Significant Losses, and We May Never Achieve or Sustain Profitability

We are focused on product development and have generated minimal revenues of \$111,226. Since inception, we have incurred operating losses each year of our operations and we expect to continue to incur operating losses for the next several years. We may never become profitable. The process of developing our products requires significant development. In addition, commercialization of our targeted products will require the establishment of sales, marketing and manufacturing capabilities, either through internal hiring or through contractual relationships with others. We expect our research and development and general and administrative expenses will increase over the next several years and, as a result, we expect our losses will increase. As of June 30, 2010, our cumulative net loss was \$38,859,397. Our net loss was \$3,524,780 for the fiscal year ended June 30, 2010. Our continued operational loss may lower the value of our common stock and may jeopardize our ability to continue our operations.

The Company's Auditors Opinion Expresses Doubt About the Company's Ability to Continue as a Going Concern

The independent auditor's report issued in connection with the audited financial statements of the Company for the period ended June 30, 2010, expresses "substantial doubt about its ability to continue as a going concern," due to the Company's status as a development stage company and its lack of significant operations. If the Company is unable to get its solar thermal energy technology operational, the Company may have to cease to exist, which would be detrimental to the value of the Company's common stock. The Company can make no assurances that its business operations will develop and provide the Company with significant cash to continue operations.

Customers with Deposits May Request a Return of Their Deposits

The Company has received deposits from customers to purchase its Alternate Solar Thermal Energy System totaling \$2,360,250. The agreements provide that the Company will deliver, install and startup the System on or prior to June 30, 2010. The Company has delivered, installed and started up the Systems, but the energy output has not been verified. Therefore, for these agreements, the customers could request a return of their deposits since the Company has not verified the energy output. If many of the customers request a return of their deposits, the Company may not have sufficient funds to return the deposits.

The Company May Need Future Capital and May Not be Able to Obtain Additional Financing

The Company may need future capital and may not be able to obtain additional financing. If additional funds are needed, funds may be raised as either debt or equity. There can be no assurance that such additional funding will be available on terms acceptable to the Company, or at all. The Company may be required to raise additional funds through public or private financing, strategic relationships or other arrangements. There can be no assurance that such additional funding, if needed, will be available on terms acceptable to the Company, or at all. If adequate funds are not available on acceptable terms, the Company may be unable to develop or enhance its services and products, take advantage of future opportunities or respond to competitive pressures, any of which could have a material adverse effect on its business, financial condition, results of operations and prospects.

Future Capital Raised Through Equity Financing May be Dilutive to Stockholders

Any additional equity financing may be dilutive to stockholders. If additional funds are raised through the issuance of equity securities, the percentage ownership of the stockholders of the Company will be reduced, stockholders may experience additional dilution in net book value per share and such equity securities may have rights, preferences or privileges senior to those of the holder of the Company's common stock.

Executive Management has Limited Management Experience of an Operating Company

The Company's officers have limited experience in managing an operating company. If the Company develops a marketable product, this lack of experience may make it more difficult to establish the contacts and relationships and implement operating procedures necessary to successfully operate the Company.

The Company's Success is Dependent on Management

The Company's success is dependent, in large part, on the active participation of its Executive Officers. The loss of their services would materially and adversely affect the Company's development activities and future business success.

The Company's Success is Dependent on our Patents and Proprietary Rights

The Company's future success depends in part on our ability to protect our intellectual property and maintain the proprietary nature of our technologies through a combination of patents and other intellectual property arrangements. The protection provided by our patents and patent applications, if issued, may not be broad enough to prevent competitors from introducing similar products. In addition, our patents, if challenged, may not be upheld by the courts of any jurisdiction. Patent infringement litigation, either to enforce our patents or to defend us from infringement suits, would be expensive and, if it occurs, could divert our resources from other planned uses. Any adverse outcome in such litigation could have a material adverse effect on our ability to market, sell or license the related products. Patent applications filed in foreign countries and patents in such countries are subject to laws and procedures that differ from those in the U.S. Patent protection in such countries may be different from patent protection under U.S. laws and may not be as favorable to us. We also attempt to protect our proprietary information through the use of confidentiality agreements and by limiting access to our facilities. There can be no assurance that our program of patents, confidentiality agreements and restricted access to our facilities will be sufficient to protect our proprietary technology.

