

**Final Due Diligence Report For:**

**Jonathan F. Brewster**



**INTELEX, LTD.**

**Business Intelligence You Can Bank On**

**Final Due Diligence Report For:**  
**Jonathan F. Brewster**

REPORT PREPARED BY INTELEX, LTD.  
FEBRUARY 2002

---

---

This document from Intelix, Ltd. contains information that is **CONFIDENTIAL**. This information is intended to be for the sole use of Fictio Capital Partners. Any disclosure, photocopying, distribution, or unauthorized use of this material is prohibited.

---

---



**INTELEX, LTD.**

71 ARCH STREET, GREENWICH, CT 06830  
Tel.: 203.622.0031 Fax: 203.622.7331 E-mail: [intelx@intelxLtd.com](mailto:intelx@intelxLtd.com)

•  
•  
•  
•  
•  
•

---

# Jonathan F. Brewster

## *Executive Summary*

### **Scope of Review**

Intelex, Ltd. was employed by Fictio Capital Partners for the purpose of conducting a due diligence study on Jonathan F. Brewster. Intelex was to focus on the following topics:

- ❖ **Resume verification of principal:** Intelex was to examine Mr. Brewster's executive biography and verify all information contained therein. This was to include education, employment, corporate affiliations and any accomplishments which may have been referred to.
- ❖ **Criminal and civil litigation:** Intelex conducted comprehensive searches designed to uncover any history of criminal or civil litigation. Records systems searched included those of state, federal and bankruptcy courts. In addition, Intelex searched records of liens, judgments, and UCC filings.
- ❖ **Financial standing:** Intelex was tasked with developing information about Mr. Brewster's financial standing. Intelex obtained, with his written consent, Jonathan Brewster's credit report, searched for real property owned by him, and searched for judgments and liens, which may affect financial standing.
- ❖ **Open source intelligence:** Lastly, Intelex researched various print and electronic media sources for any information, which could prove helpful in our analysis of the subject and to uncover any potential problems that might exist. Sources utilized by Intelex in this phase of our study include wire services, trade journals, government agencies, local papers, periodicals, association newsletters, and various online databases and Internet sources.

## Overview & Analysis

Intelex, Ltd. found no information which casts or raises substantial doubts or questions about Jonathan F. Brewster.

### Jonathan F. Brewster

Intelex began its research by verifying Mr. Brewster's educational background. Mr. Brewster holds a Bachelor of Science Degree and an M.B.A, both from Xavier University.

Mr. Brewster has been a contributor to political campaigns in Kentucky.

Mr. Brewster has no criminal history in the Kentucky, Ohio or in the United States court system. the federal system.

Mr. Brewster has been a party in three lawsuits in the Kentucky state court system. One case arises from a dispute about the terms of the sale of Brewster-Wilks & Associates to Lane Harper & Associates, Inc. The second relates to an employee of BWA that sued for wrongful termination. The third matter arises from a dispute between Jonathan Brewster, his wife, and a builder the Brewsters had hired to construct a house. In all instances the cases were settled with outcomes favorable to Mr. Brewster.

In addition, Intelex searched the records of state and federal regulatory agencies. No record was found regarding any enforcement or other action involving Jonathan F. Brewster.

## Conclusion

This concludes Intelex's assignment. Please contact Intelex with any questions, or requests for clarification or further inquiries.

.....

---

# Jonathan F. Brewster

## Chief Executive Officer

### *Report Detail*

#### **Biographical Summary**

According to the resume provided to Intelex, Jonathan F. Brewster was born Jonathan Franklin Brewster on March 26, 1963<sup>1</sup> in Richmond, Kentucky (Madison County). Mr. Brewster attended Madison Central High School in Richmond and graduated in May of 1981. He enrolled in the undergraduate program at Eastern Kentucky University in August 1981, and later transferred to Xavier University, from which he received a Bachelor of Science Degree in Business Administration in December 1985.

After receiving his bachelor's degree, Mr. Brewster worked full-time, first at the Andrew Jergens Company and then at SwiftJones Pharmaceuticals, while studying for his M.B.A. at Xavier, which he received in 1991. After receiving his M.B.A., he left SwiftJones Pharmaceuticals for Acme Consulting.

In 1995, Mr. Brewster and Peter Wilks started Brewster-Wilks & Associates, Inc. (BWA), based in Louisville, Kentucky (Jefferson County).

Brewster-Wilks & Associates served the automotive, steel and aerospace industries by designing and re-engineering information systems. The firm's clients included a number of Fortune 500 firms, including Chiquita Brands International, General Motors, IBM and EDS.

While at BWA, Brewster and Wilks published ***Information Systems Engineering in Manufacturing*** (3rd Edition: Lodestone Engineering Press, Minneapolis 1997). Mr. Brewster later sold his interest in BWA to this firm to Lane Harper & Associates Inc. A dispute about the terms of sale resulted in litigation between Brewster and Lane Harper and Associates. (See ***Civil Litigation***, page 12).

Mr. Brewster then founded J.F. Brewster & Associates with business partner Priscilla L. Massey.

Mr. Brewster, in January of 2002, provided four references for Intelex to contact. Of the four, Intelex was able to contact with two, Edward Witherspoon and Lawrence (Larry) Horton. Peter Everett, who is also on J.F. Brewster's board of directors, has been out of the United States on business; despite several requests by telephone, mail, and e-mail, Intelex has not been able to speak with Mr. Everett, although his office staff have been apologetic and have relayed messages that Mr. Everett will contact Intelex as soon as his schedule permits.

