



SHAREBUILDER 401K

LEADING THE WAY

Helping Americans save smarter.

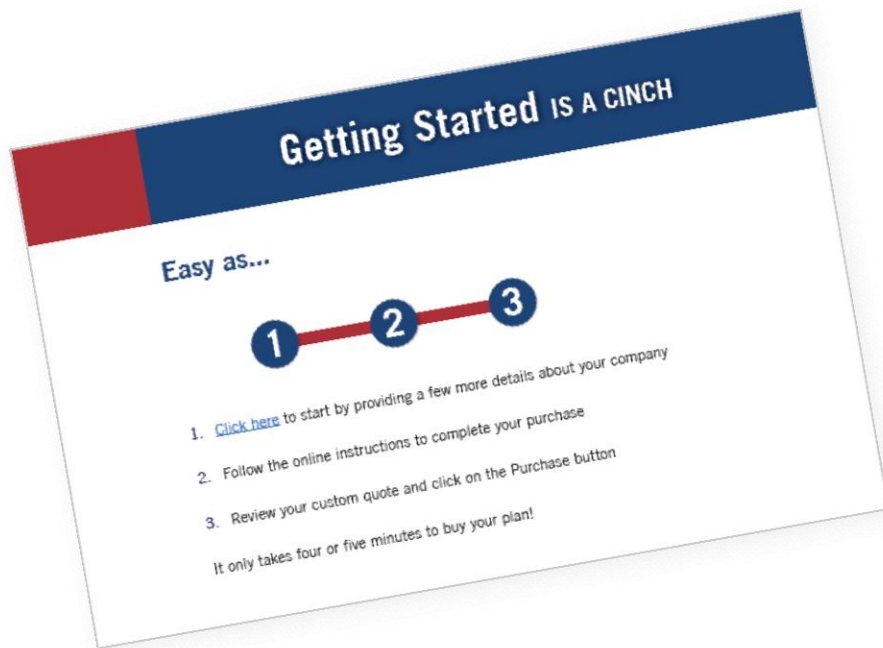
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Cheap401k.net

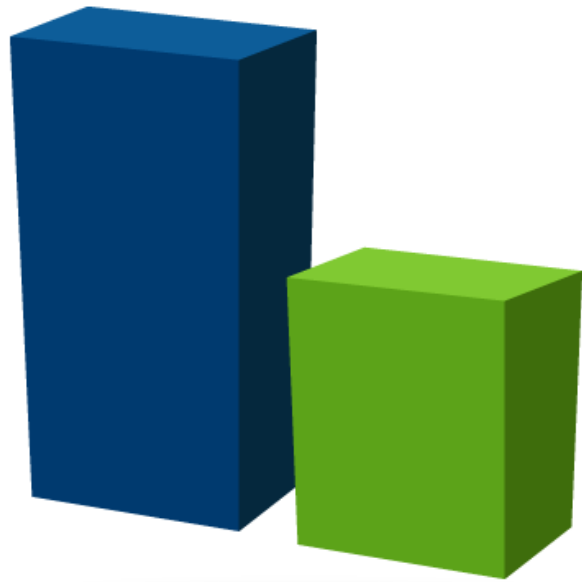
877-831-6997

Advisory services are provided by ShareBuilder Advisors, LLC, an SEC registered investment advisor and a subsidiary of Capital One Financial Corporation.

401(k) plans are: Not FDIC insured • Not bank guaranteed • May lose value



“What if technology,
service & investments
were intuitively
interwoven to **lower**
401(k) costs?”



“What if the fund options
historically **beat 70%+** of
typical 401(k) offerings?”



“What if there was **no
paperwork for you or your
clients?”**

“What if all 401(k) fees were 100% transparent and disclosed upfront and on-going?”

ShareBuilder 401k Plan Pricing

Individual 401k — Solo Owner(s) looking to save \$5,000 or more per year

Assets	Employer Fees		Participant Fee
	One-time Setup	Monthly Administration per Participant	
\$0 - \$249,999	\$150	\$15	0.75%
\$250,000 - \$499,999	no charge	no charge	0.75%
\$500,000 - \$1,999,999	no charge	no charge	0.65%
\$2,000,000 - \$4,999,999	no charge	no charge	0.55%
\$5,000,000 or More	no charge	no charge	0.45%

Setup and annual administration fees may be eligible for a tax credit. Please consult your accountant or tax advisor for additional details.