Executive Officers Maintain Significant Control Over the Company and its Assets

Our executive officers maintain control over the Company's board of directors and also control the Company's business operations and policies. In addition, Neldon Johnson, the Company's President, and two of his sons, Randale Johnson and LaGrand Johnson, control approximately 85% of the voting rights of the Company. As a result, these three individuals will be able to exercise significant influence over all matters requiring stockholder approval, including the election of directors and approval of significant corporate transactions.

No Assurance of a Liquid Public Market for our Common Stock.

There can be no assurance as to the depth or liquidity of any market for our common stock or the prices at which holders may be able to sell their shares. As a result, an investment in our common stock may not be totally liquid, and investors may not be able to liquidate their investment readily or at all when they need or desire to sell.

Recent Sales of Unregistered Securities

During the period covered by this report the Company issued 1,000,000 shares of common stock to the Company's president upon the exercise of options. In lieu of payment for the options, the Company and its president settled \$400,000 in related party payables. The Company also sold 429,131 shares of restricted common stock to employees for \$88,000 and granted 300,000 shares of restricted stock, valued at \$105,000, to employees as stock-based compensation.

Resales of the shares noted above must be made through an available exemption such as Rule 144 or Section 4(1) of the Securities Act in "routine trading transactions." Any person who acquires any of these securities in a private transaction may be subject to the same resale requirements. (See below for a general discussion on Rule 144).

Plan of Operation

The Company's plan of operation for the next 12 months is to: (i) continue to build its alternate thermal solar energy system and get the system operational to begin producing saleable energy; (ii) market and sell the alternate thermal solar energy system to entities who desire to produce solar energy; and (iii) continue to develop marketable products for its technologies.

During the next 12 months, additional financing will be required to fund the building of the alternate solar energy system and the development of marketable products. To date, the Company has primarily financed operations by the receipt of advances from the Company's president, deposits from customers for the alternate thermal solar energy system and through the private placement of equity securities. The president and the Company have no formal agreement as to any future advances.

The Company does not expect a significant change in the number of employees during the next 12 months. However, if the Company is successful in getting the alternate thermal solar energy system operational, additional employees may be necessary depending on the demand for the System and how the Company determines to produce the System. The Company plans to evaluate the possibility of contracting with suppliers to produce and install the systems.

Liquidity and Capital Resources

Historically, our principal use of cash has been to fund ongoing research and development activities. To date, we have primarily financed our operations by the receipt of loan advances from the Company's president and through the private placement of equity securities. The president and the Company have no formal agreement as to any future loans or advances. The Company has no line of credit with any financial institution. The Company believes that until it has consistent operations and revenues, it will be unable to establish a line of credit from conventional sources.

The Company's liquidity is substantially limited given the current rate of expenditures. More funds will be required to support ongoing product development, finance any marketing programs and establish any distribution networks. The Company had \$6,865 in cash as of June 30, 2010, representing a

decrease of \$40,672 from June 30, 2009. The decrease relates to net cash used in operations and investing of \$770,443 and \$17,599, respectively, offset by net cash provided by financing activities of \$747,370.

As of June 30, 2010, the Company has current assets of \$8,865 and total assets of \$1,018,300. Current liabilities were \$3,343,810 and total liabilities of \$3,427,644. The ratio of current assets to current liabilities is approximately 0.003. If the Company continues to have a negative cash flows or if the Company is unable to generate sufficient revenues to meet its operating expenses, the Company will continue to experience liquidity difficulties.

Stock issuance

The Company has shares of common stock in escrow accounts. Proceeds from the sale of stock from these escrow accounts are placed in separate escrow accounts to be used at the Company's and the trustee's discretion. During the year ended June 30, 2010, 806,700 shares were sold for proceeds of \$300,230 at prices ranging from \$0.22 to \$0.62 per share. During the year ended June 30, 2009, 1,245,000 shares were sold for proceeds of \$432,502 at prices ranging from \$0.16 to \$0.67 per share. The proceeds were used to pay professional fees, rent, operating expenses and accrued liabilities. At June 30, 2010 and 2009, there was a balance of 3,538,118 and 4,344,818 shares, respectively, in the escrow accounts. During the year ended June 30, 2010, the Company also sold 429,131 shares of common stock at a 25% discount to employees for \$88,000.

