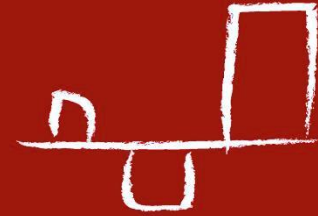




*Enterprise Value  
Enhancement*



*Financial Advisory  
Services*



*Corporate Renewal  
and Restructuring*

For over 30 years, **FINLEY GROUP**, a trusted advisory firm consisting of dedicated seasoned business professionals, has been a valuable management resource for, improving the operational and financial results of healthy companies, returning underperforming companies back to health and steering organizations in crisis to maximize value.

*Adding Value, Preserving Value, Recapturing Value*

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## Finley Group Overview

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Since 1985, Finley Group has been a trusted advisor to owners, corporate executives, boards of directors; financial institutions, lawyers and private equity sponsors. Through constantly changing economic climates and unpredictable marketplace trends, Finley Group's primary goal is to enhance the decision making and functional capabilities of our clients. Finley Group's proficiency is in helping clients foresee, appraise and successfully resolve critical business issues in a fast, concise, and cost effective manner.

Our highly skilled professionals have a proven history of delivering results for companies in the following situations:

- Transition
- Liquidity Challenges
- Operating Issues
- Family, Shareholder or Management Disputes
- Pressure from Lenders, Creditors or Customers
- Litigation Support

Finley Group professionals are helping companies on a daily basis find the right formula that allows them to compete in today's high-speed, continuously changing business landscape. Our pragmatic, results-oriented approach is uncomplicated and successful; using a collaborative mindset, we take advantage of the client's strengths, and current marketplace opportunities to attack and eliminate the challenges at hand. The product of this approach is a unique partnership that becomes the catalyst which fosters the development and implementation of a comprehensive, supportable, and sustainable set of solutions for most situations.

# Finley Group Overview

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## Scope of Services

- Business Assessment
  - ✓ Strategic Review
  - ✓ Management Team Assessment
  - ✓ Business Plan Formation
  - ✓ Competitive Analysis
  
- Cash Management / Cash Forecasting
  - ✓ 13 Week Cash Flow
  - ✓ Working Capital Management
  
- Corporate Level Interim Management
  - ✓ Chief Executive Officer
  - ✓ Chief Financial Officer
  - ✓ Chief Restructuring Officer
  - ✓ President
  - ✓ Advisory Board or Director
  
- Enterprise Value Enhancement
  - ✓ Revenue Growth
  - ✓ Margin Initiatives
  - ✓ Cost Rationalization
  - ✓ Logistics & Supply Chain
  - ✓ Distribution Channel Rationalization
  
- Restructuring Initiatives
  - ✓ Creditor / Vendor Management
  - ✓ Non-Core Asset Rationalization
  - ✓ Contingency / Succession Planning
  - ✓ Improved Financial Reporting
  - ✓ Capital Structure Analysis

**Finley Group** advises underperforming companies beginning to experience earnings erosion and strains on working capital. These services often include cash flow management, creditor forbearance negotiations, debt repayment plans, non-core asset divestitures, cost rationalization, and capital structure analysis. We interpret our findings quickly and present a clear set of objectives, create actionable plans, and most importantly, we can assist your management team with delivering profitable results.

**Why?** It is hard to disagree that today's global business environment continues to bring additional competition into the local marketplace on a daily basis, adding increased pressure on profits and cash flow. Volatile credit markets with no relief in sight and financial institutions dealing with their own capital issues continue to limit credit availability to organizations experiencing financial stress. These issues, among others, are forcing companies to de-lever their capital structure, improve operations, rethink their business model, shed non-core assets and find alternative methods to generate working capital liquidity. These external influences, together with normal business cycle trends and technological advancements, will cause more companies to experience operational and financial stress that will require third party assistance.

## **FINLEY makes the difference**

The advisors you choose to assist your team is vital. Finley Group professionals bring valuable advice, industry recognized certifications, and best practices into every situation across many industries and for over 30 years.

Our professionals have held senior operational and financial roles in addition to working as trusted advisors and understand the levels to navigate underperforming businesses. Our professionals can help you define clear objectives, create actionable plans and deliver results.