These fees are applied to each person who participates in your company's ShareBuilder 401k plan:

- Our asset management fee is charged quarterly and amounts to 0.25% - 0.75% of a participant's assets per year. The amount is calculated on the average daily balance over the quarter.
- Our portfolio's average investment expense ratio is 0.17%.

Fees may be higher if you are working through a third-party investment advisor. Please contact your investment advisor for details.

Simplified 401k — Maximize owner contribution and avoid IRS tests

Assets	One-time Setup	Employer Fees						Participant Fee	
		Monthly Administration (Estimated Participants)							
		1 - 10	11 - 25	26 - 50	51 - 100	101 - 250	251 - 500		
\$0 - \$499,999	\$495	\$80	\$125	\$185	\$275	\$325	\$400	\$500	0.75%
\$500,000 - \$1,999,999	\$400	\$60	\$80	\$105	\$150	\$200	\$240	\$280	0.65%
\$2,000,000 - \$4,999,999	\$250	\$35	\$45	\$55	\$75	\$100	\$115	\$130	0.55%
\$5,000,000 or More	no charge	no charge	no charge	no charge	no charge	no charge	no charge	no charge	0.45%

Customized 401k — Flexible matching, vesting or profit sharing options

Assets	One-time Setup	Employer Fees						Participant Fee	
		Monthly Administration (Estimated Participants)							
		1 - 10	11 - 25	26 - 50	51 - 100	101 - 250	251 - 500		
\$0 - \$499,999	\$750	\$100	\$150	\$210	\$300	\$400	\$450	\$500	0.75%
\$500,000 - \$1,999,999	\$600	\$75	\$90	\$125	\$180	\$240	\$270	\$315	0.65%
\$2,000,000 - \$4,999,999	\$450	\$50	\$60	\$70	\$90	\$120	\$135	\$160	0.55%
\$5,000,000 or More	no charge	no charge	no charge	no charge	no charge	no charge	no charge	no charge	0.45%

Tiered Profit Sharing 401k — Reward employees by group, tenure or age

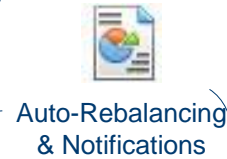
Assets	One-time Setup	Employer Fees				Participant Fee
		Monthly Administration (Estimated Participants)				
		1 - 10	11 - 50	51 - 100	101 or More	
\$0 - \$499,999	\$995	\$190	\$240	\$325	N/A	0.75%
\$500,000 - \$1,999,999	\$750	\$150	\$185	\$225	N/A	0.65%
\$2,000,000 - \$4,999,999	\$500	\$75	\$95	\$115	N/A	0.55%
\$5,000,000 or More	no charge	no charge	no charge	no charge	no charge	0.45%

shareBUILDER 401K

sharebuilder401k.com

Understanding 401(k) Costs

11



**“What if you got all this
with **exceptional**
service?”**

shareBUILDER 401K[®]



All ETFs

- The Power of Indexing
- Top Fund Providers



All Online & Paper-free

- Set up your plan in ~20 minutes
- Minutes to manage a month



All-in-One

- Investment Line-up
- Integrated Administration

Today's topics:

1

Overview of ShareBuilder 401k

2

The simple to manage solution

3

ETFs: the low-expense advantage for retirement plans

ShareBuilder 401k is leading the way

- EASY**
- Online & paper-free
 - Simple administration

- AFFORDABLE**
- Low-cost solution
 - Typically 41% less than traditional providers*
 - Plus Capital One member savings

- SMART**
- Index-based funds:
 - Low-expense
 - Diversified
 - Automated

*Price estimates are based on quote requests, interviews and printed data from leading small business 401(k) providers in Q2, 2011 and other 2010 industry data, and is compared to ShareBuilder's Simplified 401k plan. Participant fee savings are based on a plan with \$50,000 in total assets. Plan sponsors should contact plan providers directly to compare the most up-to-date costs of service for their plan size, assets, and needs.