Financial statement disclosures

Basis of Presentation / Going Concern - The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. As of June 30, 2010, the Company had \$6,865 of available cash and a working capital deficit of \$3,334,945. For the years ended June 30, 2010 and 2009, the Company had no revenue, no operating income and used net cash for operating activities of \$770,443 and \$843,908, respectively. As of June 30, 2010 the Company's losses accumulated from inception totaled \$38,859,397. These factors, among others, indicate that the Company may be unable to continue as a going concern for the next twelve months. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amount and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. The Company's ability to continue as a going concern is dependent upon its ability to obtain additional financing as may be required, and ultimately to attain sufficient cash flow from operations to meet its obligations on a timely basis. Management is in the process of negotiating various sales agreements and believes these sales will generate sufficient cash flow for the Company to continue as a going concern. If the Company is unsuccessful in these efforts and does not attain sufficient sales to permit profitable operations or if it cannot obtain sufficient additional financing, it may be required to substantially curtail or terminate its operations.

Patents - Legal fees incurred in obtaining patents and franchises in the United States of America and other countries are capitalized. Costs to develop the technology are recognized as research and

development and expensed when incurred. The patents are being amortized, once issued, on a straight-line basis over a 17-year life.

At June 30, 2010 and 2009, the Company had capitalized patents subject to amortization of \$69,553 and \$75,201, net of \$26,474 and \$20,825 in accumulated amortization, respectively.

All patent costs were assessed for impairment and no impairments were recorded during the years ended June 30, 2010 and 2009. Amortization expense was \$5,649 for the years ended June 30, 2010 and 2009. Amortization expense is expected to be \$5,649 per year for the next five years.

Customer Deposits and Revenue Recognition - The terms of sale of a System provides for an initial cash deposit of \$9,000 at the date the agreement is signed and thirty annual payments of \$700 (with no stated interest), totaling \$21,000, commencing five years following the installation date. As of June 30, 2010, the Company had entered into contracts and received deposits to build, install and maintain approximately 270 Systems. No revenue has been recognized.

Lone Peak Valuation Group

Neldon P. Johnson Family LP

Richard S. Hoffman CV

Appendix C

RICK S. HOFFMAN, CPA/ABV

Lone Peak Valuation Group
36 South State Street, Suite 500
Salt Lake City, Utah 84111
Tel. (801) 321-6334
Fax. (801) 708-7701
Email: Rhoffman@lpvgroup.com

Mr. Hoffman has over fifteen years of experience in public accounting and consulting. He has been primarily involved with calculating damages related to commercial litigation. He has also spent considerable time performing valuations inside and outside of the litigation arena, with particular emphasis in the valuation of intellectual property. Mr. Hoffman is a Certified Public Accountant, Accredited in Business Valuation and has over 140 hours of additional training in the areas of valuation, litigation, and lost profit calculations. He regularly teaches on the subject of damages and has testified in State Court, Federal Court, Arbitrations, acted as Special Master and has been a court appointed expert.

EMPLOYMENT HISTORY

April 2008 to Present	Shareholder Lone Peak Valuation Group Salt Lake City, Utah Litigation/Consulting Services
December 2000 to April 2008	Managing Director LECG, LLC Salt Lake City, Utah Litigation/Consulting Services
September 1992 to November 2000	Director PricewaterhouseCoopers LLP Salt Lake City, Utah Litigation/Consulting Services
September 1989 to August 1992	Sr. Associate Arthur Andersen & CO

LONEPEAK

EDUCATION & CREDENTIALS

Certified Public Accountant, Accredited in Business Valuations
Adjunct Professor – University of Utah (2002)
Co-Instructor NACVA – Valuation of Intellectual Property Damages
Southwest Texas State University, San Marcos, Texas
BA Accounting, 1989 (Magna Cum Laude)

PROFESSIONAL MEMBERSHIPS

American Institute of Certified Public Accountants
American Society of Appraisers (1999-2000)
Association of Investment Management Research (1998-2000)
Games Development Association – Patent Committee (2000-2001)
National Association of Certified Valuation Analysts (1999-Present)
National Litigation Certification Board – NACVA (2001-2001)
National Litigation Review Board (2005-2006)
Board Member of NACVA (2005-2006)
Management Advisory Council of LECG, LLC 2005
Editorial Advisory Board for National Litigation Consultants 2005-2006
Board Member of Journal of Business Valuation (2006-Present)

