

Public Company CFO

283 COLUMBINE STREET, SUITE 125

DENVER, CO 80206

RESIDENCE: 303.333-6464 DAYTIME: 303.333-6464

17 years of diversified financial management experience with operating and financial services companies encompassing expertise in:

Strategic Planning/Competitive Analysis
Capital Asset/Financial Planning
Financial Systems and Modeling
Budgeting and forecasting
Business Evaluations/Due Diligence
Acquisitions and Divestitures
Debt & Equity Financing

Negotiations - Business Purchase and Sale
Financial Management
Debt Restructuring/Bankruptcy
Banking Relations
Pricing Strategies
Business Policies, Practices and Procedures
PC Systems/Software LANs / WANs

Mar 99 –INTERNET COMPANY, INC.

DENVER, CO

CFO/TREASURER - Primary responsibilities include corporate finance and management of investment banking relationships; budgeting, cash flow forecasting and financial modeling; acquisition valuation and financial due diligence. Full responsibility for 22 person accounting department and financial reporting.

Work closely with legal counsel and independent auditors for periodic SEC reporting, including preparation of Forms 10Q, 10K, Proxy Statement and Annual Report to Shareholders. Monitor compliance with NASDAQ listing requirements including market capitalization, net worth and minimum bid price.

Direct involvement in recommending and implementing changes in operating policies and procedures. Member of management team charged with determining the strategic, financial and profitability goals.

Responsible for coordinating corporate finance processes involving investment bankers, directors and legal counsel, including the financial due diligence process, as well as, negotiation and evaluation of financing alternatives.

Responsible for financial due diligence, as well as, business analysis to identify and evaluate acquisition candidates. Work closely with legal counsel, investment bankers and directors through acquisition process.

Responsible for treasury functions involving maintenance of banking and investment-banking relationships, including review and establishment of vendor-based financing for capital expenditures.

Responsible for the annual budget process and the development of monthly, quarterly and three-year financial forecasts. Develop reports and models enabling management team to more clearly evaluate financial performance, especially cash flow, gross profit projections and operating expense trends. Analyze and interpret actual operating results against budget.

Perform investor-relations duties, including presentation and discussion of operating results, forecasts, and general concerns with stock analysts and shareholders.

Jan 97 – Feb 99 INVESTMENT COMPANY, INC.

LOS ANGELES, CA; DENVER, CO

PRESIDENT - FOUNDER Responsible for overall aspects of business operation and the management of a registered investment advisory firm and a fully disclosed non-clearing securities broker-dealer.

Managed \$18 million in over 100 individual accounts and \$39 million in 6 retirement plan accounts. Specific responsibility for the servicing of all corporate retirement plan accounts and the further development of additional retirement plan business. Closed on all new accounts based on personal direct customer contact, development and delivery of presentation materials and project analysis.

Responsible for firm formation and SEC/NASDR registration and continuing compliance process.

Personally handled all aspects of daily operations including investment analysis, account reporting, information processing, systems maintenance, and customer service.

Developed investment advisory relationship with Fidelity Investment Advisor Group and Schwab Institutional.

Developed all marketing materials and production systems; implemented complete PC based information system including intra office network; introduced and implemented analytical software firm-wide including hardware configuration and training of personnel in software use.

Mar 94 –Dec 96 OTHER BIG INVESTMENT COMPANY

LOS ANGELES, CA

PRESIDENT - Responsible for overall aspects of business operation and the management of a registered investment advisory firm (Big Investment Company Asset Management) and a fully disclosed non-clearing securities broker-dealer (Big Investment Securities).

Specific responsibility for the servicing of 147 existing corporate retirement plan accounts representing approximately \$200 million in assets and the further development of additional retirement plan business. Closed on most major accounts for firm's reps based on direct client contact, development and delivery of presentation materials and project analysis. Responsible for 17 professionals/staff in the daily operation of both firms.

Repositioned core services and pricing structure to conform to ERISA regulations regarding advisory services as a fiduciary to qualified retirement plans.

Responsible for formation and SEC/NASD regulatory approval of securities brokerage firm, Big Investment Company Securities.

Developed investment advisory relationship with Fidelity Investment Advisor Group with access to the Institutional Funds Network. Responsible for establishing over 250 new accounts representing a current market value in excess of \$45 million.

Public Company CFO

Developed all marketing materials and production systems; implemented complete PC based information system including inter and intra office network; introduced and implemented analytical software firm-wide including hardware configuration and training of personnel in software use.

Mar 89 - Feb 94 **COMPANY ASSOCIATES**

NEW YORK, NY

PRESIDENT/FOUNDER - Responsible for overall aspects of business origination and management of consulting and financial advisory engagements.

Prepared purchase evaluations of a \$2.5 million private motor sport facility; a \$85 million private construction equipment manufacturer; a \$40 million public plastic container manufacturer; and a \$45 million real estate brokerage firm for clients on retainer with responsibility for quantitative and qualitative analysis, valuation, and due diligence investigations.

Managed sales/divestiture efforts as financial advisor of a metal plating business (\$85 million sales); a construction equipment manufacturer (\$75 million sales); and a mechanical/building service business (\$10 million sales).

Coordinated corporate finance and venture capital projects involving the placement of \$2.5 million of equity capital and \$4 million of debt capital.

Developed debt restructurings and pre-bankruptcy recapitalizations for six (6) construction equipment distribution businesses totaling \$10 million.

Developed business plans for a \$45 million motor sport facility, a \$30 million biomedical products firm plus numerous placement memorandums and board presentations.

Provided traditional management consulting services relating to strategic planning, credit policy, and budgeting and financial forecasting for a mid-western construction equipment manufacturer.

Aug 85 - Feb 89 **INVESTMENT BANKING GUYS & Co.**

NEW YORK, NY

ASSOCIATE - MERGERS & ACQUISITIONS - Responsible for preparation of selling documents, valuation analysis, financial modeling and other administrative tasks associated with the purchase or sale of businesses.

Prepared board presentation materials regarding acquisition and divestiture analysis for 27 projects ranging in size from \$15 million to \$6.2 billion representing an aggregate value of \$16.5 billion primarily involving companies in the manufacturing, publishing and defense related industries.

Developed and analyzed a \$110 million share repurchase and takeover defense for a \$1 billion public automotive component manufacturer.

Responsible for the sales process of a \$45 million public aerospace and defense firm, including development of descriptive memoranda, valuation and bid solicitation.

Designed a computer financial model that served as the primary analytical tool in management's analysis regarding recapitalization/restructuring of a \$10 billion multinational manufacturer.

Conducted detailed due diligence investigations relating to valuation of electronic information and publishing firms and numerous manufacturing firms.

Jan 84 - Jul 85 **ACME INTERNATIONAL CORPORATION**

COMPTON, CA

MANAGER OF PROJECT FINANCE - TREASURY DEPARTMENT - Responsible for the structuring and evaluation of project financing for the engineering and construction divisions of the parent company.

Responsible for administration of seven tax-exempt corporate obligations representing \$20 million, including sophisticated analysis of early debt retirement for profit through defeasance.

Assisted sales efforts related to industrial equipment for hydroelectric projects, coal trans-shipment facilities and heavy construction equipment through the packaging of financing for prospective customers.

Analyzed and negotiated commercial credit agreements between the parent company and creditors.

'83 - Masters in Business Administration, Anderson School-UCLA

'81 - Bachelor of Science - Dual Major in Finance and in Business Administration, Indiana University

NASD Licenses - Series 24, 27, 7, 63, 65