

INFORMATION AND DISCLOSURE STATEMENT

**FOR
EXOBX TECHNOLOGIES CORP.
(FORMERLY JINPIN, INC.)
(A NEVADA CORPORATION)**

PURSUANT TO RULE 15C2-11

**THIS STATEMENT IS PREPARED FOR FILING WITH THE
NASD AND ANY OTHER REGULATORY AGENCY**

The information contained in this Information and Disclosure Statement includes the information specified in paragraphs (a)(5)(i) to (xiii), inclusive, and paragraph (a)(5)(xvi) of Rule 15c2-11 under the Securities Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format as set forth in the rule.

The preparer, Robert B. Dillon, Chief Executive Officer and President, certifies that he has prepared and/or reviewed the information and the notes thereto, and declares the information is complete and presented fairly, in all material respects.

The preparer's contact information is as follows: Phone: (713) 781-6173, Fax: (713) 781-6175; Address: 6303 Beverly Hill, Suite 210, Houston, Texas 77057; Email: rdillon1@houston.rr.com; Website: www.exobxtech.com.

Item (i): The exact name of the issuer and its predecessor (if any).

Exobox Technologies Corp. (formerly JinPin, Inc.) (the "Issuer"), changed its name in connection with a triangular merger, effective September 15, 2005, whereby TMI Acquisition Corp., a newly formed, wholly owned subsidiary of the Issuer ("TMI Acquisition"), merged with and into Exobox Technologies Corp., a Delaware corporation ("Exobox Delaware"). Upon the terms set forth in the merger agreement and in accordance with General Corporation Law of Delaware, TMI Acquisition merged with and into the Issuer. As a result of the Merger, the outstanding shares of capital stock of TMI Acquisition and Exobox Delaware converted or cancelled in the manner provided in the Merger Agreement, the separate corporate existence of TMI ceased, and the Issuer is the surviving corporation of the Merger.

The triangular merger was followed by a merger of the Delaware corporation, a wholly owned subsidiary of the Issuer, with and into its parent, the Issuer, effective September 16, 2005.

The transaction was accounted for as a reverse acquisition. Therefore, the financial statements report the historical performance of Exobox Delaware, and its predecessor, Exobox Technologies, LLC, a Texas limited liability company founded in 2002.

Item (ii): The address of its principal executive offices.

6303 Beverly Hill, Suite 210
Houston, Texas 77057
Telephone: (713) 781-6173
Fax (713) 781-6175
Website: <http://www.exobxtech.com>

Investor relations contact for the issuer:

Michael G. Wirtz
6303 Beverly Hill, Suite 210
Houston, Texas 77057
Telephone: (713) 781-6173
Fax (713) 781-6175
Email: mgwirtz@aol.com

Item (iii): The state and date of incorporation:

The Issuer was incorporated in the state of Nevada December 8, 1999.

Item (iv): The exact title and class of each class of securities outstanding:

Total Shares Authorized: 510,000,000

Common Shares: 500,000,000 authorized, \$.001 par value each. CUSIP 30208Q, trading symbol EXBX. An unspecified number have been designated Class A Common Shares.

Preferred Shares: 10,000,000 authorized, \$.001 par value each, of which 2,500,000 have been designated Series A Convertible Preferred Stock, 2,000,000 have been designated Series B Convertible Preferred Stock, and 20,000 have been designated Series C Convertible Preferred Stock. The CUSIP number is 30208Q 10 9 and the trading symbol is EXBX.

Item (v): The par or stated value of the security:

Common Stock, \$.001 par value each
Preferred Stock, \$.001 par value each

Item (vi): The number of shares or total amount of the securities outstanding for each class of securities outstanding and a list of securities offerings and shares issued for services in the past two Years:

A. Number of shares authorized and outstanding:

(1) as of December 31, 2005:

500,000,000 common shares authorized, 10,867,500 outstanding resulting from a 4.5:1 "forward split" of 2,415,000 shares outstanding. Owned by 25 shareholders of record. All are freely tradable (public float) except 1,350,000 shares owned by prior management that will become free 90 days after September 15, 2005 and 630,000 shares that are covered by a lock-up agreement expiring December 16, 2006. The tradability opinion of Sonfield & Sonfield, attorneys at law, dated January 5, 2006 is attached as exhibit "A."

