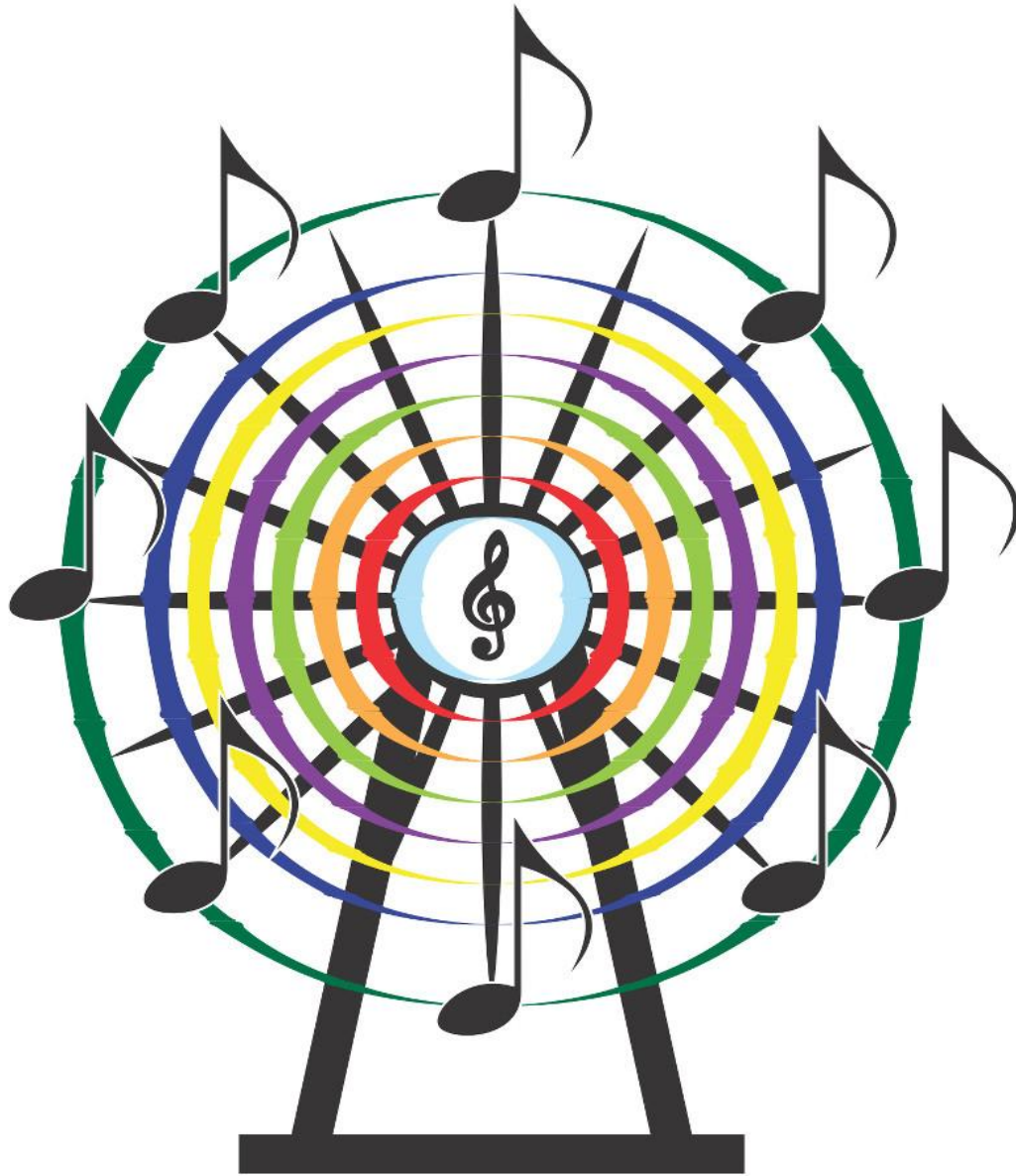


Introducing Music Play Land Inc. The Revolutionary Building Blocks of Music



Music Play Land

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Introduction

Almost everyone wants to speak beautifully the language of music, to unlock their musical soul.

It has been a part of the human culture for millennia.

Unfortunately not everyone has the opportunity, even if trained, to experience that ever elusive dream, until now.

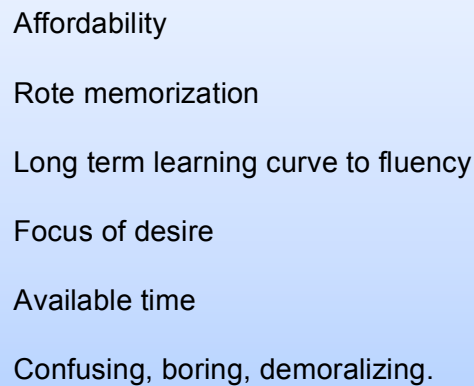
The Promise: Playing Music Can Change our Brains for the Better

Dozens of new neuroscience studies have been conducted that link music to improved social and emotional response, and sometimes dramatically improved intellectual development. (<http://bit.ly/MusicBrainOverview>)

We contend that music can be a universal language shared by all with no barrier to the learning experience if approached in an innovative way.

The Problem: Archaic & Challenging Methodology

Traditional methods of teaching issues and challenges are:



- Affordability
- Rote memorization
- Long term learning curve to fluency
- Focus of desire
- Available time
- Confusing, boring, demoralizing.

Additional Observations:

As the budget for musical curriculum continues to be cut from our public schools, access to learning music becomes limited or prohibitively costly, especially for big families.

There is an almost universal love of music, but only a fraction of people can play musical instruments well. According to 2010 census data¹, published in 2012, only 8% of the U.S. population plays a musical instrument on a regular basis. *Why the huge disparity between desire to play music, and the actual results?*

This is the problem we intend to solve.

Solution: Simplified Musical Elements in a Creative Game Based Format

1. Provide a simple, entertaining & educational gaming experience that consumers WANT to play as much as the most popular mobile gaming app, and
2. the rich content that leads them in an experiential journey to master the music they want to master, from the classics to the most popular contemporary tunes.

This is not just any old APP. It's a comprehensive game based system to teach virtually anyone to play, create and read music like it was a native language.

The **Music Play Land, Inc.** (MPL) platform contains the technology to change how we see and experience the process for learning music.

Music Play Land, Inc. has developed an educational gaming platform specifically designed to address the above stated issues.

How?

Music Play Land has cracked the code, and figured out how to change how music is learned.

MPL designed *Elements of Music* to be an interactive, musical, mathematical, and a completely logical system that completely maps to the most complex Western music, empowering anyone to learn to play, contribute and create music as if it were a native language. All of this can be gained in a fraction of the time of traditional classic music education.

This can be accomplished all through a system of innovative but open ended, collaborative games.

The **Music Play Land** platform provides the skills learned from within the gaming environment designed to be transferred to proficient play on traditional instruments.

MPL is a mobile and cloud-based gaming platform, with highly interactive video animation. MPL is ready to be commercialized for rapid deployment and is expected to enter the market from a position of strength with significant competitive advantage. By avoiding traditional music training application companies' challenges of distribution, inventory and high cost of goods, we have a more profitable business model. Further, we intend to

¹ <https://www.census.gov/prod/2011pubs/12statab/arts.pdf>

offer a more rich gaming and entertainment environment than currently available with mobile apps, with the added benefit of skill development we provide more value to our customers. As a result, the possibility of global adoption on multiple platforms exists because the desire to learn to play music is a universal goal held by the majority of consumers, independent of age, sex, and ethnicity.

MPL has a proven IP core, enhanced with newly developed IP, designed specifically for quick adoption and retention that could result in the potential of developing multiple revenue streams.

Music Play Land has all the elements to change how music is learned.

The plan is to launch into the lucrative mobile, cloud gaming, and online educational global markets. MPL is positioned in a rapidly expanding market and with their technology; it will provide the opportunity to be a market leader, of music education.

For a youth market, the ability to play music is a confidence builder and an admired skill to their peers. The parents are motivated to buy because , playing music has the ability impact their children's language, math, spatial skills, social skills, coordination, and sense of timing,

For the adult market, the ability play music has an obvious entertainment benefit and strong correlation with health benefits such as reduced stress and increased mental capacity.

The potential results are that our youth perform better in schools, and have more confidence, as they become adults. The adults have the potential to impact the deterioration of their memory and nerve network which often leads to dementia.

MPL Platform Suite Levels

There are 3 levels in the MPL suite of applications to help users to learn through the process of playing a game that creates the educational approach to learning to play music.

Entry Level:

For a single player seeking to play and learn music at an entry level, MPL offers a turnkey pre-configured music environment where user levels are intuitively gauged; then bite sized simple games are presented that teach them the interactive elements of music that they will use as a new musical “phoneme” or alphabet. Each layer or level of the game builds on the previous and prepares them for the next integrated lesson. Leveraging natural linguistic tendencies in the human mind, these games build a framework of musical abilities and insights that become the building blocks of composition and real musical skills. These building blocks and how they fit together also intuitively teaches them the underlying math and logic of music, which directly correlates to rhythm and harmony. The style or genre of game is dictated by the theme and as each level is mastered through the synchronized song or game objects selected, the player will have garnered rewards that make progression easier as they enter each level of challenges.