Mitchell Grant, the other reference provided, passed away in early December, shortly before Mr. Brewster provided Intelex with references.

The two personal references Intelex was able to interview provided, on the whole, a flattering picture of Mr. Brewster. Both were unreservedly positive about his integrity and responsibility. Edward Witherspoon said that Brewster was "very straight, very honest;" Lawrence Horton said that he was "honest and fair. He's trustworthy."

Mr. Witherspoon said that he has known Brewster since 1996, when his firm, Witherspoon Manufacturing, became a client of BWA. Mr. Witherspoon said he was always impressed with Mr. Brewster's strategic thinking. He felt that not only did Mr. Brewster have "a lot of ideas" but also that Mr. Brewster always seemed to be a step ahead of his competitors. Lawrence Horton agreed with this. Mr. Horton has known Mr. Brewster since the early 1990's; Horton was then employed by Thompson Consulting. Thompson and BWA had clients in common, and on several occasions Horton and Brewster collaborated on projects on behalf of those common clients. Horton then offered Brewster a position at Thompson. Brewster's short tenure in that position, according to Horton, was entirely the consequence of the travel and commuting schedule demanded by the position. Horton stressed that he and his colleagues at Thompson were happy to have hired Brewster, and sorry (and sympathetic) that Brewster was unable to relocate. Horton said that he thought that Mr. Brewster's greatest strengths lie in his vision and enthusiasm.

*"Jonathan's a great idea guy, a great concept guy, a good guy to go out and pitch it with great enthusiasm and good success. Jonathan's been a project manager and run detailed projects, but he doesn't want to do that anymore and he's not the guy that you'd have go checking the nitty-gritty of every job."*

*- Larry Horton*

Mr. Horton went on to say that Mr. Brewster relied on subordinates to attend to small details. “He understands what those things are and when those things don’t get done, Jonathan can go in and find the problems and fix them, but that’s not where his heart and soul are.” He also described Brewster as a good salesman, adding that he “doesn’t do it all with fluff and air, he has experience and content.”

Both Horton and Witherspoon were complimentary about Brewster’s skills in selecting, managing and retaining key personnel:

*“He seems to surround himself with good people that others respect and enjoy working with” –*

*- Edward Witherspoon*

Mr. Witherspoon, asked to further describe Jonathan Brewster, said that he had the impression that Brewster was “pretty well wired, politically”. When asked, Mr. Witherspoon said he had no reservations in vouching for Brewster’s integrity and abilities.

When Mr. Horton was asked if had any reservations about Brewster, he said only that “some people” might conclude that he lived extravagantly, that he enjoyed “ the finer things in life” and had “a country club lifestyle.” Mr. Horton then added that he himself had no reservations about Brewster, and believed him to be honest and responsible in all of his financial dealings.

## Political Contributions and Voter Registration

Mr. Brewster has been, since 1997, an active contributor to both individual political campaigns and national political organizations. Mr. Brewster has supported both Republicans and Democrats on both local and national campaigns. On average, Mr. Brewster has made \$7,380 in political contributions each year since 1997 (a table describing these political contributions appears as Appendix 1).

Mr. Brewster first registered to vote in Kentucky in 1984, and has always been registered as a Republican. He has voted in most, but not all, elections since registering to vote. Mr. Brewster’s resume, as provided to Intelix, lists his current address as 1500 Jefferson Davis Road, Walton, Kentucky 41090, in Boone County. However, his current voter registration lists his residence as 888 Rabbit Hash Road, Union, Kentucky 41000, also in Boone County.

Both addresses are within the same U.S. Congressional District (the 4th District of Kentucky). However, the Rabbit Hash address is in the Boone County 2nd County Commission District, and the Jefferson Davis address is in the 1st District. Jonathan Brewster has been a regular contributor to the campaigns of Bob Griffin, the current

officeholder in the 2nd District. Griffin, according to local news reports, has fought several close primary races in recent years.

## Education Verification

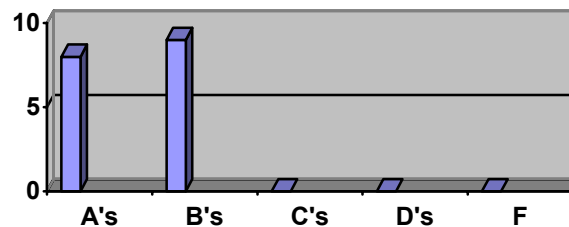
Intelix has verified the educational claims made by Jonathan Brewster.

According to Mr. Brewster's executive biography, Mr. Brewster received both a Bachelor of Science Degree in Business Administration and an M.B.A. from Xavier University.

**University of Cincinnati**  
**Registrar**  
**2624 Clifton Ave**  
**Cincinnati, OH 45221**  
**(513) 556-9900**

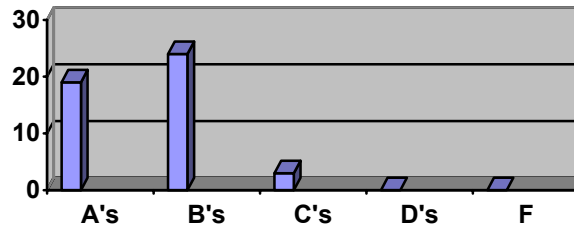
Intelix contacted the Registrar's Office at Xavier University for the purpose of verifying Mr. Brewster's attendance and stated degrees. The Registrar confirmed that Mr. Brewster attended the University's Williams College of Business and graduated with a Bachelor of Science Degree in Business Administration on December 21, 1985. Mr. Brewster's major was Management and he graduated with a cumulative GPA of 3.308.