2,500,000 shares of Series A Convertible Preferred Stock authorized, 2,392,915 outstanding. Issued to 5 shareholders pursuant to the Agreement and Plan of Merger dated September 15, 2005.

2,000,000 shares of Series B Preferred Stock authorized, 1,120,910 outstanding. Issued to 31 shareholders pursuant to the Agreement and Plan of Merger dated September 15, 2005 and 110,149 shares issued to 43 (36 additional) shareholders in relation to the October, 2005, Private Placement described below.

An unspecified number of Class A common shares are authorized. None are outstanding.

20,000 shares of Series C Convertible Preferred Stock are authorized. None are outstanding.

(2) as of the end of the issuer's most recent fiscal quarter, October 31, 2005:

500,000,000 common shares authorized, 10,867,500 outstanding resulting from a 4.5:1 "forward split" of 2,415,000 shares outstanding. Owned by 25 shareholders of record. All are freely tradable (public float) except 1,350,000 shares owned by prior management that will become free 90 days after September 15, 2005 and 630,000 shares that are covered by a lock-up agreement expiring December 16, 2006. The tradability opinion of Sonfield & Sonfield, attorneys at law, dated January 5, 2006 is attached as exhibit "A."

2,500,000 shares of Series A Convertible Preferred Stock authorized, 2,392,915 outstanding. Issued to 5 shareholders pursuant to the Agreement and Plan of Merger dated September 15, 2005.

2,000,000 shares of Series B Preferred Stock authorized, 1,120,910 outstanding. Issued to 31 shareholders pursuant to the Agreement and Plan of Merger dated September 15, 2005 . and 110,149 shares issued to 43 (36 additional) shareholders in relation to the October, 2005, Private Placement described below.

An unspecified number of Class A common shares are authorized. None are outstanding.

(3) as of the end of the issuer's most recent fiscal year, July 31, 2005:

500,000,000 common shares authorized, 10,867,500 outstanding.

- B. Neither the Issuer nor any of its predecessors has offered, sold or issued any securities at any time during or subsequent to the two-year period ended on the last day of the Issuer's most recent fiscal year. Except for the transactions described in the next succeeding paragraph, no securities, options, agreements to acquire securities or obligations to issue securities have been issued or entered into during the two-year period immediately preceding the date hereof.

Recent Sales of Unregistered Securities

Effective October 21, 2005, the Issuer completed the sale of 50 Units at \$20,000 per Unit, each Unit consisting of 2,202.985824 shares of Series B Convertible Preferred Stock and Warrants to purchase 90,000 shares of Class B Common Stock, for total current proceeds to the Issuer of \$1,000,000. The Warrants are immediately detachable and exercisable at any time on or after October 31, 2006, through October 31, 2010. If fully exercised, the Warrants will produce an additional \$900,000 for the Issuer. The Issuer also has entered into a Securities Purchase Agreement covering 20,000 shares of Series C Convertible Preferred Stock which when paid will raise an additional \$500,000 for the Issuer.

Significant Recent Events

The Issuer executed and partially funded an engagement agreement with OSR Open Systems Resources, Inc., effective October 26, 2005, for the writing of its commercial software development plan for its first generation of products, focusing on viral and Trojan threats. OSR is the world leader in low level manipulation of the Windows® environment and has already

examined and validated the Issuer's underlying technology for its first generation products. OSR has agreed to develop and provide the Issuer with a commercially viable product for the marketplace within 11 months after completion of the SRD, for a turnkey fee.

The Issuer is now listed on Standard & Poor's Market Access Program, effective November 10, 2005. Inclusion in Standard & Poor's Market Access Program indicates that Standard & Poor's has reviewed the Issuer's information and financial statements and deemed the information eligible for inclusion in the publication, *Standard Corporation Records*. *Corporation Records* has been published continuously by Standard and Poor's since 1917. The information may be found on the website: http://reports.standardandpoors.com/aidata/maccess/e/exbx_425737_one.htm.