Intermediate Level:

Building upon knowledge of music gained within the Entry Level game, or from real world applied knowledge and skills, the *Elements of Music* product platform will offer the player the ability to create and play musical compositions for singular play and for multi-player collaboration. The user experience goes beyond what has traditionally been offered by such popular games as Guitar Hero and Garage Band. To further enhance the “entertrainment” experience, the players can interject intuitive pre-configured elements of the full music composition to modify the harmony, melody, and rhythm.

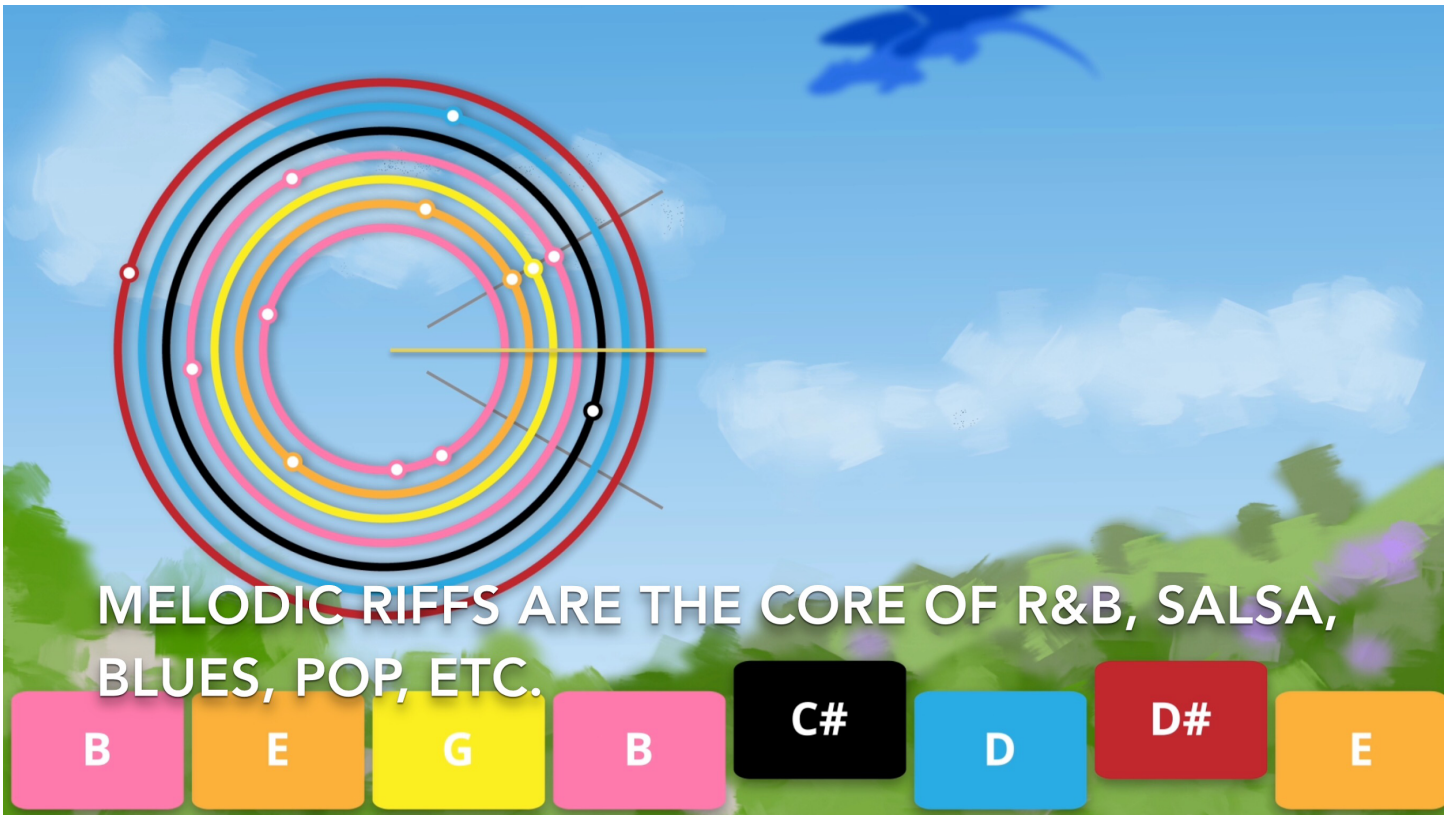
Entry Level games that may have been purchased in a specific theme, become more intermediate with the advancement of the game and the selection of more complex musical elements or compositions to play with their existing game. So a player may start manipulating simple melody classics such as *Twinkle, Twinkle Little Star*, and advance to complex popular songs like Rock Classics such as Doobie Brothers “*China Grove*” or Classical Pieces like such as Bach’s *Jesus, Joy of Man’s Desiring*. Once the users “speak the language of music” these seemingly complicated levels of composition and performance become child’s play, and their facility with musical concepts and skills leads to an almost native language like fluency.



Advanced Level:

The ultimate goal of **Music Play Land** is to provide a path for learning how to collaboratively play and create real

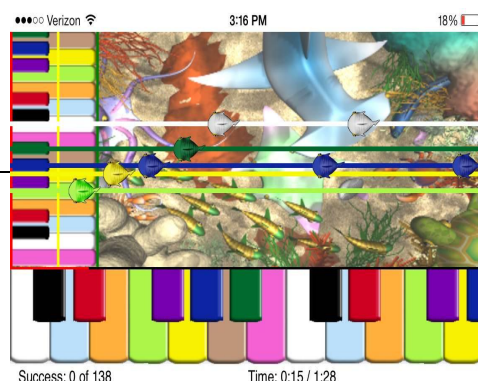
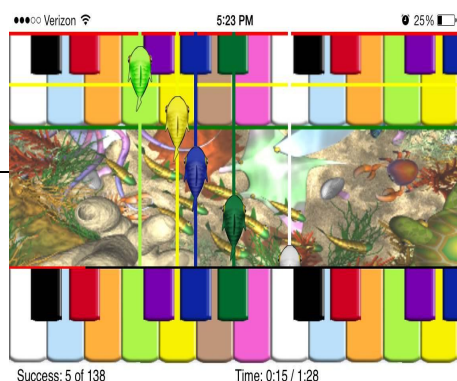
music, for a lifetime of joy, development and connection. Players discover that as they master a level of a game with a specific song, they can now play that song on a traditional instrument, the piano. With the full compilation of the *Elements of Music* suite, users will have an integrated understanding of music as seen in the diagram on Section: *Elements of Music Suite of Apps*. Furthermore, at the Advanced Level, players will have the opportunity to collaborate within a cloud-based environment with other players for music competition and collaboration.



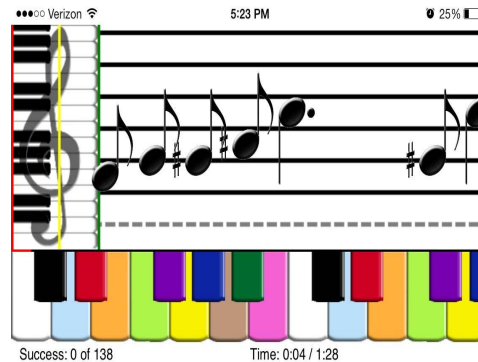
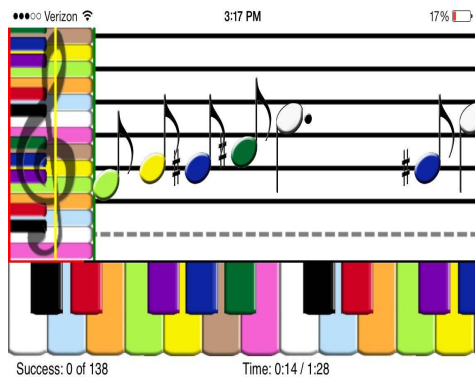
Opportunity Landscape

Piano Wizard Mobile App:

Within 90 days of funding, the *Piano Wizard Mobile App*, as an entry level low cost mobile game that uses a virtual piano like a keyboard within the game, will be available for the iOS platform. It has a low entry price point expected to be \$5.99, with a selection of songs included, with up sell potential for additional songs and migration to new themes for continued play.



Confidential



With the completion of the iOS *Piano Wizard Mobile App* we will then be migrating the app to the Android, Microsoft Surface and Amazon platforms. Those app versions are expected to be delivered to the market within 90 days of the launch of the iOS platform.

As an added market advantage, **Music Play Land's** *WizardTunes* song packs will be available for consumers to peruse and purchase from the start. It is currently a fully functional music library utilized by Piano Wizard Academy students.

The keyboard used for the game is an octave and a half virtual keyboard accessed through the touch screen of the supported platform / device. To enhance our ability to sell more complex music content, we intend to explore the development of a portable low cost flexible music keyboard accessory we call "Flexikeys". It would be positioned as an add-on purchase and set the stage for any future migration console type game play. It is important to note that the virtual piano keyboard built in to all levels of the app suite is sufficient to develop the skills needed to cross over to a traditional 88 key piano. Music Play Land will design and license this hardware accessory to strategic partners for bundling and just in time fulfillment opportunities, providing a low cost, fully functional keyboard as an upsell. Therefore, a modest revenue stream has been added within the financial forecast reflecting sales of portable, device powered keyboard, which will then enable much deeper content sales and learning, as well as opening up some educational models and markets. These license deals will allow us to piggyback our apps and content into those distribution channels as well.

