

**NOTICE OF PUBLIC SALE  
UNDER THE UNIFORM COMMERCIAL CODE  
ASSETS OF FLS ACQUISITION CORPORATION**

**THURSDAY, NOVEMBER 19, 2009**

**NOTICE IS HEREBY GIVEN** that Freeland Systems, L.L.C., a Florida limited liability company a/k/a Mage Partners, LLC ("**Freeland**"), holding an attached and perfected security interest in certain assets of FSL Acquisition Corp., a Minnesota corporation (the "**Company**"), wholly-owned by Kardia Health Systems, Inc. ("**Kardia**"), pursuant to the terms of an Asset Purchase Agreement dated May 8, 2008 (the "**Agreement**"), among the Company, Kardia and Freeland, by reason of defaults occurred and continuing under the terms of the Agreement will conduct a PUBLIC SALE of the assets described below (the "**Collateral**"), pursuant to the terms of the Agreement and Section 9-610 of the Uniform Commercial Code as adopted and in effect in the State of Minnesota.

1. **General Information.** The Company and Kardia conduct business from offices in Minneapolis and Rochester, Minnesota. The Company and Kardia are indebted to Freeland under the Agreement and the Promissory Note dated May 8, 2008 (the "**Note**"), issued pursuant to the Agreement. The Company and Kardia have failed to make payments due under the Note and the Agreement and, accordingly, are in default under the Note and the Agreement. The financial obligations of the Company and Kardia under the Note and the Agreement which are secured by the Collateral total \$5,800,000, exclusive of accrued and unpaid interest thereon and expenses incurred in connection with foreclosure of Freeland's security interest in the Collateral.

2. **Time/Place of Sale.** This public sale shall take place at 1:30 P.M. on Thursday, November 19, 2009, at the offices of Robins, Kaplan, Miller & Ciresi L.L.P., 2800 LaSalle Plaza, 800 LaSalle Avenue, Minneapolis, Minnesota 55402.

3. **Description of Collateral.** The Collateral to be sold consists of the following assets relating to the business (the "**Business**"), acquired by the Company from Freeland pursuant to the Agreement, currently in the possession of or under the control of Freeland:

- a. Customer lists in Freeland's possession identifying active and inactive customers of the Business acquired from 1996 through September 2009.
- b. Business documents and operating procedures including Sales Terms and Conditions, Service Agreements, Site Surveys, Scope of Business, etc.
- c. Trade secrets including information regarding customers and customers' product and service requirements, research, market studies, surveys, reports, know how and confidential information used or held for use exclusively in the Business.
- d. AccessPoint. Source code, object code and supporting documentation for the full AccessPoint suite of products. All source and executable software needed for support

of customers owning current and prior versions of AccessPoint products. The AccessPoint suite is a complete Picture Archive & Communication System (PACS) product line, including AccessPoint Medical Viewer, AP DICOM SQL Archive server, AccessPoint remote server, AP Modality Worklist server, AP DICOM software library, AP Web forms MS Word-based clinical reporting systems, clinical phrase libraries, SQL database for indexing patient clinical studies including DICOM Imaging, measurements and reporting documents. The source and object code for the AccessPoint secure web delivery server and the secure web delivery server pull client. The AccessPoint source code for new products to process PDF files called PDF 2 SQL. The source and object code for the proprietary DICOM Screen Reader technology licensed to other suppliers of PACS products. AccessPoint tools including Archive Manager, SQL admin tools, support connectivity tools for testing, support and validation of the AccessPoint suite of PACS products. Interface software for EMR integrations including HL7, PDF, and proprietary EMR interfaces.

- e. The names FREELAND, Freeland Systems, "Data Miner" and "AccessPoint" artwork and logos.
- f. The e-mail and web-site addresses (including freelandsystems.com) and other identifying addresses used in the conduct of the Business, including the following internet domain name registrations:

AccessPoint.Biz	meddataconversions.net
CardiologyReporting.com	meddataconversions.org
Cardiologyreporting.net	medicalviewer.biz
cardiologyreporting.org	medicalviewer.com
dataminer.biz	medinfoconversion.com
freeland.biz	medinfoconvesion.net
freelandmedical.com	securearchive.biz
freelandpacs.com	telecardiology.biz
freelandpacs.net	tele-cardiology.biz
freelandsystem.com	tele-cardiology.com
Freelandsystems.biz	tele-cardiology.net
freelandsystems.com	tele-cardiology.org
freelandsystems.net	tele-medicine.biz
freelandsystems.ord	
freelandweb.com	
fsswd.biz	
fsswd.com	
fsswd.com	
fsswd.info	
fsswd.net	
meddataconversion.com	
meddataconversion.net	
meddataconversions.biz	
meddataconversions.com	

meddataconversions.info

g. The following trademarks or service marks:

AccessPoint  
DataMiner

4. **Conditions of Sale.** The Collateral may be purchased in whole or in part for cash or cash equivalent (including wire transfers) delivered to Freeland at the time and place of the Public Sale. Freeland may bid for and purchase all or a portion of the Collateral by credit bid up to the amount of its claim against the Company and Kardia, including without limitation, expenses of the public sale, principal and accrued interest. Freeland also reserves the right to adjourn, delay or terminate the public sale in its sole and absolute discretion. THE PUBLIC SALE SHALL BE “AS IS” AND “WHERE IS”, WITHOUT EXPRESSED OR IMPLIED REPRESENTATIONS AND WARRANTIES OF ANY KIND OR NATURE WHATSOEVER AND ALL WARRANTIES OF TITLE, POSSESSION, QUIET ENJOYMENT OR THE LIKE ARE EXPRESSLY DISCLAIMED. The sale shall be subject to such further conditions as may be announced by Freeland or its agents at the start of the public sale.

5. **Accounting/Information.** The Company is entitled to an accounting of the unpaid indebtedness secured by the Collateral to be sold at the Public Sale for a charge of \$1,000.00. Any request by the Company for such an accounting and all requests for information concerning the Collateral and the Public Sale should be directed to Robins, Kaplan, Miller & Ciresi, L.L.P., 2800 LaSalle Plaza, 800 LaSalle Avenue, Minneapolis, Minnesota, 55402, Attention: David L Mitchell, phone 612-349-8282, fax 612 339-4181 and e-mail dlmitchell@rkmc.com.