

Division of Securities
Utah Department of Commerce
160 East 300 South
Box 146760
Salt Lake City, UT 84114-6760
Telephone: (801) 530-6600
FAX: (801) 530-6980

**BEFORE THE DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE
OF THE STATE OF UTAH**

**IN THE MATTER OF THE
APPLICATION OF:**

MILLENNIATA ACQUISITION, INC.

**FOR THE APPROVAL TO ISSUE
SECURITIES OR DELIVER OTHER
CONSIDERATION UNDER THE
FAIRNESS HEARING PROVISIONS OF
SECTION 61-1-11.1 OF THE UTAH
UNIFORM SECURITIES ACT**

NOTICE OF FAIRNESS HEARING

Docket no. SD-10-0078

TO: ALL HOLDERS OF THE OUTSTANDING STOCK OF MILLENNIATA, INC.

NOTICE OF FAIRNESS HEARING

NOTICE IS HEREBY GIVEN that a fairness hearing on the proposed qualification of the issuance of securities by Millenniata Acquisition, Inc. a corporation ("Applicant"), pursuant to an application for approval to issue securities or deliver other consideration under section 61-1-11.1 of the Utah Uniform Securities Act ("Act") will be held:

DATE: December 16, 2010
TIME: 10:00 a.m. (MST)
PLACE: Hearing Room 250
160 East 300 South
Salt Lake City, UT 84114

before the Director of the Utah Division of Securities (the "Director") or a duly authorized designate for the purpose of determining the fairness of the terms and conditions of the proposed offer and sale of securities or delivery of other consideration as described in the Form 11 - Application for Hearing for Certain Exchanges of Securities (the "Application") filed by Applicant. The hearing is being held to satisfy the requirements of Section 3(a)(10) of the Securities Act of 1933 and Section 61-1-14(2)(s) of the Utah Uniform Securities Act. The hearing will be conducted under the Rules set forth in sections R151-46b-1, et. seq. and R164-11-2 of the Utah Administrative Code. The Director has designated Benjamin Johnson, Director of Corporate Finance in the Division, as hearing officer in this matter.

The facts giving rise to this hearing and the material terms of the proposed transaction are incorporated herein by reference to the Application, Applicant's Notice of Fairness Hearing, the Agreement and Plan of Share Exchange between Millenniata, Inc. and Applicant, the Proxy Statement and other disclosures provided by Applicant to the Division, together with exhibits related thereto. The Division has directed the Applicant to make available to you the referenced documents in the following two ways:

- 1) All documents relating to this hearing may be viewed and downloaded at the following web address: www.millenniata.com/shareholders, or
- 2) At your request and without charge, the Applicant will mail to you, via overnight delivery, the documents related to the hearing. To make this request, please call 801-437-3700. Requests received prior to 10:00 a.m. on any working day will be sent out the same day.

The purpose of the hearing is to enable the Director to determine (1) the fairness of the terms and conditions of the transaction, and (2) whether the Director should issue a permit pursuant to section 61-1-11.1 of the Act.

The hearing will be open to the public. All interested parties may be present at the hearing and may, but need not be, represented by counsel. Each interested party is entitled to present testimony and/or other evidence as to the fairness of the terms and conditions of the proposed issuance of securities or delivery of other consideration. Pursuant to section R164-11-2(F)(4) of the Utah Administrative Code, any interested person desiring to so participate must indicate his or her intention to do so by giving written notice to the Division **at least two (2) days**

prior to the hearing. If unable to attend the hearing in person, interested persons may arrange with the Division to participate by telephone or by affidavit. Within a reasonable time after completion of the hearing, the Director, if he finds that the terms and conditions of the transaction are fair to those to whom the securities will be issued, shall issue an order pursuant to subsection 61-1-11.1(3) of the Act.

Requests to participate in the Fairness Hearing should be filed with the Utah Division of Securities, attention Julie Price, P.O. Box 146760, Salt Lake City, Utah 84114-6760.

Questions regarding this notice should be directed to Nadene Adams at (801) 530-6600.

DATED this 23rd day of November, 2010.



THAD LEVAR
Acting Director
Division of Securities
Utah Department of Commerce

ACCEPTANCE OF SERVICE

On the 23rd day of November 2010, a copy of the **Notice of Fairness**

Hearing in the matter of the application of **Millenniata Acquisition, Inc.** was served in

person to counsel:

Ballard Sparhr, LLP
201 South Main Street, Suite 800
Salt Lake City, UT 84111

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