Just minutes for sponsor to administer

Paperwork eliminated

- 100% online plan administration
- Online statements & performance

We cover the details

- Tax reporting & compliance testing
- Signature-ready Form 5500
- Roth 401(k)
- Safe Harbor options
- Automatic employee enrollment
- Automatic IRA rollover services
- Easily integrates with payroll services
- Unlimited customer support including tailored employee education meetings

shareBUILDER 401K

Capital One

INVESTMENT SELECTIONS: ETF Index Funds

A ShareBuilder 401K account allows you to invest in any of the ETF (exchange-traded fund) index funds listed below. You can create your own custom portfolio by selecting from this list, or you can use one of our model portfolios that aligns with your investment strategy (see reverse).

Equity Funds		Performance figures as of 09/30/2012						
Symbol	Fund	3 mo	YTD	1 yr	3 yr	5 yr	Since Incept.	Exp. Ratio
SPY	SPDR S&P 500 ETF Trust	6.38%	16.43%	29.06%	13.13%	0.90%	6.07%	0.10%
IWF	iShares Russell 1000 Growth Index	5.89%	16.62%	18.62%	14.52%	2.99%	-0.23%	0.20%
QQQ	NASDAQ 100 Trust Shares	7.18%	23.66%	31.81%	18.48%	6.62%	2.58%	0.20%
DIA	SPDR DJIA Trust	5.01%	12.06%	26.15%	14.25%	2.00%	5.89%	0.10%
IWO	iShares Russell 1000 Value Index	6.41%	15.61%	30.50%	11.62%	-1.01%	4.44%	0.20%
KLD	iShares KLD Select Social Index	5.47%	10.12%	21.79%	10.93%	0.45%	4.04%	0.50%
NDY	SPDR S&P Midcap 400 ETF Trust	5.27%	13.68%	27.88%	14.02%	3.50%	11.09%	0.29%
DVY	iShares Dow Jones Select Dividend	3.59%	10.28%	23.86%	15.97%	0.36%	5.31%	0.40%
IWM	iShares Russell 2000 Index	5.29%	14.49%	31.85%	13.05%	2.27%	6.30%	0.20%


Fixed Income Funds		Performance figures as of 09/30/2012						
Symbol	Fund	3 mo	YTD	1 yr	3 yr	5 yr	Since Incept.	Exp. Ratio
IEF	iShares Barclays 7-10 Year Treasury	0.93%	4.09%	5.34%	8.62%	9.80%	6.51%	0.15%
BND	Vanguard Total Bond Market ETF	1.50%	3.90%	5.16%	6.03%	N/A	6.32%	0.10%
TIP	iShares Barclays TIPS Bond	2.02%	6.02%	8.99%	9.06%	7.79%	6.39%	0.20%
SHY	iShares Barclays 1-3 Year Treasury	0.24%	0.27%	0.40%	1.29%	2.68%	2.78%	0.15%
BWX	SPDR Barclays Capital Int. Treasury Bond	4.56%	5.84%	5.83%	3.78%	N/A	5.55%	0.50%
PCY	PowerShares Emerging Markets Sov. Debt	7.73%	16.57%	22.52%	11.59%	N/A	9.97%	0.50%

Specialty Funds		Performance figures as of 09/30/2012						
Symbol	Fund	3 mo	YTD	1 yr	3 yr	5 yr	Since Incept.	Exp. Ratio
VNQ	Vanguard REIT ETF	0.09%	14.78%	32.18%	20.46%	2.77%	6.18%	0.12%
VWO	Vanguard Emerging Markets ETF	5.79%	10.50%	20.63%	4.90%	-1.65%	9.39%	0.20%
VEA	Vanguard Europe Pacific ETF	6.20%	9.57%	19.21%	2.03%	N/A	-4.09%	0.12%
DBC	PowerShares DB Commodity Index	11.35%	6.06%	11.35%	9.13%	1.22%	3.40%	0.93%
IAU	iShares Gold Trust	10.99%	13.39%	9.07%	20.39%	18.57%	19.97%	0.25%