### Xavier University Four-Year Composite Academic Summary - B.S.



The Registrar also confirmed that Mr. Brewster received a Master of Business Administration Degree on May 11, 1991. In connection with his MBA studies, Mr. Brewster majored in both Finance and Marketing. He graduated with a cumulative GPA of 3.385.

**Xavier University  
Six-Year Composite Academic Summary ·  
M.B.A.**



**Eastern Kentucky University  
Records Office  
Coates Box 28-A  
Richmond, KY 40457  
(606) 622-1102**

Prior to his transfer to Xavier University, Mr. Brewster attended Eastern Kentucky University. Intellex contacted the Registrar's Office at Eastern Kentucky University for the purpose of verifying Mr. Brewster's attendance. According to the University, Mr. Brewster began attending the University on August 24, 1981. Mr. Brewster withdrew on July 9, 1982, but continued taking courses through the fall of 1984. Mr. Brewster's cumulative GPA was 2.24. No degree was awarded.

## Employment Verification

According to his resume, Mr. Brewster one of the founders of J.F. Brewster & Associates, Inc., and is currently employed by J.F. Brewster & Associates as chief executive officer and chairman.

**J.F. Brewster & Associates, Inc.  
50500 Jefferson Boulevard  
Suite 800  
Covington, KY 41011  
(859) 392-0000**

Intellex has confirmed Mr. Brewster's employment with, and interest in, J.F. Brewster & Associates. Information found in secondary sources, including government filings, and directory listings is consistent with Mr. Brewster's association with and ownership interest in J.F. Brewster and Associates, Inc.

An Intellex associate visited the firm's office building and confirmed that J.F. Brewster and Associates is listed on the building's lobby directory; no other listed firms share Suite 800. This suite takes up

roughly one-third of the floor – our associate estimated that the firm's offices occupy about 1,800 square feet.

Founded in 1998 by Jonathan Brewster, this technical consulting company acquired two firms in 1999: **Delehanty Enterprise Solutions** and **Oxbridge Digital Media**. Based in Covington, J.F. Brewster employs more than 130 people at locations in or outside Covington and about 50 in its Dayton offices. Clients, primarily in the Midwest, include the Department of Defense, Dow Chemical, DaimlerChrysler, First Energy in Pittsburgh and Marconi Communications.

**Thompson Consulting, Inc.**  
**2200 Racine Avenue**  
**Chicago, Illinois 60600**  
**(312) 648-0000**

Thompson Consulting is a well-regarded management-consulting firm, founded in 1928. The firm's promotional literature claims over 1,700 consultants serving clients in 43 countries. It offers consulting in strategic analysis, operations and organization, and information technology. It also offers executive search services and publishes strategic briefings and white papers. Thompson Consulting was acquired by systems integrator and data management company Emergent Information Analytics in 1995.

According to Mr. Brewster's resume, he worked for Thompson Consulting from April of 1998 until July of 1998. While at BWA, Mr. Brewster had been working with Larry Horton, then Senior Executive Vice President at Thompson Consulting. Mr. Horton was sufficiently impressed with Brewster that, when Brewster sold his interest in BWA, Horton offered him a position. Mr. Brewster soon became tired of commuting from Cincinnati to Texas and eventually left the company to start J.F. Brewster & Associates.

Intelex contacted Thompson Consulting to verify Mr. Brewster's prior employment with the company. According to the company, Mr. Brewster was originally hired as a Manager on **April 27, 1998** and remained in that position until he left the company on **June 30, 1998**. Lawrence Horton also confirmed Jonathan Brewster's employment with Thompson.

**Brewster-Wilks & Associates**  
**5384 Wilson Mills Road**  
**Highland Heights, Ohio**

Brewster-Wilks & Associates was a consulting firm founded by Mr. Brewster and Peter Wilks. The firm, originally located in Cedar Flat, Kentucky, served the automotive, steel and aerospace industries by designing and re-engineering information systems.

**Lane Harper & Associates Inc.** bought the then three-year-old Brewster-Wilks & Associates Inc. in 1998. The sale terms stipulated a two-year "earn-out" period that determined the final price to be paid by Lane Harper & Associates. That sum was contested and resulted in civil litigation. This litigation is described below.

Intelex contacted a member of the current management of Brewster-Wilks, and had a brief conversation with Victor Harper, one of the principals of Lane Harper. Mr. Harper, whose tone was somewhat unfriendly, said that he would not discuss Jonathan Brewster or the Brewster-Wilks acquisition.

Intelex was able to contact Peter Wilks, who described himself as a "semi-retired technology consultant." His responses to our questions about Jonathan Brewster were entirely emphatic and positive; he thought Brewster honest, reliable, and a "very, very smart, and a capable manager".

With regard to the litigation arising out of the sale to Lane Harper & Associates, Wilks characterized this as Lane Harper's attempt to "get out of paying a fair price," and said that he'd been told that Victor Harper in particular was litigious and adversarial.

