To: Jeffrey Epstein[jeevacation@gmail.com]
From: [redacted]
Sent: Mon 12/16/2013 10:42:53 PM
Subject: Fwd: Update on Thinkfit /SmartBells

Are you open to talking with these guys? Paul is an interesting & visionary character.

Xo

Typos, misspellings courtesy of iPhone.

Begin forwarded message:

From: Chloe [redacted]
Date: December 16, 2013, 2:13:06 PM PST
To: [redacted]
Cc: Paul Widerman [redacted]
Subject: Re: Update on Thinkfit /SmartBells

Hi [redacted]
It's great to meet you over email.

The reason we are now exploring the NP route is that we are not confident the economics / business model of Thinkfit as it is currently positioned makes sense, nor that we can have enough runway with whatever personal capital we may be able to quickly assemble to complete the acquisition, and more importantly, to course correct so we can attract the additional capital infusion that is definitely needed for the company to become profitable.

Going the NP route would mean any money we raise would not come with the strings of having to deliver an attractive return on capital, which means we can focus on developing training and outreach so more people can be helped with the concept around Smartbells. The analogy I've been using is that something as revolutionary as introducing yoga to the western world would have never succeeded if it was VC funded at the very start..

Paul is concerned though if we do not find a way to acquire Thinkfit, we would lose a lot momentum in the existing IP/branding/infrastructure embedded, even though the smartbell patent itself expires in less than two years. The current CEO of smartbell is in a rush to sell the company to the highest bidder as soon as possible, so if we don't make the acquisition a priority (possibly through the NP entity), there is some chance a third party, such as Balanced Body Pilates may acquire Thinkfit, though I think the chance that it happens in the next few weeks or even months are slim.

Any and all thoughts / suggestions you may have would be very much appreciated. I know Paul found your input extremely valuable in helping him focus on what is important.

I'm happy to provide more details on Thinkfit's assets / liabilities / existing investors / motivation of the CEO also if that would be helpful.

Sincerely,

Chloe

On Fri, Dec 13, 2013 at 6:10 PM, [redacted]> wrote:

Paul & Chloe,

Sounds interesting! Does NP status get you new funding sources? Help Dave in some way? Curious.

My schedule has zero white space right now. I'm emailing during a [redacted] appt. bad idea. But the next few weeks are crazy.

Email is best. I'll do what I can to respond!

Best,
[redacted]

Typos, misspellings courtesy of iPhone.

On Dec 13, 2013, at 2:35 PM, Paul Widerman <[redacted]> wrote:

Hi [redacted] !!!
-- Introducing Chloe who I mentioned... She, Dan and I are working to get our brains around the Thinkfit/SmartBells situation (patent and company sale). We learned more about the situation, and ideas starting to emerge....

-- One from Chloe is new and out of the box at this point.

Form a non-profit to do training, education, outreach based on the ideas and concepts you saw at Health Foo. Many potential permutations arise... (non-profit stand alone), (non-profit education outreach holds hand with for-profit which focuses on "high performance and training and products") etc. But... wanted to get non-profit concept on your radar.

-- We have more meetings lined up which will clarify further.

-- After that, would you have time for a sometime this coming week?

Enjoy the weekend!
pw