As the *Piano Wizard Mobile App* is released to market, the development effort will switch to the *Elements of Music*. Fortunately, this is expected to be rapid and cost efficient as it builds upon the core technology found in *Piano Wizard Academy app* and the skills garnered with the completion of all platforms of the *Piano Wizard Mobile App*.

We have a stair step development / release plan for each of the ‘mini’ apps within *Elements of Music* that lowers our cost of customer acquisition as we up sell within our growing number of customers, and increase our marketing and advertising efforts to educate the target markets about the short term entertainment value of the games and long term educational value of the platform. We expect to begin release of modules of the *Elements of Music* within 12 months after funding. Details about our development plan for delivery and adoption within the market is in our full financial proforma and marketing plan.

Elements of Music Suite of Apps:

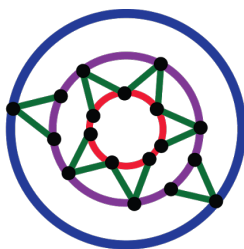
With the market availability of the *Elements of Music* app suite, players will be able to:

- Break music down into the very simple elements of the composition
 - Learn and master each element of music
 - Modify those elements and ultimately create and combine unique elements for original composition creation.
- Almost all other music learning apps and games are limited to teaching with traditional music notation and theory, so they do not easily support the underlying 12 tone enharmonic chromatic basis of all Western music.² Those that emphasize education with limited integrated electronic and video components and are not pure game play, still use traditional teaching methods largely based on repetition, deciphering of notation and rote memorization. The *Elements of Music* approach is different with its 8 independent yet integrated game modules as depicted in the diagram. By playing the *Piano Wizard Mobile App* or beginning play within the *Elements of Music* with zero previous knowledge of music, they gain a natural organic fluency, much like learning their native language. When the traditional music notation, theory and concepts are introduced, the children are already fluent in creating and playing real music. These layers of the “grammar” of music are supplemental, not a prerequisite, and easily understood and absorbed. Thus the gaming platform conforms to their natural strengths and styles similar to learning a native language, yet at the end leaves them musically fluent and “backward compatible” with a thousand years of music literature and theory, without any of the heartache, drudgery, expense or struggle of traditional music lessons.

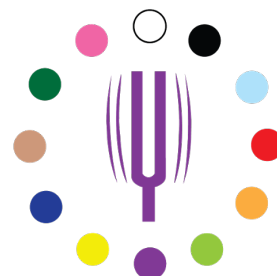
² <https://en.wikipedia.org/wiki/GarageBand>



History Wizard



Rhythm Wizard



Tone Wizard



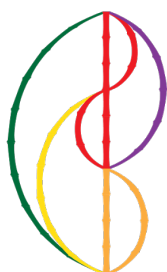
Composer Wizard



Melodic Wizard



Sound Wizard



Harmonic Wizard



Interval Wizard

The Future:

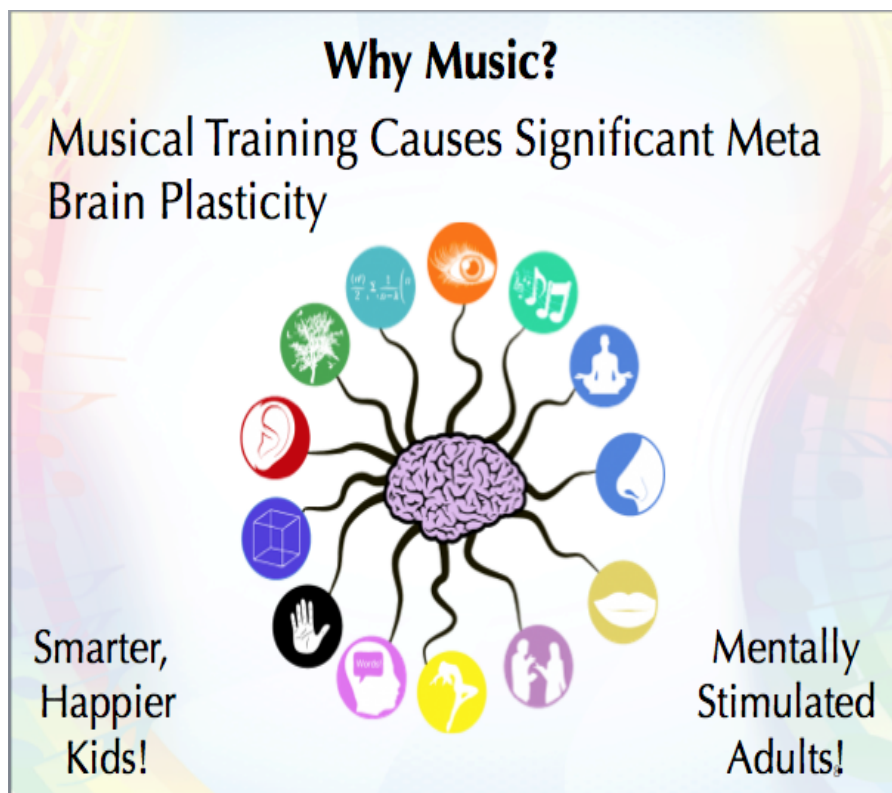
Building *Elements of Music* App Suite to operate within the scope of pure play Cloud Gaming will help generate online subscriptions and memberships with families, strategic partners, schools, churches and individuals to give low cost musical gaming and enrichment to the masses both here and abroad. It will also reduce our cost for maintenance and deployment of the applications. Cloud Gaming revenue and growth statistics often merge with mobile game numbers as many mobile games are in the cloud as well, and it is predicted that online gaming will pass up the lucrative console market in the near future. Please see the *Market Overview* section for our assessment of the opportunity. We can see a few trends that point to the importance of moving games, especially educational games, to the cloud.

Target Market & Positioning

The **Music Play Land** platform will appeal to the following segments:

Parents Seeking Music Education for their Children:

Parents see it as a better value than either music video games or traditional music studies. Kids that master the *Elements of Music* will have learned the content which is the equivalent of the first year of a college level course in music theory, ear training and composition in a fraction of the time, and with fun, ease and grace. Even preschool and elementary age children can play and learn with these apps.



Parents Seeking Significant Cognitive Advantages for their Children:

With the advent of new technologies like Functional MRIs, there are now dozens of new brain studies proving profound impact of learning music on the developing brain, and as these studies become more numerous and well known, parents are realizing the key role of learning music for their child's future success in school and beyond.

- ❖ Life long lasting benefits including 30-40% jumps in math and spatial scores with two years of music, resulting in better SAT scores
- ❖ Music is grows the brain in as little as 4 months, as seen increased linguistic, mathematic, spatial, timing

and physical abilities across the board

- ❖ 74% of K-8 teachers use digital games in the classroom. The instructors report that video games increase motivation and engagement in their students.
- ❖ 56% of parents say video games positively affect their children.

Tweens & Young Adults Seeking Musically Oriented Entertainment:

This target market is keen on game play and music and are known to spend a significant portion of their discretionary income on these two things. As they discover the ability to experience both and the customization of game play through user selection of themes and songs, we expect their experience will be ripe for viral promotion as players share screen shots of scores on Instagram, videos of their masterful playing on Vines, and they encourage friends to join them in collaborating and competing on the MPL platform with SnapChat, Facebook and Twitter. We expect this to be our largest segment of users because the nature of how this market self-promotes their experiences has potential to translate to massive adoption of a game by peer influence.

Adults Fulfilling Long Held Desire to Learn to Play Music:

Adults who reach their middle age and later years, express regret for not having learned a musical instrument or having not maintained a skill they may have had in their younger years when they took traditional lessons. They express concern about committing time and money to start lessons. Having the ability to entertain their selves with a game that leads to mastering the skills needed to play music on traditional instruments is almost too good to be true for them.

Music Play Land will allow anyone who wants to learn to play and even create music, to do so as simply and as effortlessly as playing a game!

Competitive Landscape

Most similar (to Piano Wizard only) are apps with a keyboard on the bottom, and game objects fall to the back of the keyboard and you play them when they either hit the keys or in the "hit" area above the keyboard. These are all infringing on a couple of patents, one by Moe, the other by Yamaha, but both patents are close to or have expired. These also do not have the chromatic (every key) color coding (part of MPL licensed patent) so differentiating exact key to hit is sometimes challenging. Most importantly, these cannot smoothly transition to music notation, because you cannot "rotate" the keyboard 90 degrees, because the left hand notes are now "high", the opposite of music notation, and if you change the orientation to be correct on the keyboard, then you are now approaching the keyboard from the front, and disorienting the player, and probably infringing on MPL licensed patents as well. No one has done a smooth transition to music notation like Piano Wizard has, and no one has had the game objects go up (the motivation was the transition to notation) and if they did, they would be infringing. Fisher-Price, Mattel, Yamaha and more did formal searches on this Piano Wizard patent, and a couple of "patent infringement" searches (\$25,000 each) for those companies were done to prove Piano Wizard was not infringing on others for those licensing deals.

