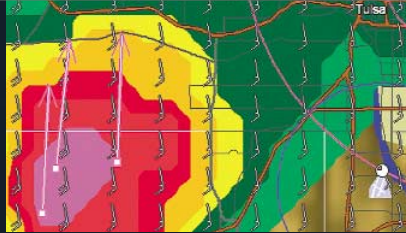


REAL-TIME WEATHER FOR REAL-WORLD FLYING.



WxWorx™ gives you real-time access to the most comprehensive weather, right in your aircraft. It's the same weather data broadcast by meteorologists to more than 235 million people nationwide. And it's available in your cockpit – or at your fingertips – whenever you need it.

Teamed with XM Satellite Radio, WxWorx provides the data transmitted by XM WX Satellite Weather – the most powerful weather system in aviation history. We also supply the aviation, marine and emergency response markets with software and hardware used to access the XM WX Satellite Weather service.



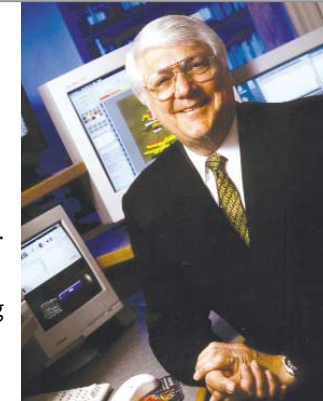
GET THE BEST WEATHER FOR FLYING, NOW.

Let WxWorx deliver the most powerful weather system in aviation history to your cockpit. It's the one decision that will

make all your subsequent ones better. For more information, visit www.wxworx.com. Or call 321-751-9202.

A PROUD HISTORY OF DELIVERING THE WEATHER.

In 1990, veteran meteorologist Bob Baron founded Baron Services with a vision of changing the way people received severe weather information. Baron's goal is to prevent the loss of life by improving the delivery of highly specified weather information to the public. As a licensed pilot, he saw an opportunity to transfer this thinking to the cockpit. He formalized the plan in 2002 with the launch of a new mobile weather company, WxWorx.



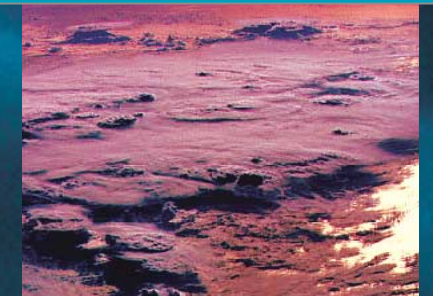
www.wxworx.com

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SHS 9/03 2.5M

WxWorx™



FLY WITH THE MOST
COMPREHENSIVE WEATHER
AT YOUR COMMAND.



THE EXPERTS IN
SITE-SPECIFIC,
ON-BOARD WEATHER.

WxWorx™

**WEATHER AS
PRECISE AS
THE PILOTS
WHO RELY
ON IT.**

IN CONJUNCTION WITH XM WX SATELLITE WEATHER, WXWORX BRINGS THE MOST COMPREHENSIVE AND RELIABLE WEATHER TO THE COCKPIT. OUR STATE-OF-THE-ART SOFTWARE, WXWORX ON WINGS™, FEATURES AN INTUITIVE INTERFACE FOR QUICK AND EASY REFERENCE AS YOU FLY ANYWHERE ACROSS THE CONTIGUOUS UNITED STATES AND COASTAL WATERS.

Customized sounds can be played as new warnings occur. Additional software options and upgrades can be downloaded directly from our Web site as they become available.

Loop—Allows you to animate recent radar and echo tops patterns.

In/Out—Zooms in to half the current view radius, down to 0.1 mile. Zoom out to double the current view radius, up to 1,250 miles.

Directional Arrows—Shifts the current view approximately 25 percent to the north, south, east or west with each click.

Magnify—Allows you to select an area to zoom in upon, down to a 0.1 mile radius.

GPS—Optional function that allows you to integrate data from your GPS into the weather display.

Reset—Displays AIRMETs and SIGMETs. Also brings the map back to its launch position – a full view of the United States.