Item (vii): The name and address of the transfer agent:

Cottonwood Stock Transfer Corporation
5899 South State Street
Salt Lake City, Utah 84107
Tel: (801) 266-7151
Fax: (801) 262-0907

The transfer agent is a registered transfer agent.

Item (viii): The nature of the issuer's business:

A. Business Development.

The Issuer, headquartered in Houston, Texas, was established as a network security development and licensing Issuer to capitalize upon the serious and growing need in the computer market for a reliable, efficient and effective proactive network security system capable of truly protecting computers from the menace of cyber threats such as Trojans, worms, viruses, spy ware and identity theft. Over the last three years, the Issuer has developed two revolutionary, proprietary, patent-protected software technologies to meet this need in a unique, proactive way, providing computers 100% of such protection without the need to update the computer's software once the Issuer's network security software is installed. Issuer's unique, proprietary approach to network security presents a paradigm shift from the largely ineffective "reactive" network security software currently available from others. the Issuer is a true solution, stopping all cyber threats. It eliminates the need for CRC checking and viral database drive retroactive file scanning, while remaining totally transparent. As an added benefit, the Issuer does not require staff retraining or change or impede work flow. Issuer intends to develop and market comprehensive product lines based on its revolutionary Technology to make available complete and effective network security for all servers and computers using the Issuer products.

Issuer's research and development efforts over the last three years have resulted in the filing of eight (8) patent applications for Issuer's technology with additional patent applications forthcoming. During this period, Issuer has become a client of The Houston Technology Center, a non profit organization responsible for helping to develop select businesses in the Houston area. Issuer's technology also has been evaluated and validated by several sources including the National Institute of Standards and Technology and OSR Open Systems Resources, Inc., the world leader in low level manipulation of the Windows environment. Following its validation of Issuer's technology, OSR signed an October 26, 2005, engagement agreement with Issuer under which OSR guarantees to deliver a complete Software Requirements Document to Issuer within 90 days for a set fee. Preliminary work on this project has begun between OSR and Issuer Personnel and the project formally commenced on January 2, 2006.

1. The Issuer is a corporation.
2. The Issuer was incorporated December 8, 1999.
3. The Issuer's fiscal year end is July 31.
4. The Issuer has not been in bankruptcy, receivership or any similar proceeding.
5. The Issuer entered into an Agreement and Plan of Merger effective September 15, 2005 by and among the Issuer, Exobox Delaware and TMI Acquisition. The transaction is described in Item (i) above.
6. The Issuer is not in default of any note, loan, lease, or other indebtedness of financing arrangement requiring the Issuer to make payments.
7. There was a change of control in connection with the Agreement and Plan of Merger effective September 15, 2005 described in Item (i) above.
8. There has not been any increase in 10% or more of the same class of outstanding equity securities except as a result of the "forward split" effective September 12, 2005.
9. Effective September 13, 2005, the Issuer's (Jin Pin Inc.) board of directors authorized the number of outstanding common shares of the Issuer to be increased from 2,415,000 to 10,867,500 (4.5:1) in order to effectuate what is generally referred to as a "forward split." The Issuer consummated a merger effective September 15, 2005 described in Item (i) above. There is no other past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off or reorganization.
10. The Issuer's securities have not been delisted by any securities exchange or NASDAQ.
11. There are no current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations. There are no current, past or pending trading suspensions by a securities regulator.

B. Business of issuer:

1. The Issuer's primary SIC Code is 5045 and the secondary SIC Code is 7372.
2. The Issuer is currently conducting operations and is in the development stage.
3. There are no parents, subsidiaries, or affiliates of the Issuer.
4. There are no anticipated effects on the business of existing or probably governmental regulations.
5. The Issuer has spent the following estimated amounts on research and development activities during each of the last two fiscal years:

From October 21, 2002 (inception) to fiscal year ended July 31, 2005: \$288,259.

The costs of these activities will not be passed on directly to the customers of its software.