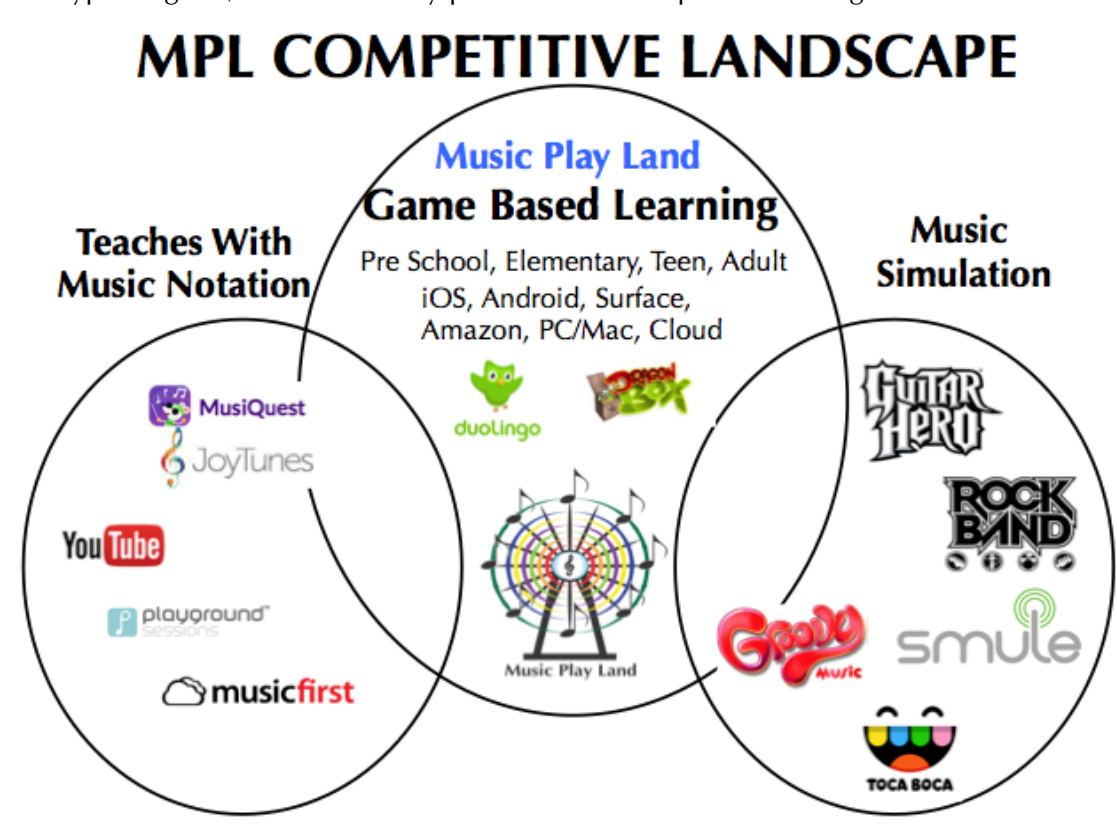
As for Elements of Music apps, nobody has anything like them, or even close. It is a breakthrough using color coded game objects, linguistic principles and the underlying math of music to create a new interactive musical

language and game platform. Piano Wizard integrates with that perfectly as the end result.

All these apps are based on MIDI, so everything created in the apps can be exported and cross played, and everything written in Western music notation can be imported into the game.

One category of apps and software is what we might call copy and paste music. Garage Band for example has bass patterns, instrumental patterns, drum patterns, and the user mix and match them (predesigned to "fit" each other) and call that composing, but of course you know nothing about how music is structured and cannot create anything from scratch. There are lots of music simulation or mixing apps out there that people like, because it has some elements of creativity but no understanding needed. But once the user runs out of their preset sounds, patterns, etc., the user needs to go get more "beats" or "basslines" or "riffs", from real professional musicians who supply this pseudo music composing population (lots of rap is done like this). These applications are dead ends and reach a niche market, sometimes a big one, but there is zero understanding or learning how music works on an even basic level. To compare that kind of thing to MPL apps is like a vinegar and baking soda volcano kit and an interactive teaching chemistry set that allows the user to create any chemical combination on the planet, in logical stages, (without any risk of explosion of course). The best comparison is that these Elements of Music apps are like a new interactive musical alphabet that even toddlers can use and understand, that teaches them real musical concepts and skills through play. Piano Wizard is just one of those, but it has proven this is not only possible, but surprisingly effective, powerful, fast and fun.

Below is a Venn type diagram, which basically puts different companies in 3 big buckets with some overlap.



Music Play Land Competitive Landscape

		Music Education					Music Simulation		Not Music
Product Factors	Music Play Land	Groovy Music	Joy Tunes	Edify	Music First	Piano Guy, Playground Sessions	Guitar Hero Rock Band	Smule, Tico	Duo Lingo (Language)
All Genres of Music	✓								
Infinite In-App Content	✓								
Apps/Desktop/Cloud	✓								
Preschool to Adult	✓								
All Elements of Music	✓				x				
Mass Market	✓						x	x	x
Real Skills Thru Game	✓		Piano Only	Draw Melodies					x
Game	✓	x	x	x			x	x	x
Music Notation	✓		x	x	x	x	No	No	Not Music
Piano	✓		x			x	Simulated	Simulated	
Elementary	✓	x	x		x			x	
Tween/Teen/Adult	✓		x		x	x	x	x	x
iOS/Android	✓		x					x	x
Cloud	✓	x			x	x		x	x

From the perspective that we are a solution for parents, teens and children to learn to play music, specifically the piano, our potential competition is vast because there are many options for people to learn how play the piano.

We have developed strategies to position our offerings against the main categories of other options:

- Traditional Teaching Methods: hands on instruction by a skilled music teacher or piano teacher.
- Online Piano Instruction Videos: videos offered free through YouTube as well as subscription based video instruction that accompanies written curriculum.
- Piano/Music Instruction Apps & Software: offered as pc based curriculum with videos and in some cases virtual keyboards.
- Mobile & Tablet based Music Games: numerous virtual games that simulate playing of the piano

Simply put, **Music Play Land** apps are much simpler, more affordable, more fun, and more accessible, yet enable deep natural learning of the underlying musical principles and skills, leading to true musicianship. We reveal and play with the inner DNA of music, allowing children and adults alike to become not only real musicians, but composers as well.

For more information about our competition and how we are positioned against those potential competitors, please request our supplemental documentation.

Gaming Marketplace:

Within the gaming marketplace we recognize that the **Music Play Land** suite of products will be challenged to rise above the ‘noise’ of the abundance of existing and new games, both mobile and cloud based. Our challenge will be to get players to simply ‘try it’. We will not offer a pure freemium model because it has been proven to be a difficult expectation to break when it comes time to prove that the Company has the ability to generate profits for investors, whether privately held or after a public offering. Instead, we may offer limited trial versions that give the player enough time or limited content to experience the game play and experiment with using different songs and themes, and then invite them to either purchase in-app content or the full version.

When compared to the sub-genres we will compete with, specifically, music video games there are clear differences:

TYPICAL MUSIC VIDEO GAME	ELEMENTS OF MUSIC APPS
SINGLE GAME STYLE OF PLAY	Integrated multiple styles: i.e. puzzle, hand-eye coordination, adventure, etc
LIMITED CATALOG OF MUSIC FOR GAME PLAY	Access to vast catalog of over 100,000 popular tunes
STATIC USER INTERFACE	Add-on features for user generated customization to the look & feel of the game. Unlimited creative and musical output

All of these aspects should differentiate the MPL platform and therefore lead to the attraction and conversion of paying players, and lead to a sustained and continued customer relationship. Our goal is to keep them as customers for life, with an ever-expanding musical platform and content model. This is possible and reasonable because the game platform converts thousands of existing music files into a myriad of different game views and levels automatically.

Unique Value Proposition

Music Play Land Inc.’s patented and patent pending products are “cleverly created learning tools” for people of all ages and musical abilities. All **Music Play Land Inc.** games are built on a common platform, featuring a patented learning method that teaches sounds as “musical phonemes” and builds confidence first, then introduces more and more complex harmonies and rhythms; the math and grammar of music. All of these game mechanisms and objects correlate to real music principles and relationships. A player at any skill level, from none to many years of traditional piano lessons, will enjoy the game as they have a choice of ‘theme’ to play within and a library of simple tunes such children’s nursery songs to complex classical compositions, and every genre in between.

Virtually any song can be turned into multiple new games.

Players have the flexibility to enjoy the game across platforms. By moving onto the touchscreen platforms of iOS, Android, Microsoft and Amazon, **Music Play Land** provides an entry point with low barrier to adoption for over overlapping lucrative markets simultaneously:

Consumers join for the fun of it, and come back again and again as they go down the path to playing real music. With endless variety of themed play and musical choices, the potential is to keep players as customers for life. (And, at the most advanced levels, users will graduate from the use of the virtual keyboard the 3-octave called “Flexikeys”.

Music Play Land Inc. UVP properties include:

- **Existing Games ready for market with multiple playing themes.** Piano Wizard Academy is an award winning application and the *Piano Wizard Mobile App* received very positive response from the industry and the beta users.
- **Versions of the *Elements of Music Suite of Apps*** soon to be available on Windows, iOS, Android, Microsoft and Amazon
- **Cloud Gaming solutions** for single player and multi-player cooperative play and convenience of app update delivery
- **Wizardtunes.com** provides for a revenue stream similar to iTunes, Play.com (platform independent download site) and Midiworld.com to purchase new songs, themes, sheet music, video lessons & sounds, leveraging our growing catalog of more than 100,000 popular songs.
- **Lucrative Licensing** To Toy Companies, Instrument Manufacturers, Foreign Distributors, Educational Channels, etc.