VOR—Displays VORTACs and VOR-DMEs symbols, radio frequencies and letter designations.

RADAR—Displays seven levels of storm intensity in full, high-resolution color.

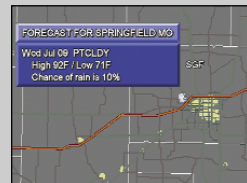


APT—Toggles the display of locations and identification codes for all airports in the United States.

Weather—Displays METAR and TAF data from National Weather Service stations.

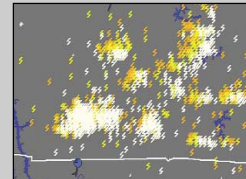


Airways—Displays high-altitude Jet airways or low-altitude VICTOR airways, depending on your preferences.

Forecast—Allows you to display current weather forecasts for cities across the United States.

Time Stamp—Provides continuous and automatic updates every five minutes.



Strikes—Displays lightning flashes from the past five minutes, with a 15-minute decay cycle shown in three colors.

AVN—Highlights seven types of controlled and reserved airspace.



Mapping—Optional upgrade that provides additional terrain and city detail. Also allows county warnings to be displayed graphically.

Warnings—Displays National Weather Service warnings for floods, flash floods, thunderstorms and tornadoes.

Tops—Displays echo top information up to 70,000 feet, using 5,000-foot increments.



Winds—Displays wind speed and direction up to 42,000 feet, using 3,000-foot increments.



Storm Cell Identification and Tracking (SCIT)—Patented markers provide in-depth information about strong storms. Arrows project the storm's path over the next 15 minutes.



Some images include optional mapping feature.

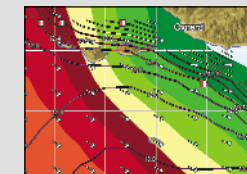
SOLUTIONS FOR THE MARITIME AND EMERGENCY RESPONSE MARKETS.

Detailed weather is as critical to many boat owners and emergency personnel as it is to pilots. So WxWorx has developed unique solutions for the maritime and emergency response markets. Accessing the same XM WX Satellite Weather data, the WxWorx software customizes and displays the information according to the specific needs of each group.

In addition to radar, lightning strikes, graphical echo tops and other standard weather information, WxWorx on Water™ delivers highly specific maritime weather data. Tropical storms, wave periodicity, surface water temperatures and much more can be displayed at the touch of a button.

The emergency response software combines information, from both the aviation and maritime software, for a comprehensive view of weather in virtually any situation.

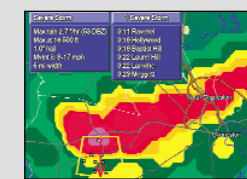
Waves—With WxWorx on Water, boat owners can determine wave height, direction and periodicity at a glance.



Buoy Data—WxWorx on Water displays buoy locations on both coasts and the Great Lakes. Click on one to bring up full details in a movable marquee.



Site-specific Weather—WxWorx SCIT markers, for the emergency response market, project when strong storms will pass through individual neighborhoods.



THE SMARTEST CHOICE IN SATELLITE WEATHER RECEIVERS.

WxWorx offers compact, lightweight receivers and antennas, thanks in large part to two of the most powerful commercial satellites ever put into orbit. The XM satellites transmit the XM WX Satellite Weather service over a highly robust signal, allowing for the design of extremely efficient – and affordable – hardware.

WxWorx team member Heads Up Technology is expected to release an aviation-certified receiver by the end of 2003. A package including receiver, antenna and WxWorx software will be priced below \$4,000.

Currently, WxWorx offers a non-aviation certified receiver and antenna for use with your electronic flight bag, tablet PC or laptop. With software, this package sells for \$600-\$900, depending on options. It's highly portable, so your WxWorx program can be used just about anywhere. Simply give the antenna a clear path to the sky, and you are ready to go.

Subscriptions to the XM WX Satellite Weather Aviator service packages are currently just \$49.99 per month. Subscriptions to the maritime or emergency response weather packages may be purchased separately.