Intelex conducted a search for litigation involving Lane Harper & Associates and Victor Harper in the federal and state courts in Ohio. Nineteen cases involving Lane Harper or Victor Harper have been filed in the Ohio courts, sixteen involving the firm, or Mr. Harper as an individual, as plaintiff. Intelex has not reviewed the underlying files in these matters. However, the number of cases involving Mr. Harper and his firms suggests that Victor Harper and Lane Harper are somewhat litigious.

**Ascendant**  
**(Formerly Acme Consulting)**  
**8100 Cicero Avenue**  
**Chicago, Illinois 60600**  
**(800) 000-0000**

After a protracted struggle, in 2000 Ascendant (formerly Acme Consulting) finally broke away from parent Acme Worldwide (now just Acme), which also offers consulting as well as audit and tax services. Ascendant claims to be the world's largest management and technology consulting firm. Ascendant describes itself as offering offers services including business re-engineering, data system design and implementation, customer service system consulting, Internet sales systems research and design, and traditional strategic planning.

According to Mr. Brewster's resume, he worked for Acme Consulting from October of 1994 until October of 1995.

Intelex contacted Ascendant to verify Mr. Brewster's employment with the company. According to Ascendant's personnel records clerks, Mr. Brewster was originally hired as a Manager on **October 30, 1991** and remained in that position until he left the company on **October 25, 1995**. His annual base salary in that position was \$96,000.

**Andronicus Pharmaceuticals Inc.**  
**(Formerly SwiftJones Pharmaceuticals)**  
**300 Cranford Corporate Park**  
**Somerset, NJ 0800**  
**(800) 000-0000**

According to his resume, Mr. Brewster was employed by SwiftJones Pharmaceuticals as an Assistant Managing Director in its Louisville, Kentucky facilities from August of 1988 until October of 1994. SwiftJones has been the subject of three successive acquisitions since 1995. It appears that in each acquisition, some personnel records were lost or destroyed.

Andronicus Pharmaceuticals conducts the U.S. business of Andronicus Pharma AG, the pharmaceutical company of Andronicus S.A. (NYSE: AVE). The corporate headquarters for Andronicus Pharmaceuticals is in Bridgewater, N.J.

Intelex contacted Andronicus to verify Mr. Brewster's prior employment with the company. According to the company, Mr. Brewster was originally hired in **August of 1988** and left the company on **September 16, 1994**. Intelex was told that the firm routinely destroys personnel records, and could provide no additional information, including the names of colleagues or supervisors. According to the Andronicus personnel department, the Louisville facility was closed in 1998. Intelex searched current telephone records for Louisville, as well as directories for 1998 and 1999. The last business telephone listings for Andronicus in Louisville appear in 1998 directories.

**The Lassiter-Redfield Company**  
**25 Cleveland Place**  
**Cincinnati, OH 45200**  
**(513) 000-0000**

The Lassiter-Redfield Company, founded in 1892, is a leading provider of lotions, creams and other skin care products.

According to Mr. Brewster's C.V., Mr. Brewster worked for The Lassiter-Redfield Company from January of 1986 until August of 1988 as, successively, a sales representative, customer service representative, customer service manager, and information technology manager.

Intelex contacted The Lassiter-Redfield Company to verify Mr. Brewster's employment with the company. The Human Resources Department was unable to find any records pertaining to Mr. Brewster.

Further inquiries of the customer service staff uncovered a woman who worked in the department starting in 1984. That woman, Marjorie Little, now a senior manager in the customer service department, remembers a Jonathan Brewster working in the department. Ms. Little said that her recollection was of a pleasant ("nice") and "hard-working" young man, and that she had no specific recollections of him.

### **Business/Corporate Affiliations (additional)**

Intelex has searched electronic filings in each of the fifty United States which identify a Jonathan F. Brewster as an Officer, Director or Registered Agent. Based on his residence, direct searches were conducted in Ohio, Kentucky and Florida for filings which name Jonathan Brewster. Our search revealed two business affiliations for Jonathan Brewster in addition to those disclosed in his resume (since Mr. Brewster's employment includes large periods in which he was employed at firms which he founded and of which he was a principal, those affiliations are discussed as part of **Employment Verification** at page 7, above). These affiliations are detailed below:

**Brewster Investments, L.L.C.**  
**50500 Jefferson Boulevard**  
**Suite 800**  
**Covington, KY 41000**

According to the Kentucky Secretary of State's Office, this company is an active domestic Limited Liability Company. The company's initial filing, on December 22, 2000, lists David R. Homburg as agent for service of process at the company's address. No officers or shareholders are named in the corporation's public filings.

According to the Kentucky Bar Association, David R. Homburg is an attorney in good standing, and was admitted to practice in 1985. His office address of record is 950 Central Avenue, Covington, Kentucky 41005 – within five miles of the address of J.F. Brewster & Associates, Inc., and Brewster Investments, L.L.C.

Intelex has searched for Kentucky litigation and real property records relating to Brewster Investments, and has found neither litigation nor records of property ownership. In addition, Brewster Investments has no internet website or telephone listing.

**Karen Brewster Properties, LLC  
57500 Collins Avenue  
Miami Beach, FL 33111**

A search of corporate filings with Florida's Secretary of State yielded a 2001 (initial) filing for Karen Brewster Properties, LLC, a domestic corporation. The filing names Karen Brewster as president, and Jonathan Brewster as secretary-treasurer.