The Existing Building Blocks

Developed Applications: **Music Play Land** has the exclusive, worldwide, in perpetuity license for the Piano Wizard family of developed products and source code for continued development opportunities identified by MPL. MPL has full rights to sublicense the PW license to other entities for joint venture opportunities, distribution, and development in markets not served by MPL and is only obligated to pay the licensing royalty fee back to PW Licensor.

Piano Wizard’s Technology has been recognized by the following organizations.



Music Library: **Music Play Land** has the exclusive license and all rights for the sale and distribution of songs currently held within WizardTunes.com and can expand that library of songs through our relationship with Hal Leonard Corp. Licensing opportunities with them can bring in another 100,000 of the top pop songs to that library. The song genres include:

Children's Music	Christian & Gospel	Classical
Country	Disco	Easy Listening
Folk	Hip-Hop/Rap	Jazz
New Age	Oldies	Opera
Pop	Reggae	R&B
Rock	Seasonal	Soundtrack
Traditional	Vocal - World	

Currently there are over 2,000 titles of all genres held with the Wizard Tune library. The following is a sample play list of recent additions:

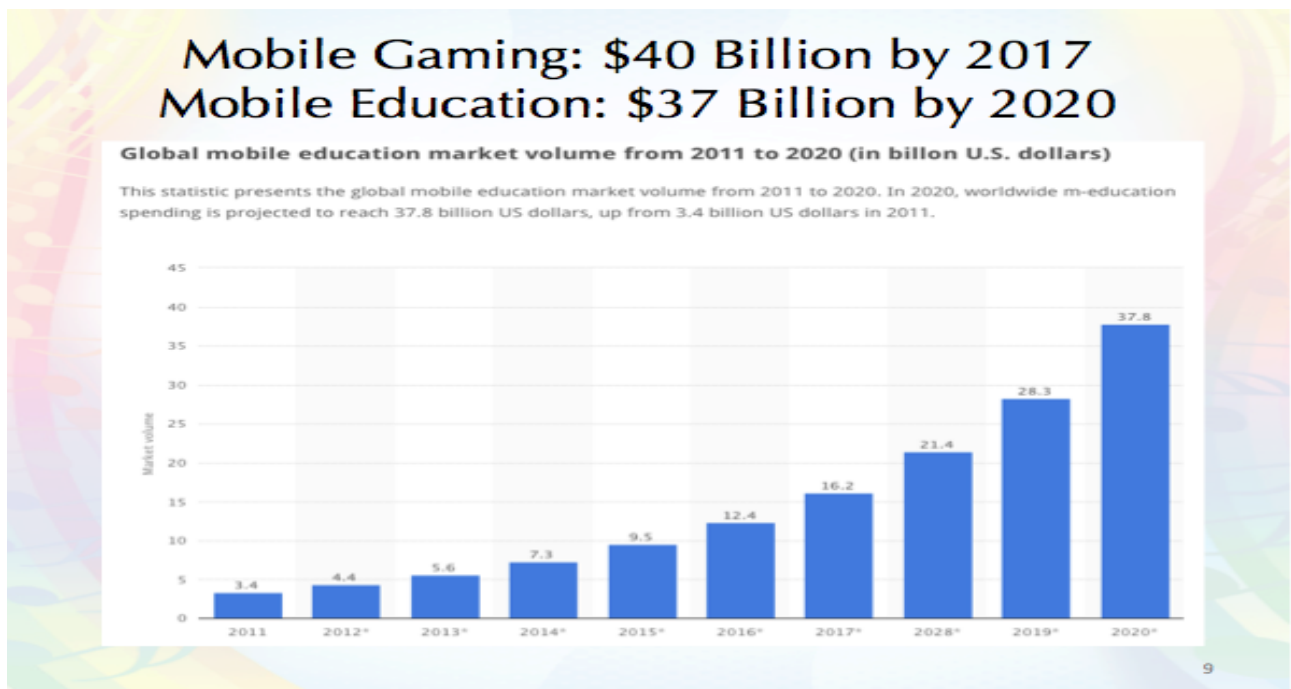
Latest WizardTunes				
Title	Artist	Demo	Info	Buy
Diary	Alicia Keys			
Dizzy Fingers	ZeZ Confrey			
Iris	Goo Goo Dolls			
Spring (from the Four Seasons)	Antonio Vivaldi			
Out Here On My Own	Irene Cara			
Don't You Worry About A Thing	Stevie Wonder			
Hungarian Dance	Johannes Brahms			
Fur Elise (49 keys)	Ludwig Van Beethoven			
Against All Odds (Take A Look At Me Now)	Phil Collins			
Wedding March	Felix Mendelssohn			
O Solo Mio	Eduardo Di Capua			
Morning	Edvard Hagerup Grieg			
Mexican Hat Dance	Traditional			
Minuet in G Major	Johann Sebastian Bach			
Theme From a Clarinet Concerto	Wolfgang Amadeus Mozart			
Turkish March	Wolfgang Amadeus Mozart			
Pachelbel Canon in D Major	Johann Pachelbel			
Saturday Night	Bay City Rollers			
Highway Star	Deep Purple			

Market Overview

There is little doubt the availability of and demand for video games is a growing market, within the US and at a Global level. Although any source may offer a variation of the reported sales and revenue results and the forecast for future growth based on the factors used to measure and the origination of the data points, the important point to be made is that is large and growing.

The rate of adoption and revenue from Video Games continues to grow and sees no signs of leveling off. Overall, Digi-Capital expects the total video game market to pass US\$120 billion in 2018, growing from under US\$70 billion in 2012.³ According to their estimates, mobile gaming is behind nearly all of this projected growth.

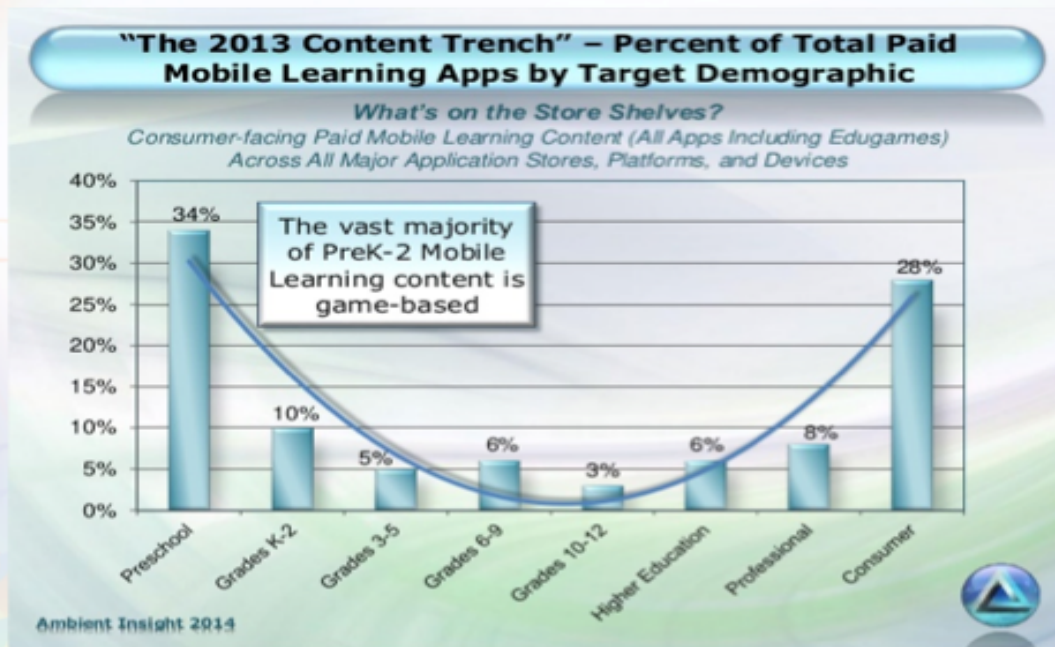
Video Music Games companies that simulate music making like Guitar Hero, Rock Band, have helped create the \$3 billion US music video game segment. The market is poised for next stage games that help them play real music and real instruments. The downloadable content model has been market proven and is highly lucrative. However, detailed data gathered by NewZoo indicates the global market for mobile game revenue, accounting for the growth in smart phones and tablets looks to surpass video games in 2017 with \$40B worldwide.⁴ Assuming the trend continues (and the data says that it will), this means that as early as next year, the mobile gaming will bypass the traditional gaming console to become the biggest gaming segment.



