

EXHIBIT A



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LEADERSHIP TEAMWORK THE POWER TO PLAN

Nationally recognized for our bankruptcy and insolvency expertise and for our highly specialized investigative work, Bederson offers a broad scope of services that include complex audits for large corporations, consultations, business valuations, aggressive strategies for expansion-oriented firms, progressive financial solutions, information services for mid-sized companies, estate and income tax services and financial planning for individuals and businesses.

READ ABOUT OUR SERVICES

- | | |
|---|--|
| <ul style="list-style-type: none"> • Accounting & Auditing • Business & Succession Planning • Business Valuations • Computer & Technology Consulting Services • Forensic Services • Insolvency, Reorganization, Turnaround & Litigation | <ul style="list-style-type: none"> • Matrimonial Litigation Support & Mediation Services • Mergers, Acquisitions & Capital Financing • Not For Profit Services • Real Estate Services • SEC & Regulatory Compliance • Tax, Estate & Financial Planning |
|---|--|

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**ACCOUNTING &
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To succeed in today's complex and volatile business climate, companies require the highest level of financial expertise and a full range of accounting services to meet their changing needs.

That's why so many clients count on Bederson & Company to provide a full range of accounting and financial services:

- Management Advisory Services (MAS)
- Review of Internal Control
- Budgets, Projections & Forecasts
- Accounting & BookKeeping
- Audits, Reviews & Compilations of Financial Statements

We're Always Here with the Services You Need

At Bederson, our skilled team of consummate professionals deliver critical financial information to help your business succeed.

And to make sure you always receive the highest possible level of service, we make ourselves available to you on an individualized, one-on-one basis. That's one of the things clients appreciate most about Bederson.

Smarter Decisions, More Efficient Operation

The Bederson team provides the tools and accounting information you need to see how your business is operating - facts and figures on profitability, budgeting and forecasting, compliance information and bank reporting - so you can make informed decisions about efficiency and profitability.

As our client, we work closely with you to understand your needs and help you achieve your goals. Naturally, we keep you abreast of all accounting and financial reporting changes so you are always up to date on the most current happenings.

You're in Good Company with Bederson

As your accounting professionals, we will help you use your financial data as a valuable management tool - to make important decisions with knowledge, insight and the advice of an experienced team behind you.

So if you need to gain control of your business, want to ensure the integrity of your records or are looking to set up the best accounting systems for your business, call Bederson & Company. Together, we'll explore your opportunities for financial success.

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BUSINESS & SUCCESSION PLANNING

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The best way to ensure the successful continuation of a business is to plan for it - with strategies that minimize estate taxes, preserve more wealth for families and keep your business running.

At Bederson & Company, we have an experienced team of financial specialists whose primary mission is to help you plan for a smooth and successful business transition.

- Buy-Sell Agreements
- Gift & Estate Planning (MAS)
- Key Man Insurance
- Intangible Asset & Intellectual Property Valuation
- Financing and Recapitalization
- Management Succession Planning
- Business Valuation

Bederson Has Vision

The sad fact is, 70% of family-owned businesses do not survive the second generation. And 90% fail by the third generation - usually the result of improper planning.

That's why we take steps ahead of time - to help clients prevent the many pitfalls and entrepreneurial death traps that can bring a thriving business to a sudden or unexpected close.

By reducing the impact of taxes, illness or death on a company - and by formulating financial solutions to preserve family wealth - we can help ensure the successful continuation, transfer or sale of your company.

Leadership and Services for Over Sixty Years

We have a proud tradition of leadership and service, with a creative spirit that's quick to respond to new ideas. Bederson offers a strong and resourceful team of professionals who specialize in business and succession planning.

So if you're looking for sound financial strategies to help you thrive in the next century and carry your business successfully into the future, call the professionals at Bederson & Company. We'll help you explore every opportunity for financial success.

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SERVICES

BUSINESS VALUATIONS

Business Valuation is not only about valuing companies, but about using valuation as a tool for making better business decisions. It is a complex process requiring an understanding of economic principles and a high level of analytic skill.

That's why business valuation should be performed by experienced professionals who are accustomed to dealing with these issues on a daily basis.

- Buy-Sell Agreements
- Gift & Estate Taxes
- Bankruptcy & Insolvency Support
- Mergers & Acquisitions
- Matrimonial Litigation
- Financing

CPAs With Years of Experience

At Bederson & Company, we have extensive experience performing business valuations. Our highly specialized staff of Certified Public Accountants (CPAs) include a Certified Valuations Analyst (CVA). Our professionals attend seminars regularly and participate in continuing education courses.