Inquiries with the Florida Department of Business and Professional Regulation, Division of Real Estate, Real Estate Appraisal Board led to records of Mrs. Brewster's license as a General Appraiser, granted on December 10, 2000. Mrs. Brewster is in good standing, and there are no records of any complaints against her. No real estate license was found for Mrs. Brewster in Kentucky.

It is possible that this license is indicative of the Brewsters' plans for a future realty business; there is no business telephone listing for Karen Brewster or Brewster Properties in Florida or Kentucky telephone directories. Intelix also conducted a search for a website for Mrs. Brewster or and Brewster properties, and found none.

## **Criminal Litigation**

Intelix conducted a search for criminal convictions pertaining to Jonathan F. Brewster in Kentucky, Ohio, and United States courts. This search was intended to disclose felony convictions, misdemeanor convictions, and certain traffic violations. These searches would not have disclosed an arrest leading to a dismissal or acquittal, or a sealed conviction (generally granted only for juveniles, or first arrests for minor offenses).

Intelix has found no indication that Jonathan Brewster has been convicted of any criminal offense in Kentucky, Ohio, or in the federal court system.

## **Civil Litigation**

Intelix searched for civil litigation involving Jonathan Brewster and the firms in which he is known to be or have been a principal in Kentucky and Ohio, including United States courts nationwide. Intelix's initial searches were conducted using electronic databases, and were followed by manual checks of court records in certain court systems. The state court systems searched included the following types of courts: state superior courts in Ohio<sup>2</sup> and Kentucky<sup>3</sup> (courts of general initial jurisdiction), state appellate courts, and probate courts<sup>4</sup>. United States courts searched include United States district courts in all fifty states<sup>5</sup>, U.S. magistrate's courts, United States circuit courts of appeal, the United States Supreme Court, the United States Tax

Court, United States Court of International Trade, United States Court of Federal Claims and United States bankruptcy courts.

Mr. Brewster has been a party in the following matters, all in Kentucky state courts:

**Boone County Circuit Court - Civil Division  
Burlington, Kentucky 41005**

***Jonathan F. Brewster and Peter Wilks against Lane, Harper & Associates, Inc. 98-CI-000***

The complaint in this matter, filed on May 3, 1998, alleges that Lane Harper & Associates fraudulently miscalculated the value of Brewster-Wilks Associates in order to reduce its final purchase price. Lane, Harper & Associates filed an answer on May 15, 1998, admitting the agreement, but denying all other allegations. No counterclaims were made in Lane, Harper's answer.

A settlement agreement was filed with the court six weeks later, and court records indicate that the matter has been dismissed pursuant to the settlement, with the court retaining jurisdiction in order to enforce the agreement. This is consistent with a settlement in which Lane, Harper agreed to make payments over time (*i.e.*, after the filing of the settlement with the court).

Copies of documents filed with the court in this matter are attached as Exhibits 1, 2 and 3.

***Jonathan F. Brewster and Karen Brewster against Symphony Homes of Northern Kentucky, Inc.***

The complaint in this matter alleges that Symphony Homes of Northern Kentucky, Inc. (Symphony), constructed a house on the Brewster property at 787 Rabbit Hash Road, Union, with a number of defects including faulty wiring and plumbing, poorly hung doors, and installing a septic system which was not in compliance with local building codes.

Symphony filed an answer denying the allegations, and interposing counterclaims of libel, slander, and tortious interference with certain prospective Symphony clients.

After being placed on the court calendar for a preliminary conference, the matter was dismissed in connection with a settlement. Counsel for both plaintiff and defendant filed letters with the court consenting to the dismissal, and noting that the settlement terms, by agreement of the parties, were not to be made public.

Copies of the complaint and answer are attached as Exhibits 4 and 5.

***Sarah Brampton against Brewster-Wilks & Associates, Inc.***

The complaint in this action alleged breach of contract, wrongful termination and defamation of Sarah Brampton, a former employee of Brewster-Wilks. According to the complaint, Brampton was hired on June 7, 1997 and fired on June 22 of the same year. The complaint made no factual allegations whatsoever concerning Jonathan Brewster.

In its answer, Brewster-Wilks admitted Brampton's hiring and firing. In an accompanying affidavit, counsel for Brewster-Wilks responded that any claim against the firm had been waived by Brampton's release and waiver, which had been executed in exchange for a severance payment of \$10,000.

Copies of the complaint, answer, accompanying affidavit and waiver are attached as Exhibits 6, 7, 8 and 9.

**News Reports and Periodicals**

In its inquiries regarding Jonathan Brewster, Intelex conducted, using various proprietary databases, electronic searches of national and regional newspapers, trade and professional journals, popular magazines, and television and radio broadcast transcripts as available for references to Jonathan Brewster and the firms in which Mr. Brewster has or has had an ownership interest.

In addition, Intelex made individual queries of the available records of certain local and regional newspapers (either by directly querying proprietary databases, the publication's own proprietary database, or a search of a publicly available internet archive) in Kentucky, Ohio and neighboring states.

**News Reports**

Only one news article was found pertaining to Mr. Brewster, a report of a land transaction.