6. The costs and effects of compliance with environmental laws (federal, state and local) will be *de minimus* because there are no specialized licenses required to produce software. There are no environmental issues involved with the Issuer's business.
7. There are six (6) employees at this time.

C. Investment Policies.

The Issuer has no investments of any kind and does not have any present intentions of acquiring investments for any purpose.

Item (ix): The nature of products or services offered:

1. The Products. The Issuer has developed revolutionary, proprietary, proactive, patent-protected technology capable of providing reliable, efficient and effective network security against all cyber threats such as viruses, worms, Trojans, spy ware and identity theft ("Technology"). The Issuer's current Technology is the subject of eight (8) patent applications (7 U.S. patent applications and 1 international patent application) with additional patent applications to be filed in 2006.

Initial Products

SUEZ technology

Prototyped.

Validated by OSR and the Houston Technology Center (HTC).

SUEZ is a software product that stops all viral and Trojan threats. It is the world's first product of its kind that is proactive, not requiring a database of known malicious code.

From the SUEZ technology, the Issuer expects to achieve a comprehensive product line that protects end user computers from all types of cyber threats.

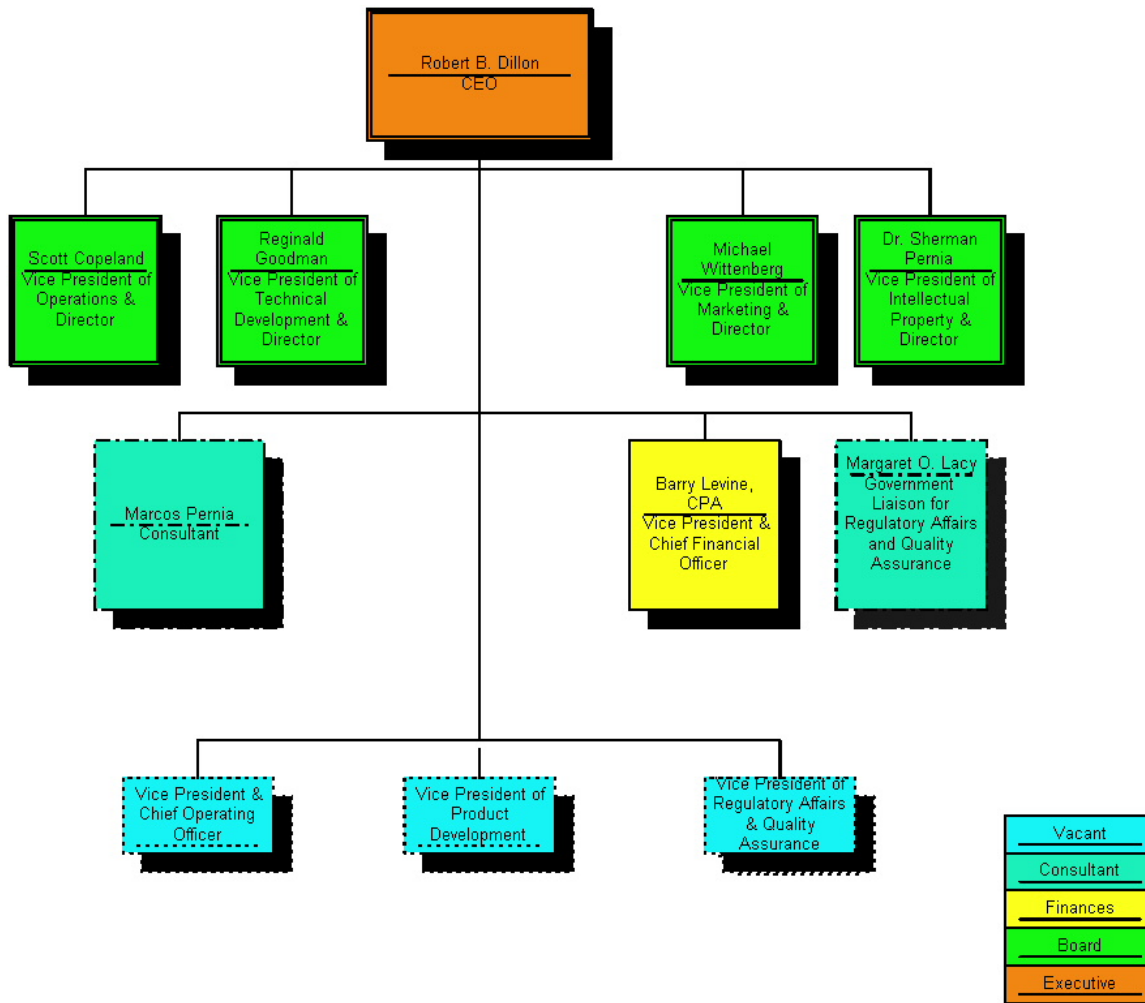
SOS technology

Prototyped.

Validated by National Institute of Standards and Technology and W. Boyd (a network securities expert in Washington D.C.). SOS provides the same type of security that SUEZ does, but with a different approach better suited for servers rather than end user computer units.

From the SOS technology the Issuer expects to achieve a comprehensive product line that protects servers from all types of cyber threats.

2. Issuer Organization:



3. The Issuer executed and partially funded an engagement agreement with OSR Open Systems Resources, Inc., effective October 26, 2005, for the writing of its commercial software development plan for its first generation of products, focusing on viral and Trojan threats. OSR is the world leader in low level manipulation of the Windows® environment and has already examined and validated the Issuer’s underlying technology for its first generation products. OSR has agreed to develop and provide the Issuer with a commercially viable product for the marketplace within 11 months after completion of the SRD, for a turnkey fee.

4. Antivirus Software such as that produced by Norton and McAfee is the most obvious competitor. On average anti-virus software currently available from some 20 sources is only about 60% effective in catching and/or eliminating viral threats. Today’s Trojan scanners produced by 42 companies, the spy ware removal technology currently available from 11 companies and the spy ware prevention solutions offered by 14 companies fare no better. Issuer is 100% effective against viruses and also stops Trojan activity and Identity theft. Also, unlike other anti-virus software, Issuer’s technology never needs to be updated. Issuer does not “scan” for malicious code and therefore is not dependent on a database of known threats. Issuer does not believe that any other source of technology approaching the capability of Issuer’s revolutionary, proprietary technology exists or is in development today. Accordingly, the Issuer does not believe it will have any significant, merit-based, competition once its technology is ready for sale or license to the Market and proof of its effectiveness is established in the industry.