Stable Value Funds		Performance figures as of 09/30/2012						
Symbol	Fund	3 mo	YTD	1 yr	3 yr	5 yr	Since Incept.	Exp. Ratio
BDMXX	RBB Fund, Inc.: Money Market Portfolio	0.00%	0.02%	0.02%	0.02%	0.64%	2.49%	-

Simple for employees to enroll

Online tools help employees get started quickly

shareBUILDER 401K 

INVESTMENT SELECTIONS: Model Portfolios

Our model portfolios are designed to make investment selection easy. Simply select the portfolio that best meets your needs and we'll take care of the rest. Choose our auto-rebalance option to maintain proper asset allocations.

Stable Portfolio
Stable investors prefer lower-risk investments that don't tie up money in long-term commitments. Their priority is to earn interest while taking minimal risk. They may have a need for income from investments now or in the next one to two years. Stable investors are low-risk investors.
Expense Ratio: 0.16%

Conservative Portfolio
Conservative investors have a two- to five-year time horizon, typically because they are nearing retirement or have a short-term need for their investment. They prefer a higher level of income than does the stable investor. Conservative investors are low- to medium-risk investors.
Expense Ratio: 0.15%

Balanced Portfolio
Balanced investors will have a time horizon of five to ten years and choose to diversify across both aggressive growth-oriented investments and more conservative interest-earning investments. They emphasize income over growth. Balanced investors are medium-risk investors.
Expense Ratio: 0.16%

Moderate Portfolio
Moderate investors will have the same time horizon as balanced investors, five to ten years. However, they will lean toward a slightly more aggressive balance of investments. They emphasize growth over income. Moderate investors are medium- to high-risk investors.
Expense Ratio: 0.17%

Aggressive Portfolio
Aggressive investors have a time horizon of more than ten years. Aggressive investors are willing to risk losing some money from time to time for the potential of making greater returns in the long run. Their focus is on wealth creation. Aggressive investors are high-risk investors.
Expense Ratio: 0.19%

SIX RULES
For making smart choices.
Part two of the two-part guide.

FIVE RULES
For creating a sound investment strategy.
Part one of the two-part guide series Saving Smart for Retirement.

"The most important decision you will probably ever make concerns the balancing of asset categories (stocks, bonds, real estate, money market securities, etc.) at different stages of your life."
—Professor Burton Malkin of Princeton University, author of *A Random Walk Down Wall Street*, and former member of the Council of Economic Advisors.

Legend:
■ DRY iShares Russell 2000 Index Fund
■ FND iShares Russell 2000 Growth Index Fund
■ FNF iShares Russell 2000 Index Fund
■ FNM iShares Russell 2000 Index Fund
■ VEA Vanguard Europe Pacific ETF

Asset Allocation Data:
Stable Portfolio: 85% TIF (iShares Barclays 1-3 Year Treasury Bond), 15% TIP (iShares Barclays TIPS Bond)
Aggressive Portfolio: 13% FNM (iShares Russell 2000 Index Fund), 21% VEA (Vanguard Europe Pacific ETF)

- Online enrollment video & guides
- Simple-to-use enrollment wizard
- Free customer care support

Great tools for any employee need

Easy online tools put investment strategy on auto-pilot

- Easy online training & guides
- Retirement calculator
- Online investment center
- Model portfolios
- Quarterly rebalancing
- Commission-free trades
- Quarterly customized employee account review
- Customized performance reports

The image displays two overlapping screenshots of the ShareBuilder 401K website. The top screenshot shows the main login page with the ShareBuilder 401K logo, navigation links for 'NEED HELP?' and 'FORGOT YOUR PASSWORD?', and a 'Welcome to the ShareBuilder 401K Web Site' message. It includes links for 'REGISTER HERE', 'Already Registered?', and 'LOG IN HERE'. Below these are input fields for 'Web User ID' and 'Forgot Web User ID?'. The bottom screenshot shows the 'Employee Site' for a 'Sample Plan ShareBuilder 401(k) Enrollment'. It features a welcome message, a list of five enrollment steps, and a 'How can we help?' section with contact information.

ShareBuilder 401K

NEED HELP? FORGOT YOUR PASSWORD?

