

Plan Location and Access

The Firm will maintain copies of its BCP plan and the annual reviews, and the changes that have been made to it for inspection.

- A copy of this plan has been delivered to the appropriate NASD District Office
- A copy of this plan is maintained in electronic format located on the file server labeled as "Business Continuity Plan"
- A copy of this plan is maintained offsite with access in hard copy and electronic format:

B/D Solutions Consulting
4060 Peachtree Rd - Suite D-3226
Atlanta GA 30319
Telephone: 404-303-8840
Contact Person: Anthony Damos

Business Description

The Firm is a limited purpose broker/dealer that arranges for the private placements of securities in connection with merger & acquisition and capital raising activities. The Firm's clients include public and private corporations, venture capital and equity funds, and institutional money managers. The firm does not solicit nor conduct business with individual investors.

The Firm does not maintain any agreement with other broker/dealers or financial institutions for the clearance or settlement of any transaction in which it participates. The Firm does not accept, handle or hold any customer funds or securities.

Office Locations

The Firm is located at: 18881 Von Karman - Suite 1600
Irvine California 92612
Main telephone: 949-259-4900

Employees may travel to that office by means of foot, car or bus. The Firm does not engage in order taking from investors at this or any location. The Firm restricts its activity to the processing of subscription documents for the issuer.

Alternative Physical Location(s) of Employees

In the event of an SBD, we will move the staff from affected offices to the homes of the closest unaffected person's home office location.

The current back-up home office location is:

Mark Bergendahl
918 Canyon View
Laguna Beach, CA 92651

Rule: NASD Rule 3510(c)(6).

Customers' Access to Funds and Securities

The Firm does not maintain custody of customers' funds or securities nor take retail orders from investors. In the event of an internal or external SBD, if telephone service is available, the Firm's registered persons can contact our institutional clients directly if necessary. Since private placements are, by definition, illiquid investments, the Firm is not required to publish a procedure for customers to access their securities.

If SIPC determines that the Firm is unable to meet its obligations or if our liabilities exceed our assets in violation of Securities Exchange Act Rule 15c3-1, SIPC may seek to appoint a trustee to disburse our assets to clients. We will assist SIPC and the trustee by providing our books and records identifying client accounts subject to SIPC regulation.

Rules: NASD Rule 3510(a); Securities Exchange Act Rule 15c3-1; 15 U.S.C. 78eee (2003).

Data Back-Up and Recovery (Hard Copy and Electronic)

The Firm maintains its primary hard copy books and records and its electronic records at the main office address listed above. Mark Bergendahl [949-259-4909], email: mbergendahl@Ascendant.com is responsible for the maintenance of these books and records. The Firm maintains the following document types and forms: copies of Offering Memoranda, subscription documents, investor questionnaires, etc.

The Ascendant records are maintained as paper copies and on CD-ROM discs. The Firm backs up its paper records by copying the computer server files and storing them off-site. The Firm backs up the records at a minimum of once each week.

In the event of an internal or external SBD that causes the loss of our paper records, we will physically recover them from our back-up site. If our primary site is inoperable, we will continue operations from our back-up site or an alternate location. For the loss of electronic records, we will either physically recover the storage media or electronically recover data from our back-up site, or, if our primary site is inoperable, continue operations from our back-up site or an alternate location.

Rule: NASD Rule 3510(c)(1).

Financial and Operational Assessments***Operational Risk***

In the event of an SBD, we will immediately identify what means will permit us to communicate with our employees, critical business constituents, critical banks, critical counter-parties, and regulators. Although the effects of an SBD will determine the means of alternative communication, the communications options we will employ will include telephone, voice mail and secure e-mail. In addition, we will retrieve our key activity records as described in the section above, Data Back-Up and Recovery (Hard Copy and Electronic).

Rules: NASD Rules 3510(c)(3) & (f)(2).

Financial and Credit Risk

In the event of an SBD, we will determine the value and liquidity of our investments and other assets to evaluate our ability to continue to fund our operations and remain in capital compliance. We will contact our key clients and vendors to apprise them of our financial status. If we determine that we may be unable to meet our obligations to counter-parties or otherwise continue to fund our operations, we will request additional financing from our bank or other credit sources to fulfill our obligations. If we cannot remedy a capital deficiency, we will file appropriate notices with our regulators and immediately take appropriate steps to address all our fiduciary obligations.

Rules: NASD Rules 3510(c)(3), (c)(8) & (f)(2).

Mission Critical Systems

The typical broker/dealer "mission critical systems" are those that ensure prompt and accurate processing of securities transactions, including order taking, entry, execution, comparison, allocation, clearance and settlement of securities transactions, the maintenance of customer accounts, access to customer accounts, and the delivery of funds and securities.

Ascendant has primary responsibility for facilitating the review, acceptance and settlement of investment subscriptions and documents between third-party broker/dealers, clearance and settlement entities, and the product issuer. As such, the Firm has no mission critical systems utilized by clients.

Recovery-time objectives provide concrete goals to plan for and test against. They are not, however, hard and fast deadlines that must be met in every emergency situation, and various external factors surrounding a disruption, such as time of day, scope of disruption, and status of critical infrastructure—particularly telecommunications—can affect actual recovery times. Recovery refers to the restoration of these review, acceptance and settlement activities after a wide-scale disruption; resumption refers to the capacity to accept and process new transactions and payments after a wide-scale disruption.