5. Issuer intends to use a third party vendor to develop market ready internet security solutions using the Issuer's proprietary technology. The vendor is one of the most respected and credible software development companies in the nation, has reviewed and validated the Issuer's technology and also has warranted its ability to produce an industry standard Software Development Plan or Software Requirements Document ("SRD") for Issuer within 3 months of execution of an agreement with the Issuer.

6. The continued threat of internet viruses, Trojans and other cyber threats is a universal problem creating unlimited demand for the Issuer's product.

7. Exobox has filed eight (8) patent applications and a trademark application protecting the intellectual property of Exobox. An essential part of Exobox's product development strategy has been to seek comprehensive United States and international intellectual property protection for its Technology and all related and derivative products. Exobox intends to continue protecting its intellectual property by filing patents covering new findings that may develop as a result of research and development, process improvements and various administration routes, in order to protect and enhance the original patents. The Company will continue this effort to bolster and extend its intellectual property position, including patent, copyrights, and trademarks. Exobox has retained Osha • Liang LLP, an internationally recognized intellectual property firm to continue this protection and to prosecute any potential additional patents for its Technology and all related or derivative products, stemming from the Company's ongoing research and development.

Upon advice of our intellectual property counsel, we have intentionally omitted any details about our proprietary and confidential technology covered by our previously filed patent applications which are not yet a matter of public record. Further, our intellectual property counsel maintains all records associated with the previously filed patent applications. Confidential explanations and demonstrations of the Company's proprietary technology are available, upon request, for qualified, prospective investors under the Company's Non-Disclosure Agreement (NDA)

To insure its good and infeasible title to the Technology, Issuer has obtained comprehensive assignments of all right, title and interest in the Technology from all inventors and confidentiality/non-disclosure agreements from all individuals and entities participating in the development, patenting and/or review of any and all aspects of the Technology. All inventors of Issuer Technology are committed to developing all future related products and patents, if any, on behalf of Issuer, and have employment agreements with Issuer which contain appropriate non-compete clauses.