Help
Forgot Password

Welcome to the
ShareBuilder 401K Web Site

REGISTER HERE

Already Registered?

LOG IN HERE

Web User ID Forgot Web User ID?

Welcome John Black | Logoff

Employee Site **ShareBuilder 401K**

ShareBuilder Enrollment Home Manage Your Account

Sample Plan ShareBuilder 401(k) Enrollment

Welcome to the Sample Plan ShareBuilder 401(k) Plan. To view and manage your ShareBuilder 401(k) Account, you will need to spend a few minutes completing this enrollment process. After these five easy steps, you will be on your way to saving for your retirement.

Step	Enrollment Requirement	Status
1	Watch the enrollment video	To be completed
2	View the Plan Highlights	To be completed
3	Setup how much you would like to contribute	To be completed
4	Choose your investment elections	To be completed
5	Designate your beneficiary	To be completed

How can we help?
If you have questions
call toll-free:
800-943-6108
Monday-Friday
9am-6pm Eastern Time
excluding market holidays

Aspensius® and the Aspen

Support every step of the way



Setting up your business for success

SELECT

Success Manager

- Access business 401(k) needs & objectives
- Explain pricing & matching options
- Recommend suitable plan type

SETUP

Installation Specialist

- Finalize plan features
- Gather employee census data
- Complete & send plan document
- Coordinate conversion

MANAGE

Customer Care Agents

- Provide toll-free and email-based support for employers & employees
- Handle distributions, plan amendments & other ongoing inquiries

Seamless integration with top administrator

ShareBuilder 401k seamlessly integrates with PAi for administration

PAi is a top administrator

- Over 20 years of plan administration experience
- Managing 8,000 401(k) plans with \$4B in assets
- Recordkeeping for 475,000 participants
- 97% retention rate (versus 86% for industry average)
- Proprietary Microsoft.NET and XML-based platform
- US Chamber of Commerce Blue Ribbon Small Business Award in 2006, 2007, 2008 and 2009

THE 100% ETF SOLUTION

**The great idea of pairing market
performance with low expenses**

Our investment philosophy

Focusing on the **factors that can be controlled** is the most effective way to help participants succeed.

Asset Diversification

Research suggests the most important decision is the asset allocation across stock, bond, and cash

A Long-Term Proposition

Trends or momentum are short-term and not an “investment philosophy”

Costs Matter

Low management fees and transaction costs are a head start in earning competitive returns

Our philosophy led to an all-ETF solution

- 1** ETFs cover both popular asset classes and **other important categories** not typically offered in 401(k)s
- 2** Indexing has **outperformed** 65-85% of actively-managed funds over the long-term
- 3** ETFs are **low-expense leaders** and our proprietary technology enables us to **waive trading fees**

ShareBuilder is not a fund provider which enables unbiased selection

Indexing: strong results historically

Affordable diversification that tracks the performance of a particular market index:

Fund Category	Comparison Index	Funds Underperforming the Index*
Large-cap core	S&P 500	71.37%
Mid-cap core	S&P MidCap 400	88.35%
Small-cap core	S&P SmallCap 600	80.18%
International	S&P 700	73.65%



Key performance drivers of funds (5 year period)

