

PHILLIP J. PACEY CPA/ABV, M.ACC

PACEY ECONOMICS GROUP
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EDUCATION

M.Acc Masters of Accounting, tax emphasis
 University of Florida 1988

BSBA in Accounting, *summa cum laude*
 University of Florida 1986

PROFILE

Provide business valuation, economic damages analysis, forensic investigation, and related litigation consulting services to a wide variety of business organizations, accountants and their attorneys. Analyze structure transactions, merger and acquisition transactions, commercial damages litigation, business succession planning and structuring joint ventures. Securities valued include common stock, preferred stock and derivative securities such as options and warrants. He also has significant experience with a wide variety of industries including: manufacturing, consumer products, retailing, agriculture, real estate, transportation, and wholesale distribution

An experienced financial executive with over 20 years experience in business valuations, complex manufacturing organizations and Big 4 public accounting. Work history includes increasingly responsible positions to level of Senior Vice President and Chief Financial Officer and experience in domestic and international multi-location operations with emphasis on profits and return on investment.

WORK EXPERIENCE

Berkline/BenchCraft Holdings LLC, Morristown, Tennessee

Sr. Vice-President and Chief Financial Officer: - 2005 - 2006

Reported to the President and Chief Executive Officer. Supervised four direct reports including: Vice President and Controller, Vice President Finance and Administration, Director of Business Analysis and Vice President Financial Services. Managed a total staff of 60. Responsible for financial accounting and reporting, treasury, business analysis, sales analysis, taxes, credit and collections.

- Led filing of S-1 registration statement with investment banking group as exit strategy for private equity sponsor
- Directed other alternatives for public equity filing including Canada Income Trust
- Created raw material SKU reduction plan reducing investment by \$4 million
- Collaborated with senior management to develop sales and operations planning reducing lead times and working capital investment
- Initiated installation of Demand Solutions forecasting software to enhance forecasting function and reduce excess and obsolete raw materials
- Developed and implemented activity based costing system
- Negotiated waivers and amendment to credit facilities
- SFAS 141 & SFAS 142 Valuations

Falcon Products, Inc.,
St. Louis, Missouri

Vice-President and Chief Financial Officer: - 2004

Reported to the President and Chief Executive Officer. Supervised four direct reports including: Vice President and Controller, Treasurer, Vice President Information Technologies and Director of Human Resources. Managed a total staff of 50. Responsible for financial management, SEC reporting information systems, human resources, treasury, investor relations and taxes.

- Negotiated waivers and amendment to credit facilities
- Provided needed liquidity with a \$10.0 million increase in term loan
- Maintained NYSE listing through discussions with the Exchange and filing of an acceptable business plan
- Completed selection process for new external auditors and outside legal counsel
- Engaged investment bank to sell non-core division
- SFAS 141 & SFAS 142 Valuations

O'Sullivan Industries Holdings, Inc.,
Lamar, Missouri

Senior Vice-President and Chief Financial Officer: - 2000 to 2004

Reported to the President and Chief Executive Officer. Supervised four direct reports including: Controller, Assistant Treasurer, Vice President Information Technologies and Director of Credit. Managed a total staff of 70. Responsible for financial management, manufacturing accounting, information systems, SEC reporting, investor relations, taxes and risk management.

- Led financial aspect of leveraged recapitalization
- Negotiated \$175 million bank credit agreement
- Completed \$100 million subordinated note offering with road show experience.
- Refinanced senior credit facility with a senior secured note offering
- Eliminated covenants and extended maturities
- Directed closing of manufacturing facility saving over \$5.0 million annually
- Reduced days sales outstanding over 30%, from over 65 days to less than 45 days resulting in increased cash flows of over \$15 million
- Implemented customer profitability statements that were used to change pricing and business structures
- Reduction of inventory by over \$10 million

Vice President Finance and Treasurer: - 1995 to 2000

Reported to the Senior Vice-President and CFO. Supervised three direct reports including: Controller, Assistant Treasurer and Director of Credit. Managed a total staff of 40. Responsible for accounting, treasury, investor relations, budgeting, taxes, credit and risk management for \$300 million market capitalization NYSE Company.

- Initiated the company's strategic planning and budgeting processes
- Managed stock repurchase program of \$12.0 million
- Implemented proactive investor relations program targeting institutional investors. Utilized road show and one-on-one meetings that generated significant investor interest and resulted in over 100% stock price increase
- Renegotiated tax-sharing agreement with former parent saving the Company over \$400,000 annually
- Developed financial controls for international operations in Europe and Australia

Savannah Foods and Industries, Inc.,
Savannah, Georgia

Corporate Tax Manager: - 1994- 1995

Reported to the Vice-President and Controller. Supervised three direct reports including: Federal Tax Manager, Sales and Property Tax Manager and Accounting Manager. Managed a total staff of 5. Responsible for all income, sales and use, franchise and property tax planning, research and compliance. Negotiated and settled audits with federal, state and local authorities. Managed fixed asset expenditures and ensured proper capitalization of approximately \$40 million annually.

- Negotiated and settled IRS and state audits saving over \$6.5 million from the original assessment
- Developed tax saving strategy on inventories eliminating over \$1.0 million in state tax exposure
- Evaluated and modified intercompany transactions to minimize taxes

Manager Corporate Development: - 1993- 1994

Reported to Senior Vice President and Chief Financial Officer. Identified potential merger and acquisition candidates and disposition of business segments. Completed due diligence, competitor analysis and benchmarking studies. Evaluated capital improvements, new products and business processes with the Company.

Tax Manager: - 1991- 1993

Responsible for all corporate income tax accounting, planning and compliance.

Deloitte and Touche
Atlanta, GA

Senior Tax Consultant: - 1987 to 1991

Responsible for tax planning, research and compliance for a diversified client base.