³ <http://www.digi-capital.com/news/wp-content/uploads/2015/01/Games-Revenue-Forecast.png>

⁴ <http://www.applift.com/blog/mobile-games-market-update.html>

Pre-K Market is 34% of all Learning App Sales Consumer Learning Apps is Another 28%



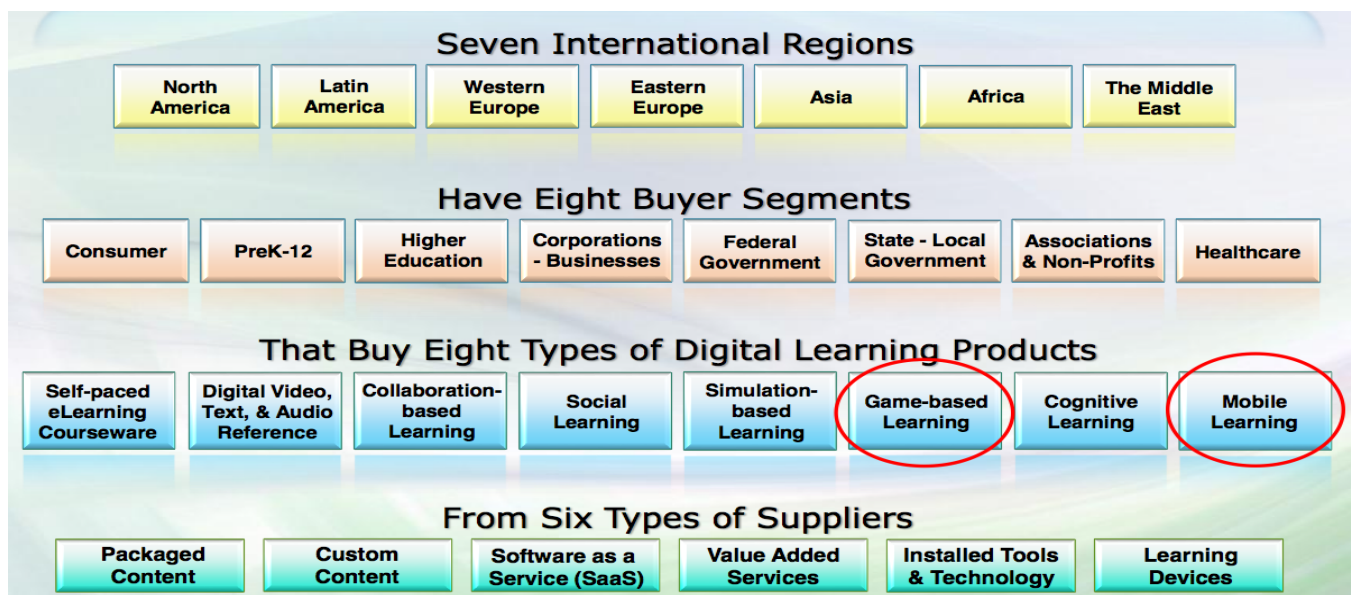
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Smartphone App Statistics	iPhone	Android	Blackberry	Windows
Total app downloads	29,000,000,000	31,000,000,000	3,400,000,000	5,100,000,000
Percent users who have never paid more than \$1 for an app	43 %	60 %	61 %	56 %
Average number of downloaded apps per phone	88	68	49	57
Total number of apps in store	1,205,000	950,000	230,000	320,000
Total app store revenue in 2014	\$6,900,000,000	\$1,800,000,000	\$750,000,000	\$1,250,000,000

Out of the respondents, 46 percent were more likely to mobile game on Android phones and tablets, but the average monthly spending was higher for those who use iOS devices, 40 percent of mobile gamers. Date results show that 23% of these downloads are for gaming, 11% for entertainment and 7% for education, leading us to assess our opportunity to access 40% of the market based on their targeted interests.

As we look to our future with an intended global expansion, it is appropriate to assess the categories within the game based learning markets and determine that MPL will have relevance in 7 of the Digital Learning Environments, beyond the expected simplistic association with mobile and gaming. The way the entry level and intermediate levels are designed, MPL platform suite of apps will also garner interest for educational environments including Digital/Video/Audio Reference, Collaboration Based, Social, Simulation and Cognitive based learning.

Our first sweetest markets are as seen in the chart above, the Pre-K and consumer/casual gaming markets, making up almost 2/3rds of the Educational Gaming market. Although we do not intend to focus efforts at the institutional educational market initially, we believe resellers may embrace our solution for those schools that are looking for affordable music instruction that is technology driven and cloud based. We already have an established relationship with the home school and faith based private instruction that has provided feedback that supports our theory about relevance to the 7 buyer segments, and warm contacts into two large after school and preschool private service providers. This marketplace will continue to be a strong market for us for through one on many association top down sales and recommendations and could pave the way for institutional interest.

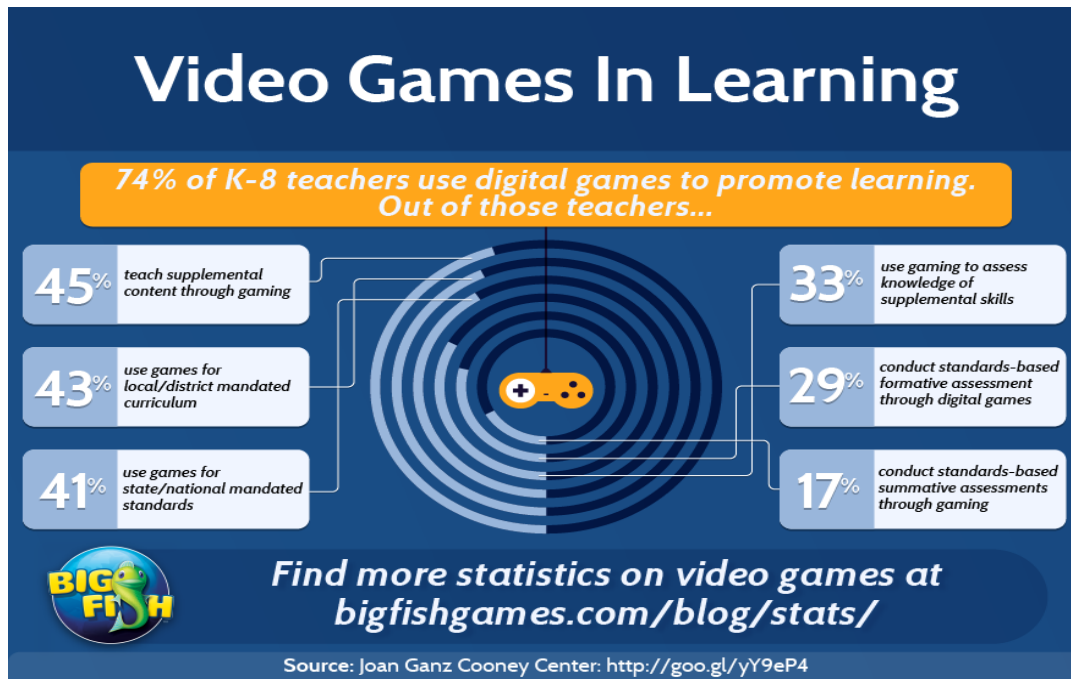


As research continues to show the positive correlation between learning and music and learning and game driven education, we believe the opportunity to enter institutional k-12 education market will come to us as the popularity of our products grow and supplemental teaching curriculum can be developed.⁶

Foreign markets will be explored as well, starting with localization into Spanish, Portuguese and French for easier access to the Americas, then focusing on major Asian language groups that provide massive populations with high

⁶ Statistics provided through research conducted by *BigFishGames*

concern for children's education. We will engage international sales and licensing agents starting in year 3 to find the best distributors and partners in these diverse cultures. European markets will come in opportunistically as we get interest until year 4 when a concerted localization effort to address the more than 2 dozen countries and another dozen different languages in this fragmented but highly educated market. Moving to the cloud in year 4 will also dramatically expand our international opportunities as the security and piracy issues common with some countries abroad can be mitigated with that technology.



Trends That Favor Music Play Land Inc.

Mobile, Tablet and Cloud Gaming.

- Mobile and Cloud Gaming combine globally to over \$30 billion with double digit growth especially in emerging markets like Asia and Latin America.
- Apple has sold over 250 million iOS devices.
- Android and Chrome operating systems nearing the same volume, with 190 million devices “activated” on Android alone.

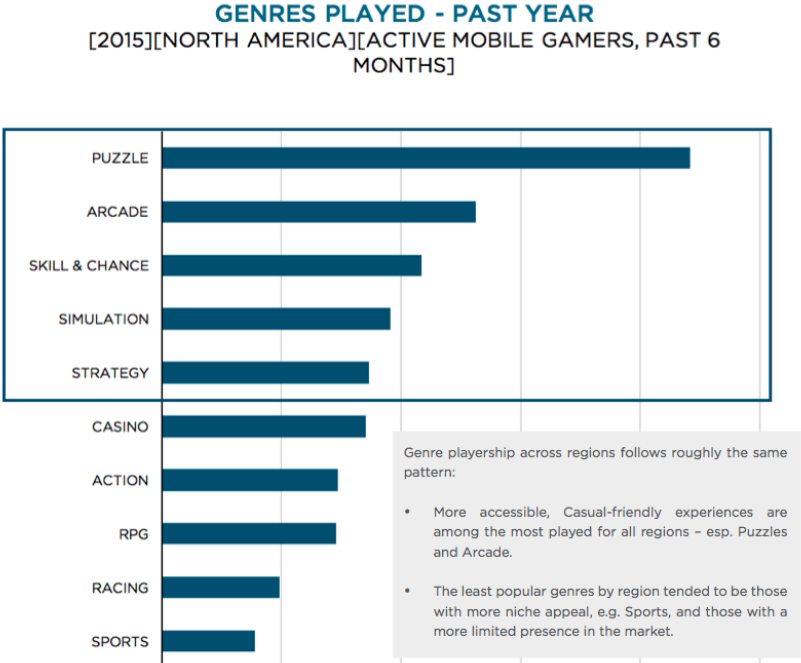
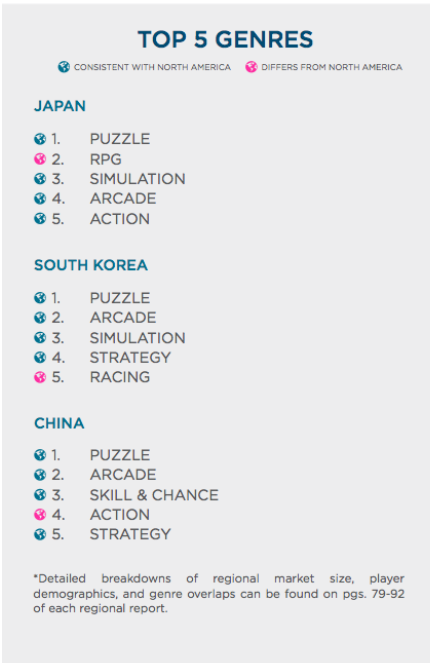
Our Opportunities:

- Downloading content has become the market of the future. iTunes alone has sold over 10 Billion songs, with enormous after-market profit.
- Music Play Land engages boys and girls, active adults, whole families into real music via gaming. A simple and effective approach to learning how to play music.