# Finley Group - Proven Experience

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## Select Engagements

- ❖ **Bost Distributing**– FG professional was hired as the interim CEO on behalf of the court appointed receiver of a food processing facility in North Carolina. Revenues had fallen more than 40% from its peak, to \$6.5 million and an EBITDA loss of more than \$200,000. At the onset of the turnaround, Bost had a mountain of aging payables, weary vendors, exhausted employees, a strained customer reputation and had not serviced any secured debt in over a year.
  - **FG’s initiatives resulted in:**
    - ✓ Reduction of 2% in COGS and 11% expense reduction – ceased inappropriate personal expenditures, eliminated excess spending.
    - ✓ Increased efficiency through increasing daily production yield but 20%
    - ✓ End result is 49 jobs saved, revenue increased to \$8M and EBITDA increased 271% to \$379K (including the cost of turnaround professionals and legal expenses) during 12 months of cash strapped, legally constrained, turnaround operations.
  
- ❖ **Royal Cake Company** – FG was retained as the financial advisor for a producer and distributor of more than 25 different varieties of snacks and treats under a range of private and branded labels. FG guided the Debtor through a successful Chapter 11 proceeding where the Court confirmed a Plan of Reorganization that awarded the unsecured creditors a recovery in excess of 85%. Initiatives lead during the engagement included analyzing the Company’s business plan (including developing cash flow controls and projections) and affecting a successful sale of the business as a going concern to Flowers Bakery in excess of the prepetition debt.
  - **FG’s initiatives resulted in:**
    - ✓ Sale of the business as a going concern
    - ✓ Recovery to the unsecured creditors in excess of 85%
    - ✓ Cash flow management controls
    - ✓ Improved operating performance yielding stronger cash flow performance

# Finley Group - Proven Experience

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## Select Engagements

❖ **Project Auto** – FG was hired by a second-tier automotive supplier to assess the business viability of the Company and to develop cash flow projections. Services included determining the viability of the current business plan, addressing key challenges, reviewing the effectiveness of management and the organizational structure, reviewing the cost structure and identifying reduction opportunities, and assessing the Company's capital structure and preparing recommendations for senior debt replacement/reduction.

- **FG's initiatives resulted in:**

- ✓ Improved cash flow controls
- ✓ Debt reduction / restructure
- ✓ Identification and divestiture of underperforming assets, thus yielding cash flow
- ✓ Eliminating unprofitable product lines
- ✓ Resulted in the refinance of the existing senior bank debt
- ✓ Ultimately resulted in the sale of the business as a going-concern

❖ **Project Dessert** – FG was engaged by a private equity investor to assess the business viability of a manufacture and retail specialty dessert manufacture experiencing production safety problems and public perception issues. FG's role has recently been expanded to Financial Advisor of the Company to assist in the wind-down of its production plant and a complete restructure of the organization.

- **FG's on-going initiatives include:**

- ✓ Improved cash flow controls
- ✓ Divestiture of an underperforming operating facility in order to right-size the go-forward business
- ✓ Refinancing
- ✓ Long term Co-Packer Agreement
- ✓ Improvements in Food Safety Initiatives

# Finley Group - Proven Experience

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## Select Engagements

❖ **Project Kitchen** – FG was hired to assist North America’s largest manufacturer of building products and materials in evaluating one of its underperforming business units. This operating subsidiary was not meeting the Board’s required profit threshold and FG was engaged to perform an assessment which included an evaluation of the management team, profitability analysis, business segment evaluation and identification of manufacturing efficiencies and cost rationalization opportunities.

- **FG’s initiatives resulted in:**

- ✓ Development of an actionable plan which provided the direction and timeline to navigate the business unit in order to exceed the Company’s profit requirement.
- ✓ FG’s scope was increased to run a sale process of this business unit which was recently completed

❖ **DRI Corporation** – FG was retained as the Chief Restructuring Officer for a publicly-traded software and transit signage company engaged in developing, designing, and the manufacture of way-finding transit signage and technology products, including transit communications and digital messaging systems. FG guided the Debtor through a successful Chapter 11 proceeding where the Court will confirm a Plan of Reorganization that contemplates a recovery to the unsecured creditors in excess of 100%.

- **FG’s initiatives resulted in:**

- ✓ Improved operating performance yielding stronger cash flow
- ✓ Sale of the business as a going concern
- ✓ Recovery to the unsecured creditors in excess of 100%
- ✓ Recovery to the preferred shareholders

# Finley Group - Proven Experience

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## Select Engagements

- ❖ **Project Doors (manufacturer of wooden doors and stairs)** – The Equity Sponsor hired FG to perform a business evaluation,. The FG role expanded in to a CRO role.
  - **FG’s initiatives resulted in:**
    - ✓ Reduced cost and improved effectiveness by restructuring senior management team.
    - ✓ Sought and were awarded, price increases from The Home Depot (twice) and other customers.
    - ✓ Reduced product line sku’s by over 50% in one market channel, improving profits and reducing working capital investment. Exited least profitable product line and closed largest manufacturing facility, consolidating those operations into the remaining two facilities.
    - ✓ Coordinated exit of majority owner and replaced senior secured lender with an alternate lender.
    - ✓ Two years later, the Company has transitioned from annual losses in the \$2-3 million range to annual profits of approx. \$3 million.
  
