

NATIONAL INSTRUMENT 62-103

EARLY WARNING REPORT

1. Name and address of offeror.

SOK Partners LLC (the “**Offeror**”)
445 East Broad Street
Westfield, NJ 07090
U.S.A.

2. The designation and number or principal amount of securities and the offeror’s securityholding percentage in the class of securities of which the offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the report, and whether it was ownership or control that was acquired in those circumstances.

The Offeror has entered into a share purchase agreement (the “**Agreement**”) with Prospect Park Capital Corp. (the “**Corporation**”). Pursuant to the Agreement, the Corporation has agreed to acquire (such acquisition, the “**Skyline Investment**”) \$1,700,000 of common shares of Skyline Medical Inc. from the Offeror for the purchase price of \$1,000,000. The purchase price of \$1,000,000 shall be payable as follows: (i) \$400,000 payable at the closing of the Skyline Investment (the “**Closing**”); (ii) \$300,000 payable at the Closing by the issuance of 1,304,347 common shares of the Corporation (“**Shares**”) at a deemed price of \$0.23 per share; and (iii) \$300,000 payable within six (6) months of the Closing by the issuance of 1,714,285 Shares at a deemed price of \$0.175 per share (the “**Subsequent Share Issuance**”).

As a result of this transaction, on the Closing, the Offeror will acquire beneficial ownership of 1,304,347 Shares, representing (assuming only 1,304,347 Shares are issued) approximately 15.03% of the Corporation’s issued and outstanding Shares.

On the completion of the Subsequent Share Issuance, the Offeror will acquire an additional 1,714,285 Shares and have beneficial ownership of an aggregate of 3,018,632 Shares, representing (assuming only 1,714,285 Shares are issued) approximately 29.05% of the Corporation’s issued and outstanding Shares.

See also Item 9 below.

3. The designation and number or principal amount of securities and the offeror’s securityholding percentage in the class of securities immediately after the transaction or occurrence giving rise to obligation to file the report.

See Items 2 and 9.

4. The designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph (3) over which:

- i. the offeror, either alone or together with any joint actors, has ownership and control;**

See Items 2 and 9.

- ii. the offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the offeror or any joint actor; and**

Not applicable.

- iii. the offeror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.**

Not applicable.

5. The name of the market in which the transaction or occurrence that gave rise to the news release took place.

Not applicable.

6. The value, in Canadian dollars, of any consideration offered per security if the offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file a report.

Please see item 2 above. Deemed prices of \$0.23 per share for the 1,304,347 Shares issued on the Closing and \$0.175 per share for the 1,714,285 Shares issued pursuant to the Subsequent Share Issuance.

7. The purpose of the offeror and any joint actors in effecting the transaction or occurrence that gave rise to the report, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer.

The securities were acquired for investment purposes. The Offeror may increase or reduce their investment in the Corporation according to market conditions or other relevant factors.

8. **The general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the report, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities.**

Not applicable.

9. **The names of any joint actors in connection with the disclosure required by Appendix E of National Instrument 62-103.**

The Offeror may be considered to be acting jointly or in concert with Dr. Samuel Herschkowitz, a director and officer of the Corporation. In addition, the Offeror may be considered to be acting jointly or in concert with Joshua Kornberg, a director of the Corporation. Dr. Herschkowitz and Mr. Kornberg are the co-managing members and each 50% owners of a private company that is the managing member and sole beneficial owner of the Offeror.

Dr. Herschkowitz currently holds, directly or indirectly, beneficial ownership of, or the power to exercise control or direction over, 860,749 Shares and stock options (“**Options**”) exercisable for 368,595 Shares, representing (assuming the Options have been exercised) approximately 15.88% of the currently issued and outstanding Shares of 7,371,913.

Mr. Kornberg currently holds, directly or indirectly, beneficial ownership of, or the power to exercise control or direction over, 50,000 Shares, representing approximately 0.68% of the Corporation’s currently issued and outstanding Shares.

Immediately following the Closing, the Offeror, together with Dr. Herschkowitz and Mr. Kornberg, will exercise control of direction over or beneficially own an aggregate of 2,215,096 Shares and 368,595 Options, representing (assuming the Options have been exercised and only 1,304,347 Shares are issued) approximately 28.57% of the Corporation’s issued and outstanding Shares.

Immediately following the Subsequent Share Issuance, the Offeror, together with Dr. Herschkowitz and Mr. Kornberg, will exercise control of direction over or beneficially own an aggregate of 3,929,381 Shares and 368,595 Options, representing (assuming the Options have been exercised and only 1,714,285 Shares are issued) approximately 39.95% of the Corporation’s issued and outstanding Shares.

No representation is made herein as to whether Dr. Herschkowitz and Mr. Kornberg are acting jointly or in concert.

10. **In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value in Canadian dollars of the consideration paid by the offeror.**

Please see items 2 and 6 above.

- 11. If applicable, a description of any change in any material fact set out in a previous report by the entity under the early warning requirements or Part 4 in respect of the reporting issuer's securities.**

Not applicable.

- 12. If applicable, a description of the exemption from securities legislation being relied on by the offeror and the facts supporting that reliance.**

Not applicable.

DATED this 9th day of September, 2014.