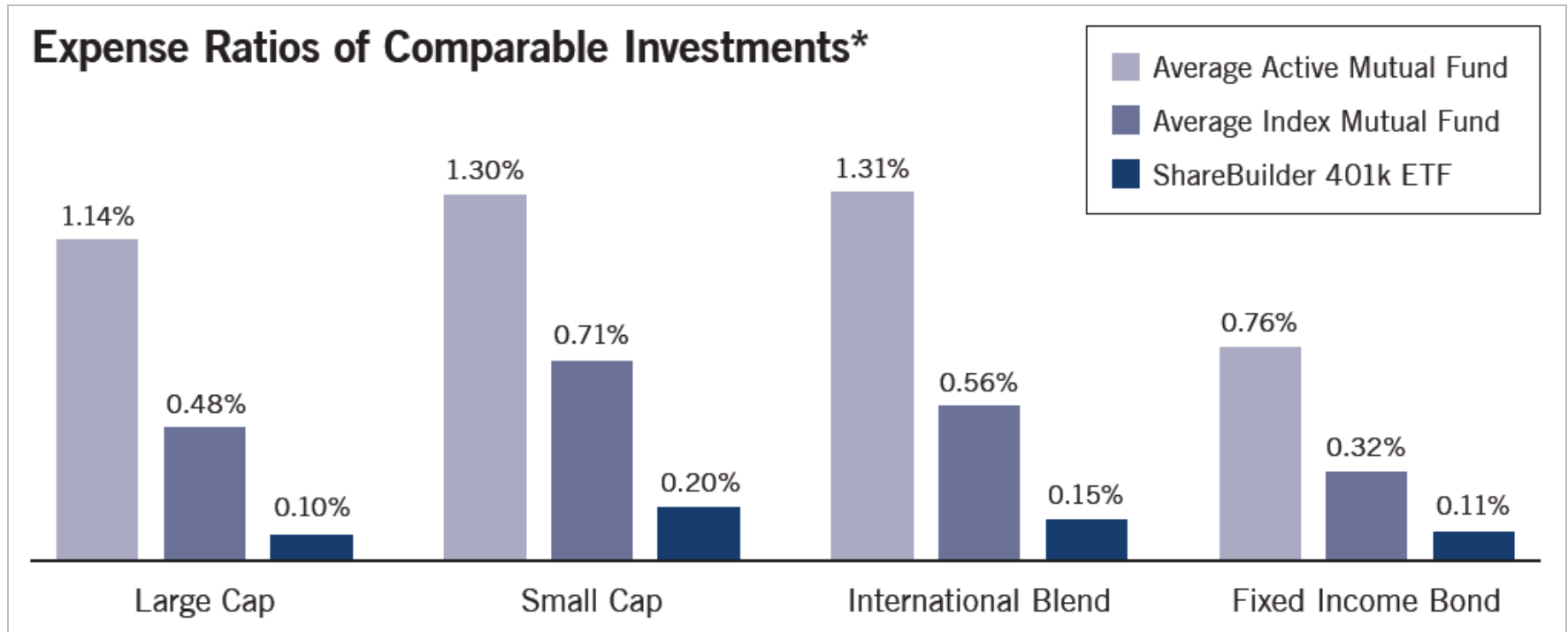
- **Manager Tenure¹** - pretty much irrelevant with index funds
- **Expense Ratios¹** -- index funds are very low expense

Note that an index can not be directly invested in. Rather funds that mirror (same stock and/or bond composition) the index can be. For example, there are ETFs that track the comparison indices shown above and many more.

¹ Standard & Poor's Indices Versus Active Funds Scorecard, five year view ending June 2012.

ETFs are low-expense

Exchange-Traded Funds (ETFs) are comprised of a basket of stocks or bonds that follow a specific market index, similar to an index mutual fund.



*Morningstar, 12/31/10, and expense ratios for ShareBuilder 401k ETF options of: SPDRs, S&P 500, iShares Russell 2000, Vanguard Europe Pacific and Vanguard Total Bond Market respectively. Average expense ratio is calculated on an equal-weighted average basis. Expense ratios of ShareBuilder 401k funds may be substantially less than those of most mutual funds. A specific mutual fund may compare favorably to a ShareBuilder 401k investment option.

ETFs likely to gain a bigger cost advantage

Kiplinger.com

TIMELY, TRUSTED PERSONAL FINANCE ADVICE & BUSINESS FORECASTS

“Fund Expense Ratios on the Rise” 04/28/09

Fund Companies are hiking fees as their assets shrink.