- ❖ **Insteel Industries, Inc.** – FG was retained as the Chief Restructuring Officer for a multi-national manufacture of Steel Wire reinforcing for Concrete Construction applications (~\$200MM in Revenue). FG worked with a sub-committee of the Company’s Board of Directors and existing Management to reduce unnecessary management overhead, lead market in product pricing, implement a new Cost System, close selected plants and rationalize capacity, divest idle non-productive assets, revise logistics model generating over \$1MM annual savings, and simplify newly installed enterprise system reducing annual fees over \$150K during an 18-month process.
  - **FG’s initiatives resulted in:**
    - ✓ Full recovery by all creditors even though initial analysis showed a \$35MM shortfall
    - ✓ Stock price appreciation from \$1 per share to \$18 per share
    - ✓ Gross margin enhancement due to increased selling price on selected products
    - ✓ Revised Management team remained in place
    - ✓ Restructuring provided no shareholder dilution

## Finley Group - Proven Experience

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❖ **Project Comfort** – FG was originally engaged by a \$600 million revenue integrated parts manufacture servicing the home furnishing and transportation markets to assist the company with its relationship with its senior lender. That company operates 47 plants across 13 states and has 2,600 employees. FG's role has recently been expanded and is currently serving as President and CEO.

- **FG's initiatives include in:**

- ✓ Restructure of the companies debt facilities.
- ✓ Evaluation of the management team, business segment evaluation and identification of manufacturing efficiencies and cost rationalization opportunities.
- ✓ Development of an actionable plan which provided the direction and timeline to navigate the business unit in order to exceed the Company's profit requirement.
- ✓ Lead and direct the company's strategic plan including new markets, acquisitions and divestitures.

❖ **Pacific Avenue, LLC** – TFG was appointed as the Trustee a Complex Chapter 11 Case of a Mix Use Residential/Retail Development . As Trustee, TFG was responsible for the daily operations of the Development; the investigation in to the debtors prior actions and assets; and all case administration.

- **TFG's initiatives resulted in:**

- ✓ Settlement with debtor/owners of fraudulent transfers resulting in excess of 100% to unsecured creditors and the return of millions of dollars in value of other assets to the estate and ultimately the new owner
- ✓ Improved Operations and Leasing Initiatives



## Industries Served

### Manufacturing

- Aerospace and Defense
- Agricultural Machinery
- Automotive Parts
- Bricks & Tiles
- Building Products
- Food Products
- Candles
- Cement & Cement Products
- Commercial Bakery
- Chemical & Fertilizer
- Electronics
- Furniture
- HVAC
- Injection Molding
- Medical Equipment
- Signage Products
- Ship Maintenance & Repair
- Soft Drink Bottling
- Steel Fabrication
- Steel Coil & Wire
- Textile

### Telecommunications

- Cable Installation
- Network Infrastructure
- National Call Center
- Satellite Communications
- CLECS

### Retail

- Apparel
  - Men's
  - Women's
- Automotive
- Car Wash Chain
- Convenience Stores
- Catalog
- Department Stores
- Dollar & Discount Stores
- Electronic & Appliance Stores
- Furniture Stores
- Jewelry
- Resorts
- Restaurant Chains

### HealthCare

- Home Health
- Medical Supply
  - Manufacturing
  - Distribution
- Medical Equipment R&D
- Medical Clinics
- Retirement Communities
  - Independent Living
  - Assisted Living
  - Skilled Nursing

### Service

- Aircraft Maintenance
- Agriculture & Farming
  - Tobacco Farming
  - Hog Growers
  - Commercial Greenhouses & Plants
  - Peanut Growing/Processing
- Architectural /Engineering Services
- Cargo Airline
- Child Care
- Construction & Development
  - Commercial
  - Residential
- Disaster Restoration
- Education
- Financial Services
- Forestry
- Golf Courses
- Insurance
  - Underwriting
  - Agency
  - Premium Finance
- Moving & Storage
- Printing
- Real Estate
  - Commercial
  - Medical

### Distribution / Transportation

- Aerospace Parts
- Auto Parts
- Chemical & Fertilizer
- Education Supplies
- Fuel and Lubricants
- Construction
  - Doors and Windows
  - Staircases
  - HVAC
  - Lumber & Building Material
- Commercial Signage
- Music & Video
- Truck & Trailer
  - Distribution & Leasing
  - LTL Hauling

## Professional Background

### Elaine T. Rudisill Managing Director

Elaine is a highly effective, “results oriented” professional with over 35 years of financial experience in diverse industries including: automotive, aviation and pharmaceutical manufacturing and distribution, health care, biotech and waste management industries.