Broad Scope of Satisfied Clients

We realize that every business has its own unique circumstances. At the same time, we believe that maximizing shareholder value should be the fundamental goal of every business.

As experienced business advisors, we keep up-to-the-minute on current tax laws and have a keen understanding of the economic trends, specific industry issues and other financial factors that can impact the worth of a business.

Many business valuation clients count on Bederson - for litigation support, shareholder disputes, buy-sell agreements, financing, business succession planning and mergers and acquisitions. Typically, they include business owners, courts, attorneys, individuals in matrimonial cases as well as banks and other credit grantors.

So if you are looking for objective business valuations based on sound financial analysis, call Bederson & Company. We'll help you explore every opportunity for financial success.

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**COMPUTER
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With the rapid development of computer and related technologies, making the right choice requires a thorough understanding of your company. Your technology consultant must possess the skill to evaluate today's technologies and provide the innovative solutions based on the unique requirements of your organization.

That's why so many satisfied Bederson & Company clients count on us for the technical support they need to keep their businesses up to speed in today's fast-paced high-tech world.

- Software & Hardware Evaluation and Selection
- Training
- System Configuration and Installation
- System Support
- Network Support and Administration
- World Wide Web Services

We Understand Your Business

To help you take advantage of today's powerful technologies, it is essential to understand the complexities of your business, then be able to recommend the best solutions to increase your capabilities.

As accountants and advisors, we have a special insight into our clients' needs. This in-depth understanding, coupled with our industry-wide experience and familiarity with popular mainstream software accounting packages, uniquely positions us as the best people to turn to for computer consultation and support.

Keeping You Technologically Correct

At Bederson & Company, we're on the cutting edge of tomorrow's technology. Our Computer & Technology Department - an experienced team of highly-skilled professionals - offers a complete range of Consulting Services to assist in the acquisition, installation and administration of Management Information Systems (MIS) hardware and software - to make your business more efficient.

Systems to Make Your Business Run Better

At Bederson, we have the expertise, the in-house staff and the outside resources to determine what you need - and implement it for you. We specialize in resolving problems.

We can help automate your systems, to save you time and money, and help you make improvements in staff efficiency, internal control and timeliness of information. And we can design systems that function in accordance with today's most cost-effective techniques - to maintain your competitive edge.

So if you want to update your accounting systems - to take advantage of today's leading technologies - call Bederson & Company. We'll help you explore every opportunity for financial success.



HOME



FORENSIC SERVICES

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Forensic services is a highly specialized area of accounting. That's why it's important to have an experienced forensic team in your corner - one with the knowledge and power to assist you in achieving favorable verdicts and settlements.

The forensic and courtroom expertise of Bederson & Company is legendary, which is why so many successful companies count on us for their forensic accounting needs.

- Analysis
- Arbitration/Mediation
- Asset Valuations
- Corporate Disputes
- Courtroom Advisory
- Damages
- Discovery
- Expert Witness Testimony
- Insurance Claims
- Interrogatories and Depositions
- Investigations
- Preparation of Trial Exhibits
- Pre-Trial Settlement Conferences
- Professional Liability
- Strategy Development
- Trier-of-Fact Assistance

Highly Specialized Investigative Procedures

Industry leaders, our Litigation Services Department is called upon to perform highly specialized investigative and forensic services and to provide expert witness testimony for areas of insolvency, fraud, debtor/creditor relationships, business disputes and divorce.

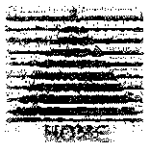
Our extensive experience in this area includes conducting numerous investigations, researching and analyzing financial data to support monetary loss and participating in arbitration, mediation and many other forensic accounting matters.

A Team of Experts

Our staff includes talented full-time forensic professionals - five Certified Fraud Examiners - all extremely capable in the discovery process. We have extensive courtroom experience and have testified as experts in many cases in state and federal courts.

So the next time you need investigative services or documentation support that will be readily acceptable at state and federal levels, call Bederson & Company. We'll put our experience to work for you.

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**INSOLVENCY
REORGANIZATION
TURNAROUND & LITIGATION**

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Insolvency, reorganization and turnaround decisions should be made with extreme care and with an eye toward maximizing returns and limiting exposure.

It's important to explore your options - and get knowledgeable financial advice from the most reputable team of professionals you can find.

- Insolvency
- Reorganization
- Accountants to Creditor's Committees
- Accountants to Debtors' Committees
- Accountants to Trustees
- Court Appointed Examiners
- Court Appointed Mediators
- Valuations
- Court Appointed Fiscal Agents, Receivers & Fiduciaries
- Collateral Audits
- Specialized Services

We Deliver High-Powered Advice

The depth of experience and performance at Bederson & Company is exceptional. Our unique team of skilled and experienced professionals includes Certified Public Accountants (CPAs), Certified Fraud Examiners (CFEs) and Certified Insolvency & Reorganization Accountants (CIRAs).