*From Ludlow and Sarah Kenton, undeveloped parcel on Rabbit Hash Road, to Karen and Jonathan Brewster.  
\$276,000.*

**-The Covington News Leader, April 4, 1997.  
"Real Estate Transactions," page 9**

**Trade Publications**

Intelex has located three articles by Jonathan Brewster, which are reproduced and attached as Exhibits 10, 11, and 12.

Jonathan Brewster and Peter Wilks, "Real-Time Inventory Control Systems – How To Deal With Multiple Locations," ***Extrusion Manufacturing***, Winter/Spring 1996, pages 13-19.

Jonathan Brewster, "LAN Solutions - complying with DOD specs," ***Defense Production News***, November 1996, pages 21-32.

Jonathan Brewster and Peter Wilks, "How to Select and Negotiate With IT Consultants," ***Automotive and Aviation Production***, January-February 1997, Pages 7-10.

## Regulatory and other Government Agencies

Intelex searched the records of U.S. and state regulatory agencies, United States to learn of any actions taken against Jonathan Brewster and the firms in which Mr. Brewster has or has had an ownership interest, licenses granted, or other references. Intelex found no such records as the result of its inquiries with the following agencies, groups and databases:

### **U.S. Securities & Exchange Commission**

Intelex conducted a search of the Securities & Exchange Commission's databases of enforcement actions and public filings. No records were found regarding Jonathan Brewster.

### **U.S. Federal Trade Commission**

Intelex conducted a search of the Federal Trade Commission's databases for any opinions, rulings and enforcement actions pertaining to Mr. Brewster. No records were found.

### **U.S. Patent and Trademark Office**

Intelex conducted a search of the U.S. Patent and Trademark Office's databases for any patents or trademarks pertaining to Mr. Brewster. No references were found.

### **U.S. Equal Employment Opportunity Commission**

EEOC records are not remotely searchable. Intelex has made Freedom of Information Act (FOIA) requests of EEOC district offices in Kentucky and Ohio for records of any rulings against Jonathan Brewster and the firms in which Mr. Brewster has or has had an ownership interest, and will report the EEOC's response.

### **United States Department of the Treasury Office of Foreign Assets Control**

The Office of Foreign Assets Control administers economic and trade sanctions. It also targets and blocks the financial transactions and assets of terrorists, narcotics traffickers, and foreign countries posing a threat to our national security and economy.

Intelex searched the OFAC Master List of "Blocked Persons" and found no references to Jonathan F. Brewster.

**United States General Services Administration**

The Excluded Parties Listing System identifies firms and individuals that have been suspended, debarred or otherwise excluded from federal procurement and other programs.

Intelex searched the EPLS and found no references to Jonathan F. Brewster.

**United States Department of Justice  
Immigration and Naturalization Service**

The Employer Sanctions Database includes all employers which have been cited for the knowing hire or continuing employment of illegal aliens. Employers fined exclusively for paperwork violations (improper record keeping) are not included.

Intelex searched the ESD and found no references to Jonathan F. Brewster.

**United States Department of Labor  
Occupational Safety and Health Administration**

The OSHA Establishment Search Database contains records of OSHA enforcement inspections.

Intelex searched the ESD and found no references to Jonathan F. Brewster.

**United States Pension Benefit Guaranty Corporation**

The PBGC maintains a database of firms which intend to terminate pension plans, or whose pension plans have been placed under trusteeship.

Intelex searched the PBGC's records and found no references to Jonathan F. Brewster.

**National Labor Relations Board**

Intelex searched the public filings of the NLRB and found no records relating to Jonathan F. Brewster.

**Environmental Protection Administration**

EPA databases were queried for any references to Jonathan Brewster and the firms in which Mr. Brewster has or has had an ownership interest, and where appropriate, by address.

## Financial Report

### Personal Financial Information

Intelex has reviewed a report of Jonathan Brewster's credit history prepared by Trans Union Credit Bureau.<sup>6</sup>

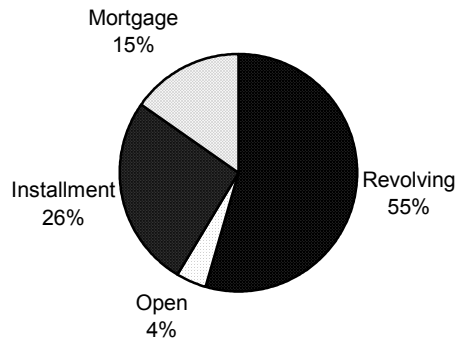
Mr. Brewster's credit report contains only one negative entry. Mr. Brewster has one current record of negative activity or currently delinquent payments. This is a charge-off by Bank America in the amount of \$6,159.

Mr. Brewster has accumulated forty-six trade-lines, or credit accounts, since his personal credit file was established.

Mr. Brewster's forty-six trade-lines break down as follows:

- ❖ Twenty-five revolving charge accounts
- ❖ Twelve installment accounts
- ❖ Seven mortgage accounts
- ❖ Two open accounts

### Breakdown Of Debt By Credit Type



Mr. Brewster's credit report, as provided by Trans Union, is attached as exhibit 13. A summary of the report is outlined below:

- ❖ Mr. Brewster has twenty-five revolving charge accounts. The high credit for these accounts is \$408,000. The current balance on these accounts is \$380,000. Most of this is due to a line of credit account on his home equity that Mr. Brewster has with 5<sup>th</sup> 3<sup>rd</sup> Bank. The balance owed on that account is \$251,061.
- ❖ Mr. Brewster has twelve installment accounts.