Since joining Finley Group in 2001, Elaine has advised many of her clients on matters involving financial reporting, bankruptcy, corporate liquidations, acquisitions and merger integration. She has served in many roles and has been effective in controlling costs, returning profitability, selling non-core assets . . . thus, maximizing recovery. Some of those roles include:

- Chief Financial Officer of Wash Depot, where she assisted the company through a successful bankruptcy reorganization.
- As Chief Restructuring Officer of Carolina Steel and Wire, she lead the successful reorganization of two of the Company’s subsidiaries.
- As interim CFO at HLM Design, a national architectural and engineering firm, she was responsible for selling the firm through a 363 bankruptcy transaction to Heery International, a multi-national firm.
- Bankruptcy Trustee in a Complex Chapter 11 Case of a Mix Use Residential/Retail Development , responsible for the daily operations of the Development; investigation into the debtors prior actions and assets; and all case administration, resulting in a 100% plus interest return to the Unsecured Creditors.
- CRO of DRI Corporation, responsible for selling the Company as a going-concern through a 363 bankruptcy transaction, resulting in a 100% plus interest return to the Unsecured Creditors and Preferred Shareholders

In addition to her interim management/advisory work, Elaine has extensive experience in due diligence work and forensics. Elaine has performed many successful forensic reviews, including one which resulted in the detection of a \$100 million kite fraud involving seven banks.

Prior to joining Finley Group, Elaine spent 6 years as the Chief Financial Officer of two public companies. In this capacity she completed a successful IPO and various private stock placements. She was also responsible for the successful negotiation of numerous facilities, as well as the acquisition and integration of multiple companies.



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EDUCATION  
B.S., The University of North Carolina at Chapel Hill

PROFESSIONAL ASSOCIATIONS  
Member, American Bankruptcy Institute

Member, Turnaround Management Association

Carolinas Chapter Board Member,  
International Women’s Insolvency and Restructuring Confederation

## Professional Background

### Matthew W. Smith Managing Director

Matt specializes in corporate turnarounds and restructuring with an emphasis on financial, operational and management issues. Since joining the firm in 2002, he has worked for over 70 clients in a wide variety of industries including manufacturing, distribution, retail, agriculture, financial services, furniture, textiles, and golf and resort operations.

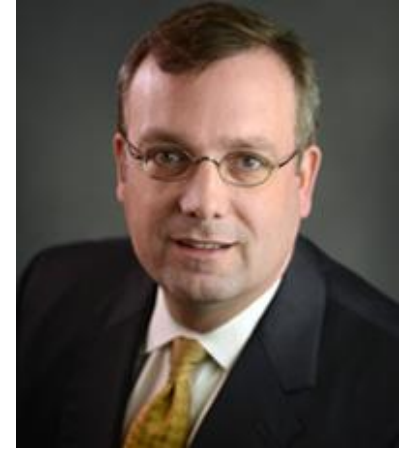
Matt has provided both advisory services and taken interim-management positions with his clients which have resulted in maximizing value for all stakeholders. On multiple occasions he has successfully negotiated financing arrangements with secured and unsecured lenders. Additionally, Matt has lead divestiture and sale efforts of non-core assets as well as entire businesses.

Matt was named the Chief Restructuring Officer for Sea Trail Corporation, a 54 hole golf course resort in Sunset Beach, NC. Matt lead the restructuring through a Chapter 11 bankruptcy that ultimately resulted in the sale of all of the assets through a 363 auction sale process. In addition, Matt was responsible for cash management to ensure the resort had sufficient liquidity for the highly seasonal business.

Matt served as part of the senior management team for The Thaxton Group, Inc., a diversified consumer financial services and insurance company which listed debt in excess of \$240 million when it filed for Chapter 11 protection. Under Matt's guidance, the Debtor delivered a Plan of Reorganization where the unsecured creditors received distributions in excess of 107% of their claims.