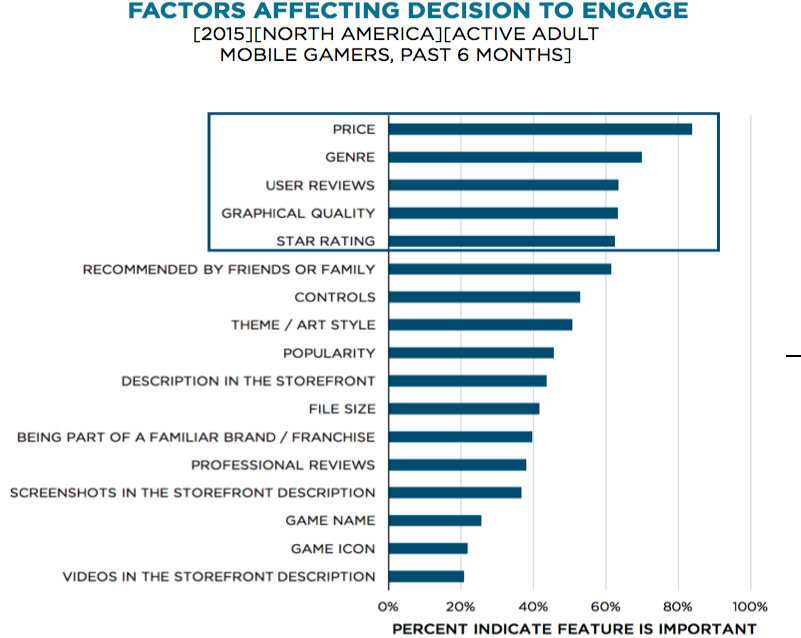
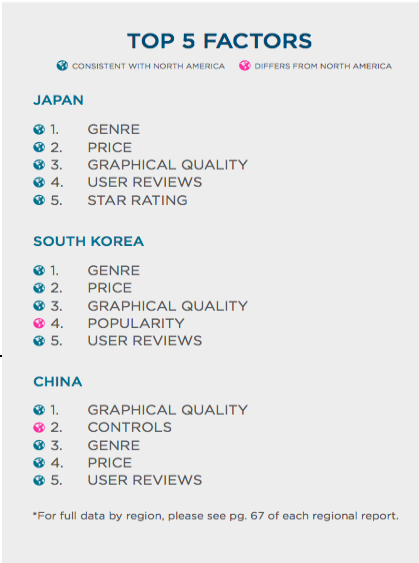
WizardTunes.com can become a vibrant online community and global membership site providing consistent growth on revenue.

The MPL platform offers a low barrier to entry for music lovers of all ages and skill levels. Whether they look to be entertained by playing a game as a solo player or in a multi-player platform; or they come to learn an instrument. They will quickly become engaged with the multi-faceted interaction of the *Elements of Music* components. The revenue generated by each customer expands as different components are added and continues indefinitely as they seek to download new music from our vast library of songs. This is reflected in our financial forecast as revenues which build based on user initial adoption and compounds as those users purchase in game and download additional tunes and modules, while we continue to add new customers through peer influence, market outreach and new product releases. The effect of this is apparent in year 2 as the *Elements of Music* modules begin to become available.

TOP GENRES PLAYED
MOBILE GENRE OVERVIEW



ENGAGEMENT
MOBILE GAMING FUNNEL



MOBILE GENRE SYSTEM MOBILE GENRE OVERVIEW



Summary of Music Play Land's Advantages Given Current Market Trends

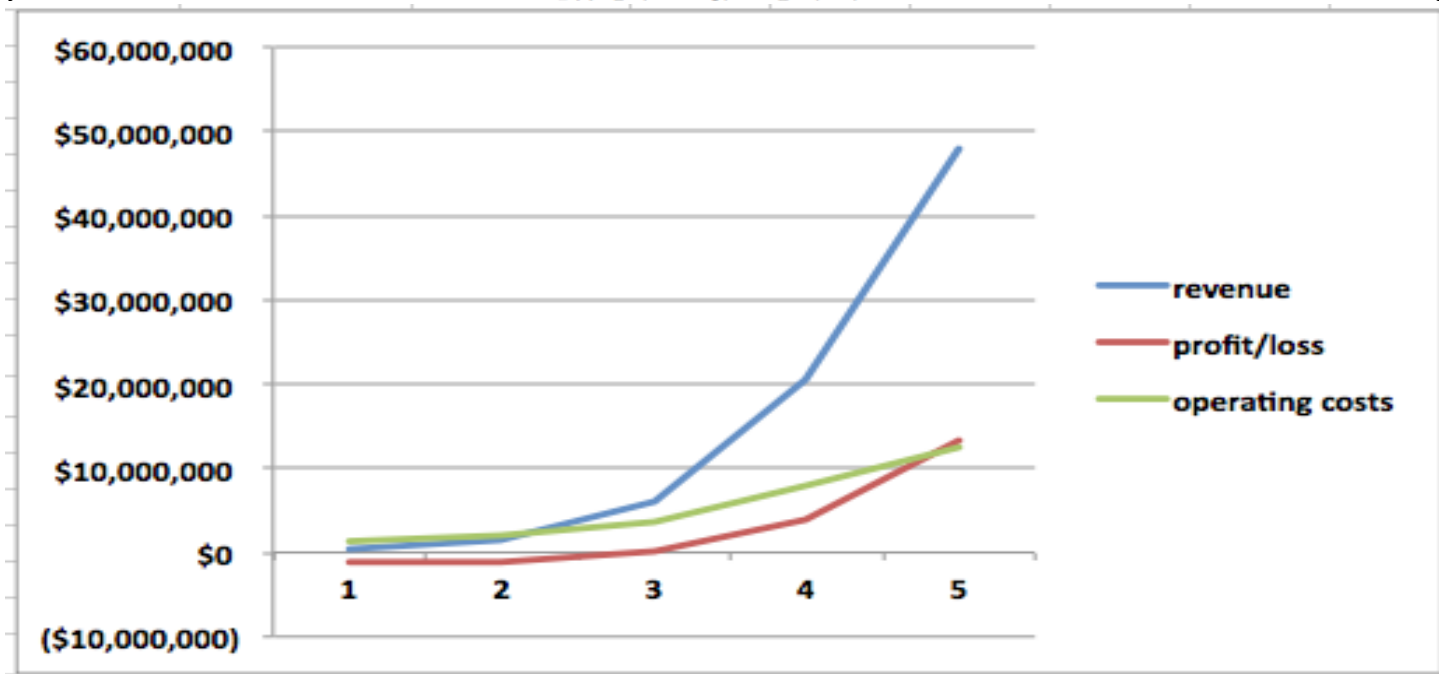
- Simple, easy puzzle and hand-eye coordination based musical games.
- Leveraging large pre-school and elementary age markets.
- Breakthrough simplified interactive musical language allows almost universal access to learning music.
- Proven Patented Existing Game Platform ready for market with multiple playing themes.
- *Elements of Music* Suite of Apps builds franchise.
- Cloud Gaming solutions ensures global revenue.
- Wizardtunes.com content engine provides repeat sales.
- Lucrative Licensing enables rapid expansion via JVs.

Financial Forecasts

Music Play Land, Inc.