The Firm's Mission Critical Systems***Order Taking***

The Firm does not receive orders for execution from our institutional clients (only).

Order Entry

The Firm does not enter orders for institutional clients with any correspondent clearing entities. The Firm may receive and promptly forwards subscriptions for investments from third-party broker/dealers.

In the event of an internal SBD, we will receive and review subscription documents to our back up site by the fastest alternative means available. In the event of an external SBD, we will maintain the paper-based delivery process currently in operation.

Other Services Currently Provided to Clients

In addition to those services listed above in this section, we may also assist issuers in the marketing and distribution of various financial products. In the event of an internal or external SBD, we will continue to offer services as the situation allows.

Mission Critical Systems Provided by Our Clearing Firm

Not Applicable.

Rules: NASD Rules 3510(c) & (f)(1).

Alternate Communications Between the Firm and Clients, Employees, and Regulators***Clients***

We now communicate with our clients and other broker/dealers using the telephone, e-mail, fax, U.S. mail, and in-person visits at the Firm or at client locations. In the event of a SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. For example, if we have communicated with a party by e-mail but the Internet is unavailable, we will call them on the telephone and follow up where a record is needed with paper copy in the U.S. mail or fax.

Rule: NASD Rule 3510(c)(4).

Employees

We now communicate with our employees using the telephone, e-mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. We will also employ a call tree so that senior management can reach all employees quickly during an SBD. The call tree includes all staff home and office phone numbers. We have identified persons, noted below, who live near each other and may reach each other in person:

The person to invoke use of the call tree is Mark Bergendahl.

| Caller | Call Recipients |
|------------------------|---|
| <i>Mark Bergendahl</i> | <i>Bradley Wilhite</i> |
| <i>Mark Bergendahl</i> | <i>Anthony Diamos</i> |
| <i>Bradley Wilhite</i> | <i>All other Associated Persons</i> |
| <i>Bradley Wilhite</i> | <i>Non-associated persons as may be necessary</i> |
| | |

Rule: NASD Rule 3510(c)(5).

Regulators

We are a member of the FINRA. We communicate with our regulators using the FINRA Website, telephone, e-mail, fax, U.S. mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. As a last resort, a personal visit to a FINRA District office will be arranged.

Rule: NASD Rule 3510(c)(9).

Critical Business Constituents, Banks, and Counter-Parties

Business Constituents

We have contacted our critical business constituents (businesses with which we have an ongoing commercial relationship in support of our operating activities, such as vendors providing us critical services and issuers/product sponsors), and determined the extent to which we can continue our business relationship with them in light of an internal or external SBD. We will quickly establish alternative arrangements if a business constituent can no longer provide the needed goods or services when we need them because of an SBD to them or the Firm.

Rules: NASD Rule 3510(c)(7).

Banks

We have contacted our banks and lenders to determine if they can continue to provide the financing that we will need in light of the internal or external SBD. The bank maintaining our operating account is: American Business Bank, 523 West 6th Street Suite 900 - Los Angeles CA 90014 (213-430-4000)

Rules: NASD Rule 3510(c)(7).

Counter-Parties

We have contacted our critical counter-parties, such as other broker/dealers and institutional clients, to determine if we will be able to carry out our transactions with them in light of the internal or external SBD. Where the transactions cannot be completed, we will work with or contact those counter-parties directly to make alternative arrangements to complete those transactions as soon as possible.

Rules: NASD Rules 3510(a) &(c)(7).

Regulatory Reporting

The Firm is subject to regulatory reporting by the FINRA, and the SEC. We now file reports with our regulators using paper copies in the U.S. mail, and electronically using fax, e-mail, and the Internet. In the event of an SBD, we will check with the SEC, FINRA and other entities to determine which means of filing are still available to us, and use the means closest in speed and form (written or oral) to our previous filing method. In the event that we cannot contact our regulators, we will continue to file required reports using the communication means available to us, including the personal delivery of documents to available FINRA district offices. NASD, (301) 869-6699.

Rule: NASD Rule 3510(c)(8).

Disclosure of Business Continuity Plan

We disclose in writing a summary of our BCP to vendors and other broker/dealers upon request. Our summary addresses the possibility of a future SBD and how we plan to respond to events of varying scope. In addressing the events of varying scope, our summary (1) provides specific scenarios of varying severity (e.g., a firm-only business disruption, a disruption to a single building, a disruption to a local community, and a market disruption); (2) states whether we plan to continue business during that scenario and, if so, our planned recovery time; and (3) provides general information on our intended response. Our summary discloses the existence of back-up facilities and arrangements.

Rule: NASD Rule 3510(e).

Updates and Annual Review

The Firm will update this plan whenever there is a material change to management, operations, structure, business or location. In addition, the Firm will review this BCP annually in order to determine if changes are necessary.

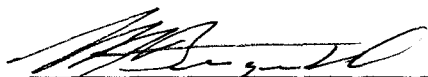
Rule: NASD Rule 3510(b).

Senior Manager Approval

I have reviewed this Business Continuity Plan in accordance with NASD Rule 3510(d), and determine it is reasonably designed to enable the Firm to meet its obligations to all parties in the event of a Significant Business Disruption.

Rule: NASD Rule 3510(d).

Signed:



Mark Bergendahl
Chief Compliance Officer
Ascendant Securities LLC

Title:

Date:

January 1, 2009