SPEECHES, ARTICLES, AND BOOKS

"Lost Profits in Trademark and Copyright Cases", July 2009

"The Comprehensive Guide to Lost Profits Damages", Business Valuation Resources, LLC
June 2009

"Financial Discovery", Utah Bar Association, August 2006

"Improving the Rigor of Your Market Approach", National Litigation Consultants Review,
Feature Article, February 2006

"Keeping Track of Your Experience", National Litigation Consultants Review, Feature Article,
November 2005

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"Valuing Intellectual Property and Other Intangible Assets", Business Valuation Resources, LLC, Telephone Conference, June 2005

"Value of Intellectual Property Damage Calculation", National Association of Certified Valuation Analysts, Las Vegas, Nevada, November 2004

"Intellectual Property Damages: Guideline and Analysis, 2004 Supplement", Wiley Publications, November 2004

"Valuation in Context of a Merger", Kennesaw State University, February 2004

"Valuing Start Up Technology Companies", National Internal Revenue Service, September 2003

"Corporate Analysis of Intellectual Property", Executive MBA Program, University of Utah, June 2003

"Value of Intellectual Property", National Association of Certified Valuation Analysts, New York, New York, June 2003

"Intellectual Property Damages: Guidelines and Analysis", Wiley Publications, November 2002

"Valuing Patents that are Not Generating Sales", The RMA Journal, May 2002

"An Introduction to Valuing Intellectual Property", The RMA Journal, May 2002

"How Intellectual Property Influences Your Existing Loans", The RMA Journal, April 2002

"Intellectual Property Valuation", American Institute of Certified Public Accountants, National Valuation Conference, December 2001

"Calculating Intellectual Property Damages", National Association of Certified Valuation Analysts, Chicago, Illinois, December 2001

"Calculating Intellectual Property Damages", National Association of Certified Valuation Analysts, Washington D.C., November 2001

"Reasonable Royalty Calculation", Valuation Examiner, Summer 2001

"Calculating Damages in Intellectual Property Cases", National Association of Certified Valuation Analysts, November 2001

"Intellectual Property Section", Utah State Bar, September 2000

"Calculating Intellectual Property Damages", National Association of Certified Valuation Analysts, Dallas, Texas, May 2000

"Valuing Intellectual Property", Guest Lecturer, University of Utah, February 2000

"Patent Damages", Utah Bar Association, April 1999

"Performing Business Valuations", Guest Lecturer, University of Utah, October 1998 & February 1999

"Maximizing the Value of Intellectual Property", Law and Economic Society, January 1999

"Business Valuations", Utah Bar Association, July 1998

"Calculating Personal Injury Damages", Young Lawyers Association, November 1997

"Calculating Personal Injury Damages", Utah Bar Association, July 1997

PRIOR TESTIMONY EXPERIENCE

Owner Operator Independent Drivers Association, Inc. vs. CR England, Inc.
Deposition and Trial
Federal Court, Utah

Associated Food Stores, Inc. and Michael T. Tremmayne vs. Marianne Furniss, Daniel Wollschlager and Janet Wollschlager
Deposition
3rd District Court of Utah

Steve Sommer vs. Steven Gange
Trial
3rd District Court of Utah

Ronald Russo vs. Ballard Medical and Kimberly Clark
Deposition and Trial
Federal Court, Utah

Exotic Imports vs. Lamborghini
Deposition
3rd District Court of Utah

Hope Carlton Levin vs. Robert Levin
Trial
3rd District Court of Utah

LONEPEAK

Farm Bureau vs. American National Insurance, Co.

Deposition
3rd District Court of Utah

Felix Alba vs. Malvern Instruments, LTD

Arbitration
3rd District Court of Utah

SliceX, Inc. vs. Aeroflex Colorado Springs, Inc.

Deposition
District Court of Utah, Central Division

Monte Faulkner vs. Maclean Engineering and Marketing Company, LTD

Deposition
Nevada District Court

Coverstar, Inc. vs. Cooley, Inc.

Deposition
3rd District Court of Utah

Margaret A. Randall vs. Smith's Food & Drug Centers, Inc.

Trial
Federal Court of Wyoming

Hi-Tech vs. Bombardier

Trial
Federal Court, Montana

Cliff R. Morain vs. Espenschied Transportation and Jason E. Best

Deposition
3rd District Court of Utah

SliceX, Inc. vs. Aeroflex Colorado Springs, Inc.

