

Alan M. Jacobs, President
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<u>I. Profession</u>	<u>Accrediting Agency or Jurisdiction</u>	<u>Date of Admission</u>
Certified Public Accountant	New York	1971
Certified Fraud Examiner	Association of Certified Fraud Examiners	1994
Certified Insolvency and Restructuring Advisor	Association of Insolvency and Restructuring Advisors	1992

<u>II. Professional Organization</u>	<u>Date of Admission</u>	<u>Active/Inactive</u>
American Bankruptcy Institute	1990	Former member Board of Directors and various committees
American Institute of Certified Public Accountants	1971	
Association of Certified Fraud Examiners	1993	
Association of Insolvency and Restructuring Advisors	1992	Former member Board of Directors and various committees
New York State Society of Certified Public Accountants	1971	Former member of Insolvency and Bankruptcy Procedures Committee

III. General professional experience:

Mr. Jacobs is a senior financial executive with over twenty-five years experience in business turnaround and insolvency, corporate restructuring and reorganization, corporate finance and dispute resolution. Mr. Jacobs was a founding member and senior partner of the Ernst & Young LLP restructuring and reorganization practice, which he left effective September 30, 1999 and formed AMJ Advisors LLC.

Mr. Jacobs generally undertakes restructuring assignments in three primary service segments:

- Chief restructuring officer leading a company through a Chapter 11
- Trustee or principal leading a company's restructuring/liquidation activities, principally through a post-reorganization trust
- Director of a company in or after emergence from Chapter 11

AMJ Advisors LLC is currently providing financial advisory services in several client matters, including recently serving as Chief Restructuring Officer for VELO Holdings Inc.'s credit & identity theft protection business (FYI Direct) and lifestyle & shopping business (collectively, the ACU Business) and now serving as the Chief Executive Officer of the reorganized holding company (Chapter 11, Southern District of New York), designated as the Liquidating Trustee of the Dewey & LeBoeuf Liquidating Trust upon confirmation of that estate's Plan of Liquidation (Chapter 11, Southern District of New York), Liquidating Trustee of the New Century Liquidating Trust and Plan Administrator of Access Lending under the Joint Plan of Liquidation of New Century Financial Corporation et al (Chapter 11, District of Delaware), Trustee of the Shared Asset Trust under the Joint Plan of Liquidation of M. Fabrikant & Sons, Inc. and Fabrikant-Leer International, Ltd. (Chapter 11, Southern District of New York), Liquidation Trustee of the SOG Liquidation Trust under the Plan of Liquidation of Salander O'Reilly Galleries Inc. (Chapter 11, Southern District of New York), Plan Administrator, Disbursing Agent and sole member of Debtor's post-effective date management pursuant to Texas Rangers Baseball Partners' Fourth Amended Plan of Reorganization (Chapter 11, Northern District of Texas Fort Worth Division), Independent Director of three WAMU Subsidiaries of JPMorgan Chase & Co. and Sole Director and Officer of Ventoux International Inc. under the Circuit City Stores, Inc. Modified Second Joint Plan of Liquidation and Confirmation Order (Chapter 11, Eastern District of Virginia Richmond Division).

Mr. Jacobs has led many major debt restructuring assignments on behalf of a variety of clientele in a broad range of industries, including apparel, asset based lending, automotive supply, computer leasing, distribution, financial services, manufacturing, mining, oil and gas, publishing, real estate, retail, software, steel, textiles and regulated utilities industries.

Mr. Jacobs has been a successful advocate for his clients' interests, providing business analyses, strategic planning, business valuations, litigation support, and fraudulent conveyance, fraud and preference investigations. Furthermore, as a trustee or principal he has initiated, directed his professionals and negotiated favorable settlements of complex litigations leading to higher than anticipated recoveries to case beneficiaries. He has been an expert witness testifying in connection with various matters, including Continental Information Systems Corporation and Towers Financial (trustee motions), Battle Ridge Company (Secured Bank Group issues), Dow Corning (disclosure statement issues), Allegheny Energy, Inc. v. DQE, Inc. (MAC clause issues) and Inamed Inc. (limited settlement fund hearing). He is an authority on regulatory and insolvency related technical accounting issues. Further, he has directed corporate finance transactions resulting in successful sales of businesses and negotiated plans of reorganization.

Mr. Jacobs' debt restructuring clients have included the following:

- Altos Hornos de Mexico, S.A. (Secured bank lenders)