- ❖ Mr. Brewster has two open credit accounts.
- ❖ Mr. Brewster has four mortgage accounts. The high credit for these accounts is \$2,300,000; the current balance is \$2,300,000. His mortgage payments total \$15,301 per month.

### **Bankruptcy Filings**

Intelex found no bankruptcy filings for Mr. Brewster in the records maintained by the individual district courts system. A nationwide search of United States bankruptcy courts was conducted. No record was found of any matter involving Mr. Brewster.

### **Judgments & Lien Filings, Kentucky**

No judgments or liens against or in favor of Mr. Brewster or the firms in which Mr. Brewster has or has had an ownership interest have been located in either Ohio or Kentucky.

### **Uniform Commercial Code Filings, Kentucky**

No UCC filings have been located relating to Mr. Brewster or the firms in which Mr. Brewster has or has had an ownership interest have been located in Kentucky or Ohio.

## **Real Property Analysis**

Property records in Boone County, and elsewhere in Kentucky, are not indexed by owner's name. Intelex's inquiries, therefore, may not have identified all real property owned by Jonathan Brewster, either directly or through corporate, trust or partnership arrangements.

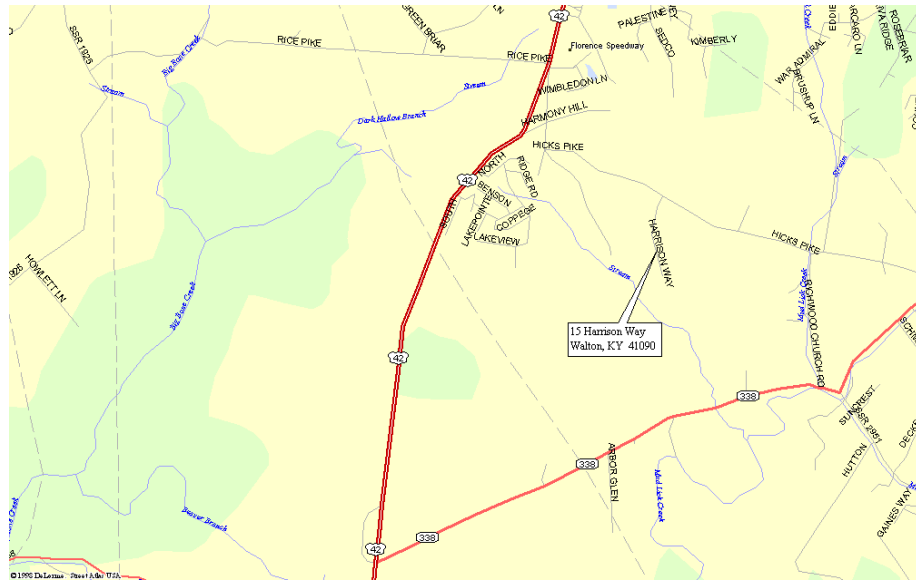
### **Parcel Number: 5418E Walton, KY 41090 (Boone County)**

Mr. Brewster purchased this property on May 10, 2001 for \$1,600,000. This parcel is an undeveloped tract of land zoned for future residential development. He was given a fixed-rate conventional thirty-year mortgage for \$1,200,000 by Amalgamated Mortgage, a division of Amalgamated Bank.



**15 Harrison Way  
Walton, KY 41090 (Boone County)**

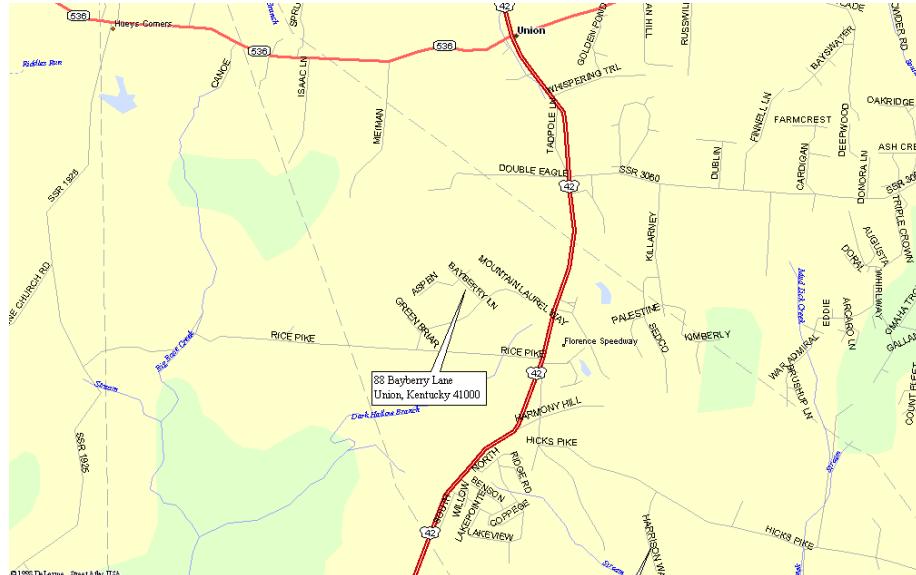
This is the home address which appears on Mr. Brewster’s resume. Jonathan Brewster and Karen Brewster purchased this property, on March 15, 1998 for \$610,000. A mortgage in favor of *Countrywide Funding* in the amount of \$488,000 was placed on the property.