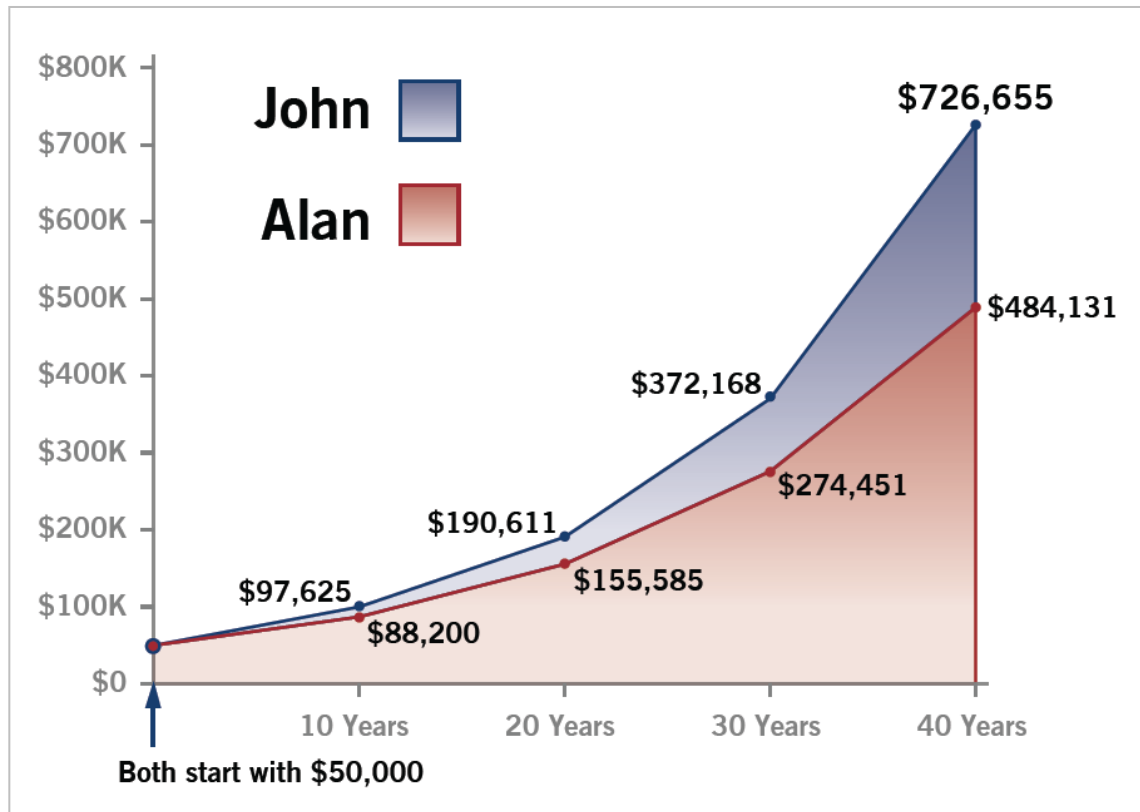
MarketWatch

“Fink says BlackRock won’t raise iShares ETF fees” 06/12/09

We’re going to keep them where they are or bring them down.

The impact of costs are real

\$98K more savings in 30 years, \$242K more savings in 40 years



- Two investors
- Each with \$50K invested
- Neither contributes again
- 8% fixed returns for each
- **1% fees** for John
- **2% fees** for Alan

This hypothetical presentation is based on a fixed annual 8% return with no distributions or tax considerations, and does not imply future returns. **Actual experience will vary with investment selections and changing market conditions.**

The ShareBuilder 401k ETF line up



Equity	Fixed Income / MM	Specialty
SPDRs S&P 500	iShares Barclays TIPS Bond Fund	Vanguard REIT
iShares Russell 1000 Growth Index	iShares Barclays 1-3 Year Treasury Bond Fund	Vanguard Emerging Market
NASDAQ 100 Trust Shares	iShares Barclays 7-10 Year Treasury Bond Fund	Vanguard Europe Pacific
DIAMONDS Trust, Series 1	Vanguard Total Bond Market	
iShares Russell 1000 Value Index	RBB Fund, Inc: Money Market	
MidCap SPDRs		
iShares Dow Jones Select Dividend Index		
iShares Russell 2000 Index		

Top reasons to move to ShareBuilder 401k

1

Ease of online & paper-free tools

2

Reduce business administration costs

3

In-person support from your advisor

4

Low-expense, market efficient funds and portfolios

5

Latest features including Roth, auto-rebalancing, auto-enrollment and signature-ready 5500

Thank you for your time

Questions?

877-431-6997

CHUCK@CPRFINANCIAL.NET