Additionally, Matt advised PeopLounger's, Inc., a motion furniture company which filed for Chapter 11 protection in Mississippi. Matt aided the sale of the operational assets and served as Interim Chief Financial Officer of the new organization.

Matt is one of the few Turnaround Professionals to hold both the Certified Turnaround Professional (CTP) and Certified Insolvency and Restructuring Advisor (CIRA) designations. Matt has completed the required training to become a certified mediator in North Carolina.



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#### EDUCATION

B.A., Wake Forest University

MBA, Kenan-Flagler Business School, The University of North Carolina at Chapel Hill

#### CERTIFICATIONS

Certified Turnaround Professional

Certified Insolvency and Restructuring Advisor

#### PROFESSIONAL ASSOCIATIONS

Board Member, Turnaround Management Association (Carolina's Chapter)

American Bankruptcy Institute

Association for Corporate Growth

Association of Insolvency and Restructuring Advisors

## Professional Background

### Blake Hauk Managing Director



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EDUCATION  
Hiwassee College

Southern Methodist University School of  
Commercial Lending

CERTIFICATIONS  
Licensed Realtor

PROFESSIONAL ASSOCIATIONS  
Member, Association of Certified Fraud  
Examiners

Member, Tennessee Chapter of Turnaround  
Management Association

Member, Tennessee Chapter of Association for  
Corporate Growth

Blake has a rich, diversified financial history spanning over 20 years. Blake has served in numerous roles including investigation, lending and real estate management in the banking industry. While Blake's experience includes a wide variety of industries, his primary areas of expertise are in maximizing asset recoveries and real estate.

Prior to joining the Finley Group, Blake was a Senior Vice President for First Horizon Bank National Association with principal activities in commercial lending, investigation, special assets and corporate real estate.

Blake's extensive experience in the banking industry includes:

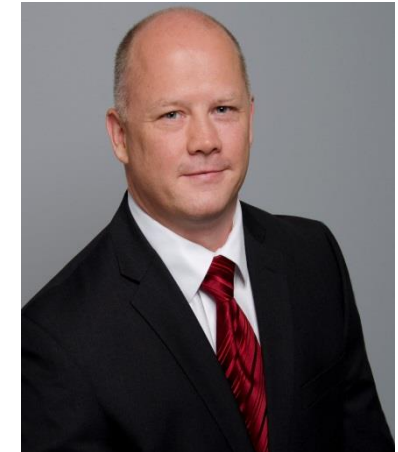
- Rehabilitating two large real estate developments that required completion of infrastructure, reformation of title, creation of a rental management company, and ultimately selling of assets. This undertaking involved multiple litigation matters, obtaining local and state approvals for completion, bidding of multi-million dollar contracts, and then overseeing of the build out phase. Successful litigation and negotiations resulted in judgement and settlement which recouped millions of lost dollars to several financial institutions.
- Responsible for the oversight of maximizing recovery of one of the top five furniture and carpet wholesaler/retailers in the Southeast.
- Managed the unwind and recovery of multiple out of trust automotive dealerships involving six major flags.
- Served as lead investigator on several large, white-collar crime matters involving the financial services industry.
- Worked with Federal Bureau of Investigation, United States Department of Housing and Urban Development, Office of the Inspector General and Naval Criminal Investigation Division to prosecute one of the first undercover operations involving mortgage fraud against a financial institution, United States Department of Housing and Urban Development and the United States Navy.
- Worked a large internal affairs case involving manipulation and theft in excess of \$1 million. Suspects were successfully prosecuted at the federal level and civil litigation was utilized to recover assets.

Blake has spoken to a Turnaround Management Association event on the topic of commercial real estate. He has also served as an adjunct instructor for Tennessee Law Enforcement Academy.

## Professional Background

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### Josh Hall Director



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EDUCATION  
B.S., United States Naval Academy

MBA, Harvard Business School

CERTIFICATIONS  
Licensed Real Estate Broker

PROFESSIONAL ASSOCIATIONS  
Member, Turnaround Management Association  
(Chesapeake Chapter)

Josh has 20 years' experience serving in a unique variety of leadership and management roles across a wide array of industries including engineering, IT products, real estate and professional services. His breadth of knowledge includes deep expertise in corporate financial management, asset management, acquisition & disposition of investments, and court appointed oversight of complex businesses (Receiver, Liquidating Trustee, financial advisor, interim executive and Bankruptcy Plan Administrator).