The property is described in local property records as a single-family house. The transaction value of the property in 1998 was \$647,750. Annual taxes on this property are \$8,632.

### 88 Bayberry Lane Union, Kentucky 41000 (Boone County)

According to Boone County property records, this property is a single-family residence owned by Mr. Brewster and his wife Karen (construction of the house by Symphony Homes of Northern Kentucky led to the litigation discussed above at page 12 under the heading "Civil Litigation)." The property has an assessed value of \$598,000, and a recorded purchase price of \$276,000. A mortgage in favor of *Fund America* in the amount of \$220,800 was placed on the property.

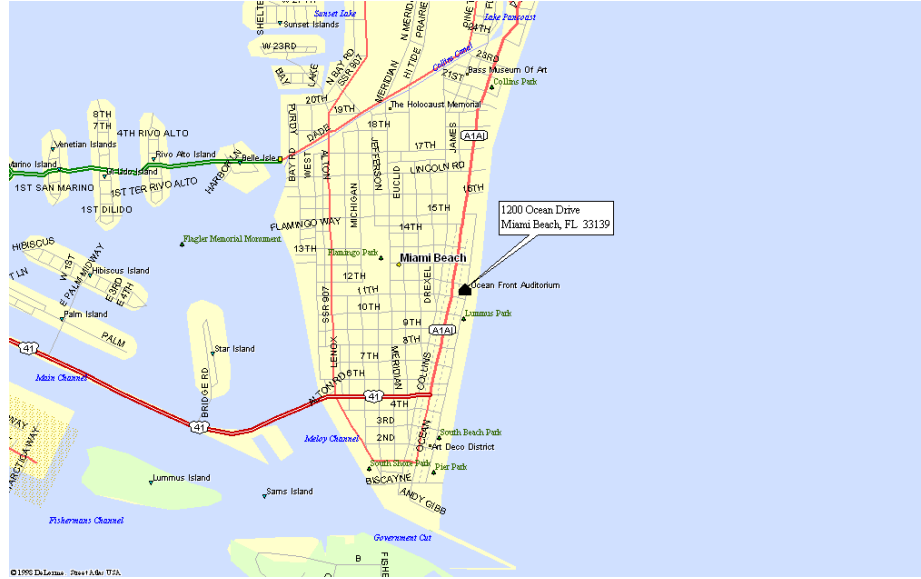


The property was purchased by the Brewsters on April 2, 1997 from Sarah Kenton and Ludlow Kenton, whose address of record on the deed is also in Union, Kentucky. The annual taxes assessed on this property are \$5,044, the same assessment since the construction of the house. The county property records indicate that the Brewsters have paid their taxes promptly since purchasing the property.

### 1200 Ocean Drive Unit 725 Miami Beach, FL 33139

This property is a residential condominium owned by Mr. Brewster and his wife Karen. According to property records, this unit is 1,740 square feet and has three bedrooms and three baths. It is in a relatively new building, having been built in 1998. The unit was purchased in August of 2000 for \$879,000. In 2001 the unit had an assessed value of \$477,080.

A mortgage in favor of *Oceanview Mortgage Co.* in the amount of \$146,500 was placed on the property.





# End Notes

*Jonathan F. Brewster*

<sup>1</sup> Birth certificates in Kentucky are not available for public review; Intelex has not verified Jonathan Brewster's date and place of birth.

<sup>2</sup> Ohio has thirty-seven county court systems, twelve intermediate appellate courts, and a final appellate court (the Supreme Court of Ohio). In addition, there are local courts with limited jurisdiction. Not all court records systems are searchable electronically. Records of domestic relations and child custody litigation may be excluded from public search and review.

<sup>3</sup> Kentucky's court system includes a Supreme Court, Court of Appeals, circuit courts, and district courts. The Circuit Court is the court of general jurisdiction and hears civil matters involving more than \$4,000.00. Circuit courts have jurisdiction over cases involving capital offenses and felonies, divorces, adoptions, terminations of parental rights, land dispute title problems and contested probates of will. Circuit courts have the power to issue injunctions, writs of prohibition, writs of mandamus and hear appeals from district courts and administrative agencies. Kentucky has 56 judicial "Circuits", and 59 judicial "Districts." The District Court has limited jurisdiction, which means it hears only certain types of cases. Ninety percent of all Kentucky court proceedings occur in District Court. Juvenile matters, city and county ordinances, misdemeanors, traffic offenses, probate of wills, felony preliminary hearings, and civil cases involving \$4,000 or less are heard in District Court. Guardianship and conservatorship for disabled persons are in District Court, as well as voluntary and involuntary mental commitments and cases relating to domestic violence and abuse.

<sup>4</sup> Kentucky does not have a separate probate court system. Probate matters are heard in the district or circuit court system, depending on the amount in controversy. In any case, Intelex did not find any record of a probate dispute involving Jonathan Brewster.

<sup>5</sup> Not all United States district courts are remotely searchable. However, all district courts in Ohio and Kentucky can be searched remotely.

<sup>6</sup> In compliance with the Fair Credit Reporting Act, this report was obtained pursuant to a release executed by Jonathan Brewster. Intelex has retained the original release as part of its file. A copy has been attached as Exhibit 14.