Projected Income Statement, Balance Sheet & Cash Flow

5-Yr. Income Statement Projections					
	Year 1	Year 2	Year 3	Year 4	Year 5
Total New Customers	48,986	228,676	785,313	2,449,125	6,079,029
Flexikeys Revenue	\$0	\$900	\$36,150	\$84,750	\$238,500
Apple iOS	\$256,184	\$1,019,117	\$3,275,983	\$10,281,438	\$22,644,483
Android	\$27,800	\$271,971	\$1,217,117	\$3,823,405	\$7,880,624
Microsoft Surface	\$9,442	\$78,682	\$210,922	\$565,417	\$3,752,724
Amazon	\$1,258	\$37,091	\$496,535	\$992,617	\$1,782,597
Cloud/Downloads		\$44,077	\$176,924	\$529,530	\$607,907
Collabrative Cloud Gaming		\$0	\$0	\$1,655,522	\$3,039,534
International Sales			\$541,363	\$2,689,902	\$7,989,274
Total Sales	\$294,683	\$1,451,837	\$5,954,994	\$20,622,581	\$47,935,644
Growth Rate	100%	393%	310%	246%	132%
Cost of Goods Sold	\$98,714	\$476,335	\$1,895,210	\$6,450,271	\$14,811,995
Gross Profit	\$195,969	\$975,502	\$4,059,784	\$14,172,310	\$33,123,648
Gross Margin	67%	67%	68%	69%	69%
Operating Costs					
General & Administrative	\$646,134	\$1,254,659	\$2,098,642	\$2,502,972	\$3,020,018
Marketing	\$501,697	\$497,574	\$1,077,004	\$4,388,972	\$8,220,285
R&D	\$190,833	\$357,083	\$561,000	\$1,084,063	\$1,210,065
Total Operating Costs	\$1,338,664	\$2,109,316	\$3,736,646	\$7,976,006	\$12,450,368
Pretax Income	(\$1,142,695)	(\$1,133,814)	\$323,138	\$6,196,303	\$20,673,280
Cumulative Income Tax Shield	(\$1,142,695)	(\$2,276,509)	\$0	\$0	\$0
Income Tax Expense (0-35%)	\$0	\$0	\$113,098	\$2,168,706	\$7,235,648
Net Margin	-388%	-78%	4%	20%	28%
Net Income (Loss)	(\$1,142,695)	(\$1,133,814)	\$210,040	\$4,027,597	\$13,437,632



The forecasts are conditioned upon the realization of certain assumptions, market conditions, completion of internal initiatives, and acceptance by the various markets. Accordingly, the financial forecasts are provided for the qualified investor's analytical, due diligence purposes. Further information may be obtained for the investor's due diligence processes by contacting the Financial and Sales Departments of **Music Play Land Inc.** The forecasted numbers do not include all possible opportunities for **Music Play Land Inc.** on the economic horizon. In fact a number of opportunities have been withheld due to early-stage development of relationships or technical development.

Music Play Land Team (Information on additional team members available on request.)

Chris Salter, Interim CEO, to transition to CCO (Chief Creative Officer)

Founder and visionary who designed Allegro Multimedia Inc.'s award winning product lines and content architecture, including multiple patents, trademarks, copyrights and products protected under trade secret. Has now designed a complete new platform of mobile touchscreen apps that teach the Elements of Music through intuitive natural and creative gameplay. Mr. Salter speaks several languages fluently, and holds multiple degrees in Music and Linguistics, including Master's degree from UCLA, where he did his thesis research in Brazil on how music can be taught as if it were a native language. Enrolled and closed multiple licensing deals with Fortune 500 strategic partners, including Fisher-Price, Mattel and Disney via US Music Corp, as well as music licensing deals with EMI, Cherry Lane and Hal Leonard Corp and others.

Timothy Mensch

Our lead engineer has 30 plus years experiences with independent game development, and deep software architecture chops, and has the bandwidth with his offshore team to expand with us as we grow. Specialties: Object oriented design, master level C++ knowledge, game design, game architecture, game library design, Lua integration, assembly language, project management, debugging, compatibility problem resolution, cross-platform design.

Matthias von dem Kneesebeck Technical Advisor

Committed and innovative technical professional with proven experience in the IT, automotive and consumer electronics industry. Strong Technology, Strategy and Management Consulting, Digital Multimedia for Mobile Devices, Smart Building and Consumer Electronics, Real-time remote control and sensing (Internet of Things) Automotive Electronics, IT / Financial Transaction Security Solutions. Strong musical background and math education interest.

Ted Stokes, Advisory Board, Strategic Consultant, Board Member Candidate

Results-oriented, highly accomplished executive with extensive financial and operational leadership experience encompassing business reengineering, turnaround initiatives, start up mentoring, corporate finance, P&L management, financial analysis / forecasting, cost accounting, acquisition due diligence. A demonstrated ability to streamline operations increasing efficiency, productivity, and bottom line profits. Visionary, strategic, and conceptual thinker, able to analyze opportunities or issues, generate new ideas, and initiate change. Resourceful problem solver with ability to stabilize situations, execute due diligence, and resolve mission critical challenges. An effective communicator with exceptional team building skills, ability to coordinate cross-functional groups to accomplish objectives and meet critical deadlines in high growth diverse environments.

Karen Rands, Investor Relations Manager

Deep experience with capital markets including angel investors, venture capital firms, private equity funds, traditional and alternative lenders. Cross-industry experience with launching products, business strategy, distribution, channel management, licensing, joint ventures and go to market strategies. Knowledgeable and experienced in marketing via the internet, social media, and traditional methods. Proven track record with capital strategies to match business strategy and plan and investor relations.

Jim Chapman, Legal Counsel

Jim is a "business oriented" corporate and securities lawyer focusing on representing start-up and emerging technology companies that are looking to expand domestically and internationally and the venture capital firms, angels and private equity groups that invest in them. He has been involved in approximately 300 mergers, acquisitions and finance transactions. Jim has deep expertise in international and cross-border transactions especially with respect to China. For many years, he has represented PRC-based companies looking to raise capital and acquire companies in the US as well as US companies acquiring Chinese companies, establishing joint ventures, distribution and out-sourcing relationships and otherwise doing business in China.

See Musicplayland.com for team LinkedIn profiles and additional team members.

Required Funding

Seed round of \$500,000 for Piano Wizard app completion and start of *Elements of Music* development and product launches. An additional \$3 million is anticipated to follow for remaining app modules development and cloud gaming, and to fuel growth with staff expansion, PR, marketing, and sales.

Initial Round Use of Proceeds: Business Scaffolding

- ✓ \$10,000 for initial audited financials and GAAP compliant system.
- ✓ \$20,000 for establishment of **Music Play Land Inc**, patent trademark filings, licensing and purchase of assets, and preparation of initial round PPM and subsequent Reg A+ legal offering documents.
- ✓ \$100,000 for PR, Investment Relations, Marketing and Working Capital. Follow on marketing costs for PR for crowdfunding style launch of the products, admin, legal and travel costs to meet with potential strategic partners/future acquisition candidates.
- ✓ \$70,000 Investor Relations and Strategic Business Development Team will be used to position company professionally for next round of funding at higher valuation.

Initial Round Use of Proceeds: Research and Development Overview

The existing game engine will be leveraged for fast builds of the new apps and fast porting to the other platforms. So the sequence of builds will be overlapping, as several mini-games have similar mechanisms with different elements, i.e., sound, tone, intervals, harmonies, etc. and they build on the previous games.

Target Development Timeline (Total 1 year, Overlapping Schedules, \$300,000 Total)

Piano Wizard (\$60K, iOS, Android, MS, Amazon)

(2 months to Beta, 4 months port and testing)

Rhythm Wizard (\$70K, 4 Platforms)

(3 months to Beta, 3 months port and testing)

Tone Wizard (\$70K, 4 Platforms)

(3 months to Beta, 3 months port and testing)

Sound Wizard (\$70K, 4 Platforms)

(3 months to Beta, 3 months port and testing)

Flexikeys Prototype and Mold Development for Cloud Song Content to license to manufacturers to expand content marketing possibilities for Piano Wizard (\$30,000)

- (Interval, Melodic, Harmonic and Composer Projects etc. to be funded in Next Round of \$3M, see Pro Forma for detailed development, G&A, and marketing use of funds.)

Business Opportunity Recap:

Music Play Land Inc. expects to capitalize on the expanding mobile and tablet market and be part of its growth. The key opportunity is the fact that there is substantial demand for an easier way to learn music, and dramatically impact children's cognitive, social and emotional well being for life. With advent of cloud based delivery of content and touch screen operation, play is enabled with the virtual keyboards, and no external hardware is required to try the product and learn to play simple songs on the piano. **Music Play Land Inc.**'s direct marketing, social networking, timely product portfolio and extensive distribution network will enable us to become a marked influence on this market by Year 2. Online and in game marketing strategies for the high profit *Essentials of Music* and Wizard Academy products are a proven revenue model to grow revenue within a customer base and create a customer for life. This market also has a built in distribution channel in the app stores, complimented by our joint venture and licensing strategies.

We have minimized the investment risk with some key milestones:

Comprehensive Provisional Patent filed for "Elements of Music" app platform.

Secured Extensive Perpetual Licensing Agreement on Multiple Existing Patents and Trademarks

Working Piano Wizard App Prototype on Latest iOS Devices

Secured Proven Strong Technical Team to Lead Development

Signed Letter of Intent with Global Pre-K Services Partner

More Key Potential National and Global Licensing Partners in Discussions

Supplemental Team Documentation

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Tim Mensch, CTO Candidate, https://www.linkedin.com/in/timmensch/
Ruth Ann Kraemer, CFO Candidate https://www.linkedin.com/in/ruth-ann-kraemer-b3757b14
Steve Wilson, VP Business Development https://www.linkedin.com/in/stevenwilsonmusicpublisher
Ted Stokes, Strategic Advisor https://www.linkedin.com/in/tedstokes
Karen Rands, Investment Relations https://www.linkedin.com/in/karenrands
Jim Chapman, SEC/Licensing Legal https://www.linkedin.com/in/jimchapman1
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Lori Cheung, Advisory Board, Biz Dev https://www.linkedin.com/in/loricheung
JR De Souza, Advisory Board, (Disney, Dreamworks, Samsung, Tivo) https://www.linkedin.com/in/jrdesouza

The following supplemental documentation is available for your review:

- Full Financial Proforma
- Product Description and Function
- Investor PowerPoint Presentation
- Investor Offering Documents

Confidential. This is not an offering to purchase securities. The Investor Offering Documents should be reviewed before investing. Chris@MusicWizard.com 813-505-2995