Trial
Federal Court, Utah

William Borghetti, et. al. vs. System and Computer Technology, Inc. et. al.

Deposition
3rd District Court of Utah

Engineered Structures vs. Merrick Young

Deposition
3rd District Court of Utah

Brenda Holt vs. Cameron S. Williams, M.D.

Deposition
7th District Court of Utah

Albion International, Inc. vs. Xanodyne Pharmaceutical Corporation

Arbitration
Salt Lake City, Utah

Taylor Electric vs. Copper Mountain

Trial
3rd District Court, West Jordan, Utah

Tony Bruderer vs. PacificCorp

Deposition
District Court of Idaho

SunCrest vs. Micron

Deposition
3rd District Court of Utah

LONEPEAK

Kuist vs. Richard Hodge
Deposition
Superior Court of Los Angeles, California

**Columbia Sportswear North American,
Inc. vs. Cerf Brothers Bag Co.**
Deposition
District Court of Oregon

**White Family Harmony Investment, LTD
vs. Transwestern West Valley, LLC**
Deposition
3rd District Court of Utah

**Chad C. Back vs. Allstate Insurance
Group**
Arbitration
Salt Lake City, Utah

Hinkley Dodge vs. Chrysler Corporation
Arbitration
Salt Lake City, Utah

**Leon Ernest "Lonnie" Paulos vs. Jeanne
Anne Paulos**
Trial
3rd District Court of Utah

Portico Development vs. Bodell Construction
Trial
3rd District Court of Utah

Clearone vs. Wideband
Deposition
Federal Court, Utah

Eckardt vs. Gold Cross
Deposition
3rd District Court of Utah

Burr vs. Eye Institute
Deposition
Federal Court, Utah

**Jerry D. Weeks and Robin Ambrose
Weeks vs. Mark F. Rogers and Amy
Denton**
Trial
4th District Court of Utah

ACTI vs. My Comfort
Trial
3rd District Court of Utah

**Farm Bureau vs. American National
Insurance Company**
Trial
Federal Court, Utah

Doctorman vs. Golub
Deposition and Trial
3rd District Court of Utah

Kulbir Walia vs. Harris Research, Inc.
Trial
3rd District Court of Utah

Wardell vs. Clyde
Deposition
3rd District Court of Utah

ClearOne Communications, Inc. vs. Andrew Chaing, Jun Yang, Lonny Bowers, Wideband Solutions, Inc., and Biamp Systems Corporation
Trial
Federal Court, Utah

1-800-CONTACTS vs. LENS.COM
Deposition
Federal Court, Utah

Donald and Tamaron Cole vs. Lynn Hines and Swift Transportation Company, Inc.
Deposition
3rd District Court of Utah

Turner Gas Company vs. Mark A. Harris and Kamps Company
Deposition
3rd District Court of Utah

Ipalani Lewis
Deposition
3rd District Court of Utah

Basic Research Testimony at FTC Regarding Nutritional Products
Testimony
District of Columbia

Praise – Kutchera vs. USANA
Arbitration
Salt Lake City, Utah

East vs. West Jordan School District
Arbitration
Salt Lake City, Utah

Tim Schmanski and Maria Schmanski, Individually and on behalf of their minor children, Tori Schmanski and Whitney Schmanski
Deposition and Trial
4th District Court of Utah

Marquardt vs. Marquardt
Trial
3rd District Court of Utah

Nagraj Narasimhan, Total Renal Care, Inc., Gate City Dialysis Center and DaVita vs. Fahim Rahim, Naeem Rahim, Kidney Institute, LLP, Pocatello Med Partners, LLC, Idaho Kidney Center Pocatello, Liberty Dialysis, LLC, and Liberty Pocatello, LLC
Deposition
District of Hawai'i

Sai Food Sensations vs. TCBY Systems, LLC
Deposition
State of New York

Liberty Dialysis, Liberty Dialysis - Hawaii LLC St. Francis Medical Center vs. Fresenius Medical Holdings, Bio-Medical Applications of California
Deposition
District of Hawai'i

Patricia Dahl vs. James C. Pingree, M.D. and Utah Orthopedic Associates, P.C.
Deposition
3rd District Court of Utah

