REINS MANAGEMENT

A high level management and financial resource for emerging and middle market companies



WHO WE ARE

- REINS MANAGEMENT is a consulting and advisory firm, providing strategic and business solutions to emerging and middle market companies.
- We are a team of highly experienced professionals, including C-level executives, finance professionals, lawyers, CPAs, investment bankers and marketing experts.
- We have expertise in the areas of operational management; financial management, controls and reporting; crisis management; building businesses; managing and operating companies in various markets and industries (as well as advising senior management).
- We provide interim CFO and operating (CEO and COO) services, capital raising preparation and positioning services, business assessment and exit strategies for owners and other stakeholders, profit improvement, business repositioning, crisis management, turn-around strategies and services.
- We serve on Boards of Directors as a proactive resource for management, owners and stakeholders.



WHAT WE DO

REINS MANAGEMENT provides high quality professional services in a discrete, confidential manner.

Operational help and interim management (CEO, COO, CFO)

CFO services including control and treasury functions

Strategic advice and business repositioning

Financial engineering and profit enhancement

Business valuation, transition planning and ownership strategies

Preparation for sale, financing and acquisitions

Growth strategies, restructuring and turnaround

Crisis management

Preparation for loan and capital raising

Marketing and public relation services including digital media, web based strategies and B2B

Reins Management has the capability to put together teams, led by senior managers, customized to the specific assignments, companies and needs.



OUR PROCESS

REINS MANAGEMENT approaches the assignment in a manner that emphasizes communication-at the beginning, throughout the engagement and at the conclusion. Our process begins when we first meet.

Discuss the issues, problems, needs and desired results;

Immersion in meetings with key operating, line and financial management, and intensive due diligence;

Establish and implement a plan of action;

Execute a confidentiality agreement;

Execute an engagement document specifying services, fees and deliverables (usually this is the proposal letter);

Regular communications with you, reappraisal of the issues and grappling with new or latent issues that arise; and

Receive preliminary information and meet with you to discuss your situation in depth in order to assess the issues; Form a proposal, which includes an appraisal of the situation, the scope of the assignment, action steps, bench marks and milestones;

Completion of the assignment (unless we are retained to provide ongoing financial, operating or consulting services and support, we do not look to protract the process).



EXPERIENCE

REINS MANAGEMENT's team of C-level management, finance professionals, lawyers, CPAs, investment bankers, marketing professionals and operating management has varied and extensive experience.

Sample assignments and work experience.

Senior management and board of directors' membership

American Benefit Resources, Inc. (retirement services)

Jesup & Lamont (securities brokerage)

Bentley Pharmaceuticals (R&D, licensing, and commercialization of generic and branded products)

AdStar, Inc. (Software and Internet advertising solutions)

Headway Corporate Resources, Inc. (executive recruitment, staffing and PEO)

Pelion Financial Group, Inc. (retirement, insurance and financial advisory)

Falcon Eno Investors (food and beverage)

US Mills, Inc. (food manufacturing)

Source Media, Inc. (enriched media and interactive television)



EXPERIENCE (continued)

CFO services

Source Media, Inc. (enriched media and interactive television)

Kieselstein – Cord (Luxury accessory and jewelry manufacturing and retail operations)

\$70 Million Communications company

TestWell, Inc. (Testing, inspection and quality control for the construction industry and government agencies)

Pelion Financial Group, Inc. (retirement, insurance and financial advisory)

AdStar, Inc. (software and internet advertising solutions)

National Investment Managers, Inc. (retirement services)



EXPERIENCE (continued)

Restructuring and Turnaround Testwell, Inc. (testing lab for the construction industry) Guardian II Acquisition Corporation (branded pharmaceutical distribution) CCS (collection services for the healthcare industry) FMS (medical billing and coding services) Wise Optical (distribution)



Harriet & Henderson Yarns (textile manufacturing)

EXPERIENCE (continued)

Management Consulting and Advisory

Pali Capital, Inc. (securities, brokerage and trading)

Pelion Financial Group, Inc. (retirement, insurance and financial advisory)

