

CONFIDENTIAL LIMITED OFFERING MEMORANDUM

Confidential Number: \_\_\_\_\_

# Triton Internet Systems, Inc.

**\$1,000,000**

1,000,000 shares of Common Stock ("Shares")

Price Per Share: \$1.00

Minimum Offering Amount: \$500,000 (500,000 Shares)

Minimum Subscription: \$10,000 (10,000 shares)

***Triton Internet Systems (the "Company" or "Triton"), a California Corporation, is offering 1,000,000 shares of Common Stock for \$1.00 per share.***

***The offering price per share has been arbitrarily determined by the Company  
- See Risk Factors: Offering Price.***

**THESE ARE SPECULATIVE SECURITIES WHICH INVOLVE A HIGH DEGREE OF RISK. ONLY THOSE INVESTORS WHO CAN BEAR THE LOSS OF THEIR ENTIRE INVESTMENT SHOULD INVEST IN THESE SHARES.**

**THE SECURITIES OFFERED HEREBY HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED (THE "ACT"), THE SECURITIES LAWS OF THE STATE OF CALIFORNIA, OR UNDER THE SECURITIES LAWS OF ANY OTHER STATE OR JURISDICTION IN RELIANCE UPON THE EXEMPTIONS FROM REGISTRATION PROVIDED BY THE ACT AND REGULATION D RULE 504 PROMULGATED THEREUNDER, AND THE COMPARABLE EXEMPTIONS FROM REGISTRATION PROVIDED BY OTHER APPLICABLE SECURITIES LAWS.**

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	Sale Price	Selling Commissions	Proceeds To Company
Per Share	\$1.00	\$0.10	\$0.90
Minimum	\$500,000	\$50,000	\$450,000
Maximum	\$1,000,000	\$100,000	\$900,000

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(Footnotes On Page 2)

**Triton Internet Systems, Inc.**

430 Oak Street

Atlanta, Georgia 27764

(404) 555-1222

The Date of this Memorandum is February 1, 2000