Prior to joining The Finley Group, Josh was named the interim CFO for Bost Distributing Company, a small food manufacturer in rural North Carolina, on behalf of the state court appointed receiver. During the engagement, the interim leadership increased gross sales by 21%, reduced COGS by 4% and increased EBITDA by 323%. Ultimately the business was sold through a 363 sale. This engagement was recognized by the Turnaround Management Association as the 2015 Small Business Turnaround of the Year at its national conference.

He served as the Chief Financial Officer while at Trigild, a nationwide advisory firm focusing on fiduciary assignments in distress and turnaround engagements. In addition to his corporate financial responsibilities, he was the lead asset manager on several high profile engagements, acting as Bankruptcy Liquidating Trustee, Receiver, and Interim Executive. Prior to his CFO role, he was the division head responsible for all operations in the eastern half of the country.

In his early career, Josh served on active duty in the US Navy, holding positions both at sea aboard the deep ocean salvage vessel USS GRASP (ARS 51), and on-shore with the Seabees, as a deep sea diver, special operations officer, and Civil Engineer Corps officer.

## Professional Background

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### Steven R. McCauley Manager



Steve has over 30 years of experience in financial and general management, business ownership, and real estate development and management. He has provided extensive professional services to various service, manufacturing, retail, and distribution companies, primarily privately owned. Experience with interim management and advisory services for companies dealing with a range of issues from personnel (both too many and incorrect fit), tax liabilities and resultant operating problems, startup of new service business model including implementation and process, redesign of process to enhance operating profit and make personnel change for business unit, and creating process and tools to implement financial and operational turnaround.

Steve has extensive experience in creating and implementing business plans and processes to enhance existing operating businesses for new owners, as well as for companies in various operating stages. This includes evaluation of business segments to determine viability and profitability and subsequent closing of not profitable business segments or negotiating the sale of the business segment or assets. He has negotiated repayment plans and work outs of vendor and other creditor debts in various stages up to and including civil judgments.

Steve has served in the roles of Chief Executive Officer, Chief Operating Officer, Chief Financial Officer and Controller.

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#### EDUCATION

BBA-Finance Ohio University, Athens Ohio  
BS-Accounting, University of North Carolina at Charlotte, Charlotte, North Carolina

#### CERTIFICATIONS

Certified Public Accountant  
Certified Turnaround Associate

#### PROFESSIONAL ASSOCIATIONS

Member, Carolinas' Chapter of Turnaround Management Association

# Professional Background

## Kelley McLaren Manager

Kelley has a wide range of engagement experience in the management, fiduciary and real estate arenas. She has been appointed receiver or the named agent of the receiver in over 125 cases and has worked on an additional 225 cases. Kelley has handled over 800 assets including multifamily, single family residential portfolios, office, retail, industrial, medical office, QSR, casual dining, and gas & convenience stores.

In her previous role, Kelley was the Chief Administrative Officer (CAO) and Managing Director of Receivership Services for Trigild. As CAO, Kelley was responsible for the oversight of human resources, insurance, risk management, contract compliance and administrative services. As Managing Director, Kelley served as Trigild's primary receiver and oversaw the Receivership Services department. Here she was responsible for all active assignments including: preparation of court documents, maintaining relationships between attorneys and key personnel, and monitoring cases from start to finish.

Between March 2014 and April 2015, Kelley was named the interim CEO for Bost Distributing CO, a small food manufacturer in rural North Carolina on behalf of the state court appointed receiver. She led the restructuring through a Chapter 11 bankruptcy that ultimately resulted in the sale of assets through a 363 sale. During the turnaround Kelley increased gross sales by 21%, reduced COGS by 4% and increased EBITDA by 323%.

Ms. McLaren has also been involved with multiple industry groups that include Turnaround Management Association- NextGen, NAIOP- Developing Leaders, American Bankruptcy Institute, IREM, SDRF and CRF. She has authored articles on receivership for various real estate, business, finance, and general publications and has also spoken on receiverships at conferences sponsored by Turnaround Management Association, San Diego Bankruptcy Forum, Trigild, San Diego Receiver Forum and California Receiver Forum.

Kelley was named a 2012 Metro Mover by San Diego Metro Magazine and also named a 2012 Honoree by Apex Society's Power 30 under 30.



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### EDUCATION

B.A., San Diego State University

MBA – San Diego State University

### CERTIFICATIONS

Certified Turnaround Professional

Certified in Better Process Controls

### PROFESSIONAL ASSOCIATIONS

Turnaround Management Association (TMA)  
TMA NexGen Chapter



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