S&B Tomatoes Corporation (packaged food manufacturer)

Trident Group (political consultants)

Slather Brand Foods, Inc. (condiment manufacturer)

Algae Systems, Inc. (water purification and clean energy)

U.S. Mills, Inc. (brand name cereal manufacturer)

University Health Care (CAT screening)

Churchill Debt Settlement (credit settlements)

Tune-In-Sports, Inc. (water and camping sporting goods)



EXPEREINCE (continued)

| investment banking, Crisis ivianagement, Accounting and Legal Experience |
|--|
| The First Boston Corporation |
| Kidder Peabody |
| Donaldson Lufkin & Jenrette |
| PaineWebber |
| Drexel Burnham Lambert |
| Laidlaw |
| Ladenburg Thalmann |
| Sullivan & Cromwell |
| Deloitte International |
| Citicorp |
| Covenant Review |
| Buccino & Associates |



THE TEAM



Benjamin J. ("B.J.") Douek brings 30 years of experience in financial institutions and the financial markets, , management consulting and crisis management.

- •Managing Director Bankers Trust
- Partner, DLJ Securities Corp.
- •J.D., Cum Laude, Fordham Law
- •Editor-in-Chief, Fordham Law Review
- •B.A., Dean's List, C.C. NY



Ehud "Udi" Laska has extensive experience in the financial services industry and is a pioneer in the retirement wealth management and administration arena.

- •CEO, Pelion Financial Group
- •CEO, American Benefit Resources, Inc.
- •Investment Banking: First Boston, Drexel Burnham, PaineWebber
- •M.B.A., Stanford University
- •M.S., Brown University
- •B.Sc., High-Honors, University of Massachusetts



Robert "Bob" P. Louthan has over 28 years of business and financial experience.

- International Paper
- •American Filtrona
- •Founder Stony Point Capital
- •Founder Alpha Omega Capital
- •B.S., Virginia Military Institute
- •M.B.A, University of Virginia



Steve Salzman has over 28 years of business and financial experience.

- Vice President & CFO Pelion Financial Group
- CFO First Liberties Securities
- •CFO American Benefit Resources
- •Merrill Lynch Realty/Prudential Preferred Properties.
- •B.Sc. Johns Hopkins University
- •CPA



THE TEAM



David B. Douek is founder of Reins Financial Group and a lawyer by training.

- Associate, Triax Capital Advisors
- Associate, Ethos Investments
- Attorney Covenant Review
- •J.D., Wake Forest University, Member, Inn of Court
- •B.A., Cum Laude, Binghamton University



Will Gorman provides Merger and Acquisition advisory services to the Defense, Intelligence, and Homeland Security Industry.

- •Ten years in the IT industry
- •Five years in Government contracting
- •M.B.A., Virginia Tech
- •B.Sc., Virginia Military Institute



Barbara Goodstein brings many years of senior executive positions with majors corporations.

- •Chief Innovation Officer & Chief Marketing/Digital Officer of AXA Equitable
- •Senior Vice President of Personal Financial Services for JP Morgan Chase
- •President and CEO of Instinet.com
- •Senior management positions at Scudder Kemper Investments, Van Eck Global, Bankers Trust, American Express, Vintners International, and Warner Lambert
- •M.B.A., Columbia University
- •B.A., Brown University



Harry Malinowski has approximately 30 years of financial management and accounting experience.

- •Chief Restructuring Officer of Testwell, Inc.
- Chief Financial Officer for a private label and brand jewelry
- •CFO for a \$50 million sports marketing company
- •Chief Financial Officer for a \$70 million communications company
- •CPA, Deloitte
- Certified Insolvency Restructuring Advisor
- •B.Sc., Cum Laude, Brooklyn College



The Team



Nancy Rand's 25 year career has focused on building brands and growing revenues.

- •Director of Global Marketing for Lee Hecht Harrison, a Division of Adecco Group NA
- •Companies Nancy has supported include: The New York Times Company, YUM! Brands, Pelion Financial Group and Capital One
- •B.A., Fairfield University.



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