Armed with impressive credentials and a proven track record few can match, we regularly advise, guide and perform a wide range of services in the complex fields of Insolvency, Reorganization, Turnaround and Litigation support services.

In fact, *Turnaround & Workouts* ranked Bederson & Company the nation's 15th Largest Bankruptcy Firm based on size and the number of partners and professionals we have dedicated to our Insolvency and Litigation Support Department.

Are You Prepared for Tomorrow's Marketplace?

As we continue on our course to becoming a truly global economy, it becomes increasingly important for companies to demand leadership and innovative solutions from their financial team. This is where Bederson stands apart.

At Bederson, we provide the support and planning you need to solve your complex business problems.

So if you demand outstanding performance from a leader in this field, call Bederson & Company.

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**MATRIMONIAL LITIGATION
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Few things are more stressful than matrimonial dissolution. It is a life-altering event that requires keen and objective thinking in an emotionally-charged atmosphere, as well as sensitive and knowledgeable financial guidance.

It is the time you need an experienced and powerful financial team in your corner - to negotiate under pressure...assist in the mediation process...and structure settlements both parties can live with.

- Valuations
- Pre-Trial Settlement Conferences
- Trier-of-Fact Assistance
- Equitable Distribution Plans
- Interrogatories and Depositions
- Courtroom Advisory
- Analyses
- Discovery
- Preparation of Trial Exhibits
- Strategy Development
- Expert Witness Testimony

We Know What You're Going Through

When partners become adversaries, dividing assets can get downright vicious. At Bederson, we're aware of the dynamics of marital dissolutions and do everything we can to structure equitable settlements that both parties can live with.

And today, with formal mediation procedures and addition to court settlements becoming the norm, we have extensive experience representing our clients' financial interests as part of the mediation effort.

Helping People Rebuild Their Lives

Experienced in this sensitive legal arena the Bederson team keeps abreast of all applicable Internal Revenue Code provisions and works closely with attorneys to stay informed of child support and alimony guidelines.

Our goal is to help structure a financial settlement that minimizes the tax consequences and allows both parties to move forward, secure in the knowledge that they will be able to meet their future financial obligations.

If you're looking for a financial settlement that is equitable and advantageous - call Bederson & Company. We'll help you structure a settlement that both parties can live with.

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**MERGERS, ACQUISITIONS
& CAPITAL FINANCING**

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Companies who are involved in the complex realities of mergers and acquisitions need the talents of a strong and experienced financial team on their side.

That's why so many successfully expanding companies count on Bederson & Company - to help them explore every opportunity for financial success.

- Due Diligence & Financial Analysis
- Tax Planning and Compliance
- Forensics
- Business Valuations

The Bederson Edge

An aggressive acquisition-oriented company with over sixty years of experience, we know what it takes to stay on top in today's competitive business arena. We have a long history of growth and expansion, a knowledgeable staff with the highest credentials, a sophisticated network of capital financing providers and outstanding success negotiating mergers and acquisitions.

A Philosophy of Teamwork

At Bederson we work together to bring you the most knowledgeable advice, the highest level of personalized service and a wealth of resources to insure your success.

And through our AGN affiliates, an international association of accounting firms, we can service your financial needs worldwide.

So if you're looking to merge, acquire another company, need capital financing...or just want sound accounting and financial advice, call Bederson & Company. We'll help you explore every opportunity for financial success.

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The financial pressures confronting Not For Profit companies today are enormous. They require specialized accounting services from experienced professionals who understand this continually changing financial climate.

That's why so many successfully expanding companies count on Bederson & Company - to help them explore every opportunity for financial success.

- Auditing
- Government Compliance
- Organizational Assessments
- Tax Planning

Not For Profits Have Special Needs

Not For Profits face a constant struggle - in terms of competition for funding and support and coping with the maze of government regulations.

We have successfully guided our Not For Profit clients through challenging times, helping them succeed in today's unpredictable economic climate.

Put Bederson On Your Team

The Bederson team is skilled in areas unique to Not For Profit organizations, delivering auditing expertise, government funding compliance, organizational assessments and tax expertise.

The Initiative to Plan Ahead

We offer innovative financial strategies combined with the planning and guidance necessary to meet these extraordinary financial challenges.

So if your Not For Profit organization seeks expert financial and accounting advice - from a knowledgeable and experienced team of professionals who understand the financial challenges created by limited funding and changing regulations, call Bederson & Company. We'll help you explore every opportunity to successfully meet these challenges.