ASC Utah, Inc., d/b/a The Canyons, Plaintiff and Counterclaim Defendant vs. Wolf Mountain Resorts, L.C., Defendant and Counterclaim Plaintiff
Deposition
3rd District Court of Utah

Robert Stillwell, Futurelink Corp., SDP Electronics, Inc., Electronic Marketing Corp., vs. Radioshack Corporation
Deposition
Southern District of California

Hansen Beverage Company, a Delaware Corporation d/b/a Monster Beverage Company vs. Cytosport, Inc., a California Corporation
Deposition
Central District of California

Mark Haug vs. La Caille Restaurant Corporation, et al.
Trial
3rd District Court of Utah

Unishippers Global Logistics, LLC, a Delaware Limited Liability Company vs. DHL Express (USA), Inc., an Ohio Corporation
Deposition
District Court of Utah, Central Division

Sara Lee Corporation vs. Sycamore Family Bakery, Inc, and Leland Sycamore
Deposition
District Court of Utah, Central Division

Quality Jeep Chrysler, Inc., n/k/a Quality Automotive Sales and Service, Inc. vs. Chrysler Group, LLC
Arbitration
Salt Lake City, Utah

Cutrubus Motors Inc./Rocky Mountain Chrysler Jeep vs. Chrysler Group, LLC
Arbitration
Salt Lake City, Utah

B. Scott Berry and Linda Berry vs. Davis Hospital & Medical Center, L.P., Bryan L. Richards, M.D., Darin D. Checketts, D.O., and Mark Robert Gillis, M.D.
Arbitration
Salt Lake City, Utah

Shari J. Jackson, an individual, and Michael L. Jackson, an individual vs. Glen R. Fuller, M.D.
Deposition
Salt Lake City, Utah

LONEPEAK

Samuel D. Harrison and Ashley Harrison
vs. CNL Income Properties, Inc., n/k/a CNL
Lifestyle Properties, Inc., a Maryland
Corporation, CNL Income Brighton, LLC,
a Delaware Limited Liability Company,
Brighton Resort, LLC, a Michigan Limited
Liability Company, Boyne USA, Inc. a Michigan
Corporation, d/b/a Brighton Ski Resort
Deposition
Salt Lake City, Utah

Kevin R. Griffith vs. Douglas
Deny, M.D.
Deposition
Salt Lake City, Utah

Connor Sport Court International, Inc.
vs. Snap Court, LLC, d/b/a SnapSports
Company, Snap Lock Industries, Inc.
f/k/a Snap Lock Tile, a Nevada Corporation,
Jorgen Moller, and Kerry Moller
Deposition
Salt Lake City, Utah

Zulema McLean, individually and on
behalf of Jazmine Cortez, Rebecca
Cortez and Cierra Christine McLean,
minors, and the Estate of Christopher
Lee McLean, deceased; Thomas
McLean, individually; and Marilyn
Garneau, individually vs. Tooele
Hospital Corporation d/b/a Mountain
West Medical Center, a Utah
Corporation; Jed T. Widdison, CRNA;
Mark Wilson, CRNA; and John A.
Douglas, M.D.
Deposition
Salt Lake City, Utah

Unishippers Global Logistics, LLC vs.
DHL Express (USA), Inc.
Deposition
Salt Lake City, Utah

First Line Security Bankruptcy Hearing
Trial
Federal Court, Utah

Eleutian Technology, LLC, a Wyoming limited
liability company, vs. Pearson Education, Inc.,
a Delaware corporation; NCS Pearson, Inc.,
a Minnesota corporation; and Doe Entities 1-20
Arbitration
Salt Lake City, Utah

USS Logistics, LLC, et al. vs. DHL
Express (USA), Inc.
Deposition
Salt Lake City, Utah

Premier Technology, Inc. vs. Chad Orr, et al.
Deposition
Salt Lake City, Utah

Fatu and Shellise Matagi vs. Pacificorp
DBA Rocky Mountain Power
Deposition
Salt Lake City, Utah

USS Logistics, LLC, et al. vs. DHL Express
(USA), Inc.
Trial
Federal Court, Utah

Tri-Valley Distributing v. Western
United Life Assurance Company
Deposition
Salt Lake City, Utah

Lone Peak Valuation Group
 Neldon P. Johnson Family LP
 Summary of Values as of December 31, 2010

Exhibit 1

Asset Approach

Assets held by Partnership:

- 1 Warrant Agreement with International Automated Systems, Inc. ("IAUS")
- 2 Preferred Stock and associated Voting Rights in IAUS owned
- 3 Patents and Pending Patents

Amount	Ref.
\$ 75,000	<i>Exhibit 2</i>
\$ 39,000	<i>Exhibit 5</i>
\$ 164,000	<i>Exhibit 6</i>
\$ 278,000	

Total Enterprise Value

\$ 278,000

Less: FMV of Debt

\$ -

Total Fair Market Value of Partner's Equity

\$ 278,000

Neldon P. Johnson's General Partner Ownership Interest

25.57%

\$ 74,143

Total Fair Market Value of Neldon P. Johnson's Ownership Interest
 in the NP Johnson Family Limited Partnership

\$ 74,000

Lone Peak Valuation Group
Neldon P. Johnson Family LP
Warrant Valuation Summary

Exhibit 2

Warrants per Share Value	\$	0.07	<i>Exhibit 3</i>
Equivelant Shares Outstanding as of the valuation date		1,116,552	<i>Exhibit 4 Note 1</i>
Total Value of Warrants	\$	74,647	
Total Estimated Fair Market Value of Warrants	\$	75,000	

Note 1: The Warrant Agreement states the warrant holder has the rights and option to purchase 93,000,000 shares of IAUS Common Stock. The 93,000,000 has been reduced to account for the low trading volumes, poor financial condition of IAUS, lack of funding source other than the owner (which disappears upon a sale) and for a key man discount. The discount is reflected as an "equivalent number" of shares rather than a discount in an attempt to better reflect the basis by which the discount was calculated. See Exhibit 4 for more detail.

Lone Peak Valuation Group

Neldon P. Johnson Family LP

Black-Scholes Option Pricing Model

Exhibit 3

Option Valuation Date (Start Date)		12/31/10
Option Exercise Date (End Date)		12/31/12
Share Price	\$	0.13 Note 2
Dividend Yield		0:0%
Exercise Price of Option	\$	0.40 Note 3
Risk-Free Rate		0.61% Note 1
Standard Deviation per period of rate of return on stock		1.46

Value of Call Option	\$	0.07
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Put-Call Parity		\$0.33
P = C + Present Value of Diff. Bet Strike and Current Price		\$0.33

Number of Periods to Exercise Date (yr.)		2.00 Note 4
--	--	-------------

$\ln(S/X)$		-1.1239
$r-q + 1/2 s-sqr$		1.0766
$(r-q + 1/2 s-sqr) * T$		2.153102598
d1		0.4974

$\ln(S/X)$		-1.1239
$r-q - 1/2 s-sqr$		-1.0644
$(r-q - 1/2 s-sqr) * T$		-2.128702598
d2		-1.571887899

Check d2 again:		-1.571887899
-----------------	--	--------------

first part	\$	0.09
second part	\$	0.02

Notes:

Note 1: Risk-free rate assumed to approximate a 2 year treasury note as of 12/31/2010.

Note 2: IAUS' stock price as of 12/31/2010.

Note 3: per Warrant Agreement

Note 4: The warrants expire in October 2034, however, due to the poor financial condition of IAUS, its limited funding sources, and its reliance on cash advances from the President, the term has been reduced to two years.

Lone Peak Valuation Group
Neldon P. Johnson Family LP

Summary of IAS Common Shares Historical Trade Volumes

Exhibit 4

Calendar Year	Volume of Shares Traded	Monthly Average	Daily Average
2006	19,601,200	1,633,433	54,448
2007	18,582,500	1,548,542	51,618
2008	14,263,200	1,188,600	39,620
2009	10,467,500	872,292	29,076
2010	8,434,800	702,900	23,430

Volume when stock price was greater than \$0.40

Calendar Year	Volume of Shares Traded
2006	19,484,500
2007	18,582,500
2008	9,347,700
2009	8,801,900
2010	502,700

9,304,600 Total trade volume when price was over the Strike Price during last 2 years

12% Percentage chance of shares being greater than Stricke Price based on volatility

1,116,552 Maximum Number of Tradeable Shares Based on Historical Activity

Lone Peak Valuation Group
 Neldon P. Johnson Family LP
 Summary of IAUS Perferred Shares owned by the Partnership

Exhibit 5

Perferred Stock Valuation:

Preferred Shares - Class A	<u>Shares</u>	<u>Voting Rights</u>	
Class A Preferred Stock	1,000,000	100,000,000	<i>(See IAUS 10K)</i>
Class A Preferred Stock	1,000,000	10,000,000	<i>(See IAUS 10K)</i>
		<u>Value</u>	<u>Value per Voting Right</u>
Value as of Issue Date: 6/30/08 (per 10K) ¹		\$ 122,478	\$ 0.001225
Implied Value of previously issued shares ²		\$ 12,248	\$ 0.001225
Value of Class A Preferred Shares as of 6/30/08		\$ 134,726	
IAUS Common Stock Price per share as of 6/30/08 ³		\$ 0.450	
IAUS Stock as of Valuation Date		\$ 0.130	
Percentage Change in IAUS Common Stock		-71.1%	
Value of Class A Preferred Shares as of 6/30/08		\$ 134,726 (a)	
Percentage Change in IAUS Common Stock		-71.1% (b)	
Total Value of Preferred Shares		\$ 38,921 (a*b)+(a)	
Estimated Fair Value of the Class A Preferred Shares		<u>\$ 39,000</u>	

Notes

- 1 Based on the IAUS 10K filing, IAUS issued 1,000,000 shares of Series A Preferred Stock, entitled to the voting rights of 100 common shares per preferred share, valued at \$122,478, in FY 2008 to Neldon Johnson for compensation for services rendered. The Class A Preferred Stock has equal dividend rights to the common shares, is not convertible into common shares, has no cumulative dividend requirements and has liquidation preferences equivalent to the common shares.
- 2 The value per voting right of the shares issued in FY 2008, was then used to estimate the value of the previously issued Series A Preferred Shares. The previously issued shares are entitled to the voting rights of 10 common shares per preferred share.
- 3 Represents the IAUS Stock Price as of 6/30/08.

Lone Peak Valuation Group
 Neldon P. Johnson Family LP
 Summary of Partnership's Patent and Pending Patent Valuation

Exhibit 6

Patents:

Patent No.	Nominal Value ¹	IPQ Score ²	% Commercialized ³	Estimated Value ⁴	Estimated Nominal	
						Filing cost
7,705,560	\$ 79,492	53.2	0.0%	\$ -	\$	6,000
7,789,651	\$ 1,959,869	89.3	1.0%	\$ 19,599		
7,789,652	\$ 2,441,712	59	0.0%	\$ -	\$	6,000
6,997,674	\$ 3,772,549	87	1.0%	\$ 37,725		
7,449,807	\$ 5,379,811	64.5	0.0%	\$ -	\$	6,000
7,314,347	\$ 2,233,972	79	0.0%	\$ -	\$	6,000
7,789,650	\$ 1,645,302	74.7	0.0%	\$ -	\$	6,000
Total				\$ 57,324	\$	30,000
Total Value of Patents ⁸					\$	87,324

Pending Patent Applications:

	Nominal Value	Probability of		Estimated Value ⁷
		Issuance ⁵	% Commercialized ⁶	
20,080,262,973	\$ 25,163,760	58.6%	0.3%	\$ 42,131
20,080,184,037	\$ 20,421,070	58.6%	0.3%	\$ 34,191
Total Value of Pending Applications				\$ 76,322.03
Total Value of Patents and Patent Applications				\$ 163,646.21

- As reported by PatentValuePredictor.com for the respective patents as of December 29, 2010. These values represent the nominal value of patents if licensed.
- As reported by Ocean Tomo Patent Rating IPQ Report for the respective patents as of January 3, 2011. A score of 100 represents an average patent.
- See IPQ Scores: A Comprehensive Overview, November 11, 2008, p. 3. These percentages represent the probability that a patent with a given IPQ Score will be licensed.
- Estimated value = nominal value * % commercialized.
- Average USPTO Allowance Rate 2008- 2010 was 58.6%, US Patent and Trademark Office (<http://www.uspto.gov/dashboards/patents/kpis/kpiAllowed.kpixml>)
- Average % Commercialized from Patent section above.
- Estimated value = nominal value * Reduction for Application Failure % * % commercialized.
- In cases where the probability of commercialization was determined to be zero, we assumed a minimum value to be the average filing cost of \$6,000, which is Based on patent costs booked by IAUS and the number of patents obtained. See IAUS 10K, June 30, 2010, pp. 9, F-2.