- Allegheny International Inc. (Secured bank lenders)
- Atlantic Computer Systems Inc. (Creditors' Committee)
- Berry Hill Galleries, Inc. (Chief Restructuring Officer)
- Buddy-L, Inc. (Unsecured Creditors' Committee)
- Communications Dynamics Inc. Liquidating Trust (Liquidating Trust Trustee)
- Continental Information Systems Corporation (Creditors' Committee)
- Criimi Mae Inc. (Equity Holders' Committee; Director upon emergence from Ch 11)
- Dallas Stars, L.P. (Post-Effective Date Sole Officer and Sellers' Representative)
- Dow Corning Corporation (Tort Claimants' Committee)
- Drexel Burnham Lambert Group, Inc. (Equity Holders' Committee)
- Edison Brothers Stores, Inc. (Chapter 7 Trustee)
- Elite Model Management Corporation (Plan Administrator, Chairman and Chief Restructuring Officer)
- Ernst Home Centers, Inc. (Unsecured Creditors' Committee)
- First Republic Realty Group, LLC (Independent Director)
- General Development Utilities (Bank lenders)
- Grace Industries, Inc. (Creditors' Representative under Plan of Liquidation and former Creditors' Committee financial advisor)
- Guardian Mortgage (Equity Receiver)
- Inamed Inc. (Tort Claimants' Steering Committee)
- Island Mortgage Network and AppOnLine.com Inc (Chapter 7 Trustee and former Chapter 11 Trustee)
- Malden Mills Industries, Inc. (Chairman of the Board of Directors and audit committee chairman)
- Motors Liquidation Company f/k/a General Motors Corporation (Director)
- Nelco, Inc. (Secured bank lenders)
- Pan American Trade Development Corporation (Secured bank lenders)
- Public Service Company of New Hampshire, Inc. (State of New Hampshire)
- Raytech Corporation (Unsecured Creditors' Committee)
- Remo Drug Corporation (Unofficial Committee of Creditors)
- RESMAE Mortgage Corporation Liquidating Trust (Trustee and Disbursing Agent)
- Sahlen & Associates, Inc. (Responsible Officer)
- Sharp Liquidating LLC f/k/a Sharp International Corp (Manager and former Chapter 11 Trustee)
- Siderurgica Venezolana Sivensa, S.A.C.A. (Bank lenders)
- Singer, Inc. (Director and chairman of the audit committee upon emergence from Ch 11)
- SLM International, Inc. (Unsecured Creditors' Committee)
- T&W Financial Services (President, plan administrator and litigation trust trustee of a liquidating Tacoma based leasing company);
- Towers Financial (Healthcare Funding Indenture Trustee)
- West Coast Entertainment (served as Co-Chairman and Co-Chief Executive Officer)

Professional Contributions

Member of the American Bankruptcy Institute Creditors Committee Manual Task Force which authored the ABI Creditors' Committee Manual.

Member of the American Bankruptcy Institute Committee on Professional Compensation which authored the ABI National Report on Professional Compensation in Bankruptcy Cases.

Member of the AICPA Task Force on Financial Reporting by Entities in Reorganization under the Bankruptcy Code; one of the principal authors of Statement of Position 90-7 and a related Practice Bulletin which codified the accounting regulations in this practice area.

Speeches/Panelist

American Bankruptcy Institute:

1999 Winter Leadership Conference, The Business in Crisis: How to Find and Retain Good Management/Board Members

1999 New York City Bankruptcy Conference, DIP Financing: Who Blinks First?

1997 Winter Leadership Conference, The New World of Creditors' Committees: Member Liability and Insurance, Role of Government Agencies, Effect of Claims Traders and Representing Diverse Constituents

1995 Annual Spring Meeting, Bankruptcy Reform-A Time for the Licensed Insolvency Officer ("LIO")?

1993 Winter Leadership Conference, Investing in Financially Troubled Companies

Association of Insolvency and Restructuring Advisors:

2000 National Conference of Bankruptcy Judges Breakfast Program, The Liquidation Process: Using Financial Advisors to Maximize Returns to Claim Holders

1997 13th Annual Conference, The Role of the Financial Advisor in Consensual Settlements

1995 11th Annual Conference, Keynote Panel-Bankruptcy and Insolvency Practice in the 21st Century

1994 10th Annual Conference, Plan Confirmation

Others:

Turnaround Management Association, 2001, Securitizations: The Good, the Bad and the Ugly

Public Utilities Reports, 1998, Avoiding and Surviving Public Utility Bankruptcies

AICPA, 1998, National Conference on Bankruptcy; Financing the Reorganization

Weil Gotshal & Manges, DLJ and E&Y LLP, 1997, Management Strategies For Power Supply Resources; The M&A Future for the Energy Supply Industry

Weil Gotshal & Manges and Bear Stearns, 1996, The Changing Electrical Utility Industry; Utility Accounting-Past to Present

NACM, 1994, Credit Congress Exposition; Creditors' Committees

Euromoney, 1991, Keeping UK Leases Live; Transatlantic Experiences: Lessons for the UK?

INSOL International, 1991, Insolvency Practice: The Americas in the 1990's; Reorganization Plan-Business Aspects

IIR, 1991, High Yield & Other Bondholders in Workouts & Bankruptcies; When the Highly-Leveraged Firm Defaults

Executive Enterprises, 1991, Bankruptcy, Workout, Reorganization Accounting and Tax Conference; Working With The Creditors Committee
AICPA, 1990 and 1991, Advanced Technical Symposium; Accounting for Companies in Financial Difficulty
Presentations for other organizations, including Ashland Petroleum; CIT; R.D.Smith; Skadden, Arps, Slate, Meagher & Flom LLP; Salomon Brothers; Weil Gotshal & Manges; etc.

Articles

American Bankruptcy Institute Journal, June 2000, author of “Understanding Financial Statements: What They Don’t Tell You”
American Bankruptcy Institute Journal, May 1999, co-author of “Hedge Funds-Looking Behind the Numbers”
Turnarounds & Workouts, June 1993, “Reflections of Economic Substance: Rules For Entities In & Emerging From Chapter 11”
American Bankruptcy Institute Journal, March 1993, panelist in ABI Roundtable: Bankruptcy Reform 1994

Education

Kellogg (Northwestern University), Executive Program, 1991
New York University, Master of Business Administration, Finance, 1981
Wharton School of Finance and Commerce of the University of Pennsylvania, Bachelor of Science, Economics, 1970

IV. General pertinent experience:

See above.

V. Mediation training:

Dispute Resolution, 1993, American Arbitration Association
Mediation Training, 1994, United States Bankruptcy Court for the Southern District of New York
Advanced Mediation Training, 1994, United States Bankruptcy Court for the Southern District of New York

VI. Pertinent bankruptcy training (last five years):

New York City Bankruptcy Conference-ABI (2008-2012)
AIRA Advanced Plan Conference (2008-2010; 2012)

VII. General pertinent business or legal experience:

See above.