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In today's volatile marketplace, real estate transactions can be especially tricky. That's why you need an experienced team of accounting professionals in your corner - to make sure your interests are protected.

That's why so many clients count on the skillful real estate accounting services of Bederson & Company.

- Financial Projections
- Project Development Accounting
- Accounting Services
- Construction & Permanent Financing Negotiations
- Mortgage Application Assistance
- Lease Negotiations
- Tax Planning & Compliance
- Government Subsidized Housing Compliance Reporting
- Escalator Clause Audits

More Than Half a Century of Success

Founded in 1937, Bederson has successfully provided leadership and innovative solutions in the commercial, industrial and residential real estate arenas...even during turbulent economic times.

For over 60 years we have delivered a unique brand of service, guiding real estate clients carefully through the process with minimal stress and maximum success.

Put Our Expertise Behind You

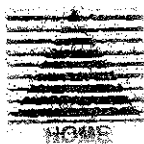
The people at Bederson have excellent credentials and our experience includes participation as developer, principal and advisor.

With extensive skills in all areas of real estate accounting, our services include negotiating purchases and sales of property, leases, structuring tax-free transactions, and auditing leases with regard to escalator clauses and other specialized functions. Our professionals have serviced private as well as publicly owned real estate companies.

So the next time you need guidance, advice or assistance with your real estate needs, call Bederson & Company. We'll help you explore every opportunity for financial success.

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SEC & REGULATORY SERVICES

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Companies dealing with the intricacies of the Securities & Exchange Commission (SEC) and regulatory compliance need a powerful team of knowledgeable professionals as part of their financial team.

That's why so many clients count on Bederson & Company - experienced accountants and consultants who know what it takes to assure a successful Initial Public Offering (IPO) and follow through on all the details and filings necessary to satisfy the SEC's complex financial reporting requirements.

- Determine Financing Needs and Structure
- Estimate Financing Costs
- Assist in Preparing Offerings/Filings
- Establish Timetables and Agenda
- SEC Compliance

We Know the Ropes

We help companies file annual reports, registration statements and other reports with the SEC...to the exacting demands of attorneys, underwriters and corporations responsible for complying with today's regulations.

Many Clients Shake Hands With Us

Our IPO clients include entrepreneurs, broker/dealers, financial service institutions as well as manufacturing and high technology companies. Because we know the intricacies of complicated compliance issues, we can successfully ease the process.

So if you need guidance, planning or the financing to go public, call Bederson & Company. We'll help you explore your opportunities for financial success.

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**TAX, ESTATE &
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The best way to secure your financial future is to plan for it - and to take advantage of opportunities to reduce your tax burden so you can put more of your money to work.

That's why your financial team should be knowledgeable in today's complicated tax laws, resourceful in their approach to tax-advantageous strategies and highly skilled at implementation. That's why your financial team should be Bederson & Company.

- Income Tax Planning
- Develop and Implement Estate and Financial Plans
- Tax Research & Compliance
- Investment Portfolio Structuring and Analysis
- Business Valuation
- Client Representation Before Taxing Authorities

The Power to Plan

No one understands the power of proper planning better than Bederson. Our job is to listen to your goals and aspirations, then plan the strategies that will make them happen.

Our goal is to help you accumulate and protect your personal wealth. Toward this end, our experienced Tax, Estate and Financial Planning specialists will work with you, turning an in-depth understanding of complex tax laws and current economic conditions into strategies that best achieve your goals and build your net worth.

Financial Solutions for Your Business and Personal Protection

At Bederson, you can expect us to explore new and emerging opportunities to lower, defer or eliminate your business and personal tax liability. We'll also find the most favorable solutions to coordinate your business and personal financial strategies, increase available funds, prepare for unexpected emergencies and structure a plan to maximize investment opportunities while tempering risk.

High Powered Team Delivers Sound Advice

Our professional team includes Certified Public Accountants (CPAs), Certified Financial Planners (CFPs), and Masters in Taxation (MST). All are extremely knowledgeable and dedicated to your financial success.

Tax Planning

Every financial transaction, whether business or personal, should be carefully considered in light of its tax implications. At Bederson, we analyze the tax consequences of financial transactions and suggest strategies to reduce your tax burden.

Estate Planning

Estate taxes can consume more than 55% of a decedent's assets. But with proper planning, our team can help diminish the tax burden and preserve a greater portion of wealth for your family.

Financial Planning

After carefully listening to your needs and goals, we work with you to design a strategy to

achieve them, then assist with every step of implementation.

So if you're looking for a knowledgeable and experienced team - call Bederson & Company. We'll help you explore your opportunities for financial success.

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