In its endeavor to develop commercially viable products from its proprietary Technology, Issuer is very sensitive and serious about protecting its intellectual property position and ownership of all confidential, proprietary and secret information developed in-house or by contract, whether or not patentable. Such information is integral to the success of the business. All consultants, third party contractors, laboratories and contract scientists have been and will be engaged under agreements which protect the integrity of the Issuer's intellectual property ownership position.

Since the proprietary nature of our products, processes and Technology is important to our business success, Issuer plans to vigorously prosecute and defend its patents and proprietary Technology.

8. There is no need for any government approval of principal products or services.

Item (x): The nature and extent of the issuer's facilities:

The Issuer does not have any interest in real estate. It has a month to month lease on office space.

The guideline items 1-7 do not need to be included for this Issuer's disclosure document.

Item (xi): The name of the chief executive officer, members of the board of directors, as well as counsel, accountant and public relations consultant:

A. Officers, Directors and Advisors.

<u>NAME</u>	<u>POSITION</u>
Robert B. Dillon	President, Chief Executive Officer and Chairman of the Board
Scott Copeland	Vice President of Operations and Director
Reginald Goodman	Manager of Information Systems
Michael Wittenburg	Vice President of Marketing, Secretary, Treasurer and Director
Michael G. Wirtz	Vice President Administration
Barry Levine, CPA	Vice President and Chief Financial Officer
Marcos Pernia	Chief Product Development Administrator and Director
Margaret O. Lacy	Advisor/Consultant-Government Liaison for Regulatory Affairs

The business address of all officers and directors is 6303 Beverly Hill, Suite 210 Houston, Texas 77057

Robert B. Dillon, a 1971 graduate of the University of Texas and a 1974 graduate of the University of Texas School of Law, is a practicing attorney and seasoned executive with thirty (30) years of litigation and transactional experience.

Scott Copeland, a co-founder of the Issuer and co-inventor of its technology, is an expert programmer with world-wide experience in internet security gained during his employment with Compaq, Gateway, Matrix and Axis Host.

Reginald Goodman is a founding member of the Issuer and co-inventor of the Issuer's SOS technology and S.U.E.Z technology. Mr. Goodman is an experienced programmer, especially knowledgeable in the tools and techniques of computer hacking. Mr. Goodman has been instrumental in identifying the security problems and developing the solutions to the problems addressed by the SOS technology. Mr. Goodman achieved his A+ certification at TechSkills in Houston, Texas in 2002 and has programmed and designed 5 websites over the last 4 years, including exoboxtech.com. He has helped develop and implement the prototype version of the SOS technology and successfully demonstrate its operation to the U.S. Department of Commerce and the National Institute of Standards & Technology. Mr. Goodman runs a test bed version of the SOS technology for the Issuer which over the past year has yet to be compromised by malicious code.

Michael Wittenburg earned a B.A. from the Warburg College and management training at the University of Iowa and Harvard University. He is an experienced and successful marketing and management professional with over 20 years of responsibility for marketing products internationally for such companies as Dornier Medical, a subsidiary of Daimler Benz A.G., Stuttgart, Germany; Edap Technomed Inc., Lyon France and PET (Positron Emission Tomography) Scans of America.

Michael G. Wirtz is a 1984 MBA graduate of Texas Tech University who also earned a B.S. degree in Accounting from the University of Mary. He is a financial professional with experience as a corporate comptroller for a group of marine companies and previously managed another public corporation

Barry Levine is a certified public accountant and principal in the firm Levine & Company, P.C., with a B.A. in Accounting and Finance from the University of South Florida in 1978. Mr. Levine has over 25 years experience in the financial accounting, tax planning and in-house comptroller services for both small and large businesses.

Marc Pernia is a Senior Unix Systems Administrator with an A.S. degree in Computer Science from Foothill College in 1994 and Computer Science studies at Stanford University, has extensive computer systems program development and administrative experience in the industry over the last 10 years for such Silicon Valley entities as Electronic Arts, Mind Source, the SETI Institute and the NASA Ames Research Center, as well as considerable experience in the configuration and maintenance of such software applications as Veritas, Weblogic, Netscape, iPlanet, Marimba, LDAP and *SQL, Tomcat, Apache and WebX.

Counsel:

Sonfield & Sonfield
Attorneys at Law
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Houston, Texas 77056
Attn: Robert L. Sonfield, Jr
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Patent Counsel:

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One Houston Center
1221 McKinney Street, Suite 2800
Houston, Texas 77010
Tel: (713) 228-8600
Fax:(713) 228-8778

Independent Auditors:

Malone & Bailey, PC
2925 Briarpark, Suite 930
Houston, Texas 77042
Attn: John C. Malone
Tel: (713) 266-0530
Fax: (713) 266-1815
john@malone-bailey.com

B. Legal/Disciplinary History

None of the foregoing persons have been a subject of (1) a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses), (2) the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities, (3) a finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended or vacated or (4) the entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Beneficial owners. Name, address and shareholdings of all persons holding more than five percent of any class of the Issuer's equity securities:

<u>Name and Address of Record Owner</u>	<u>Number and Class of Stock Owned</u>	<u>% of Class(2)</u>
Scott R. Copeland 6303 Beverly Hill, Suite 210 Houston, Texas 77057	887,131 Series A Pref.(1)	37.07%
Reginald Goodman 6303 Beverly Hill, Suite 210 Houston, Texas 77057	851,992 Series A Pref.(5)	35.60%
Sherman Pernia 6303 Beverly Hill, Suite 210 Houston, Texas 77057	232,120 Series A Pref.(5)	09.70%
Marc Pernia 6303 Beverly Hill, Suite 210 Houston, Texas 77057	253,034 Series B Pref.(3)(5)	20.55%
Michael C. Wittenburg 6303 Beverly Hill, Suite 210 Houston, Texas 77057	210,836 Series A Pref.	08.81%
First Brampton Corporation(4) 6303 Beverly Hill, Suite 210 Houston, Texas 77057	210,836 Series A Pref.	08.81%
Michael G. Wirtz 6303 Beverly Hill, suite 210 Houston, Texas 77057	24,319 Series B Pref	01.98%
Barry Levine 1466 Sugar Creek Blvd. Sugarland, Texas 77478	35,136 Series B Pref.	02.85%
James Metts 6703 Trimstone Drive Pasadena, Texas 77505	175,680 Series B Pref.	14.27%
Danny R. Hughes P.O. Box 326 Rising Star, Texas 76471	70,272 Series B Pref.	05.89%
Richard A. Evans 1709 Haver Houston, Texas 77006	81,984 Series B Pref.	06.84%
Mark Copeland 1710 Effie Lane Pasadena, Texas 77502	70,272 Series B Pref.	05.71%

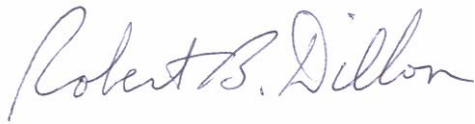
Item (xiii). Financial information for 2 preceding fiscal years.

Included as a part of Exhibit "B."

Pursuant to the requirements of the Securities Exchange Act of 1934, the Issuer has duly caused this Information and Disclosure Statement to be signed on its behalf by the undersigned, thereunto duly authorized.

CERTIFICATION

I, Robert B. Dillon, hereby certify that I have reviewed the Information and Disclosure Statement, exhibits, and all notes thereto and, I, having full authority to sign on behalf of the Issuer hereby certify that the information is complete and presented fairly, in all material respects.

A handwritten signature in cursive script that reads "Robert B. Dillon". The signature is written in dark ink on a light background.

Robert B. Dillon, President

Dated: January 18, 2006