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October 10, 2007

I would like to introduce myself and my services. I work with dealers as an expert witness/litigation consultant on F&I Compliance Issues and training, as well as in-dealership net profit improvement programs. My training in this industry makes Premier Performance Group a valuable tool and I look forward to assisting you in any way.

I was a litigation consultant and expert witness for the Law Firm of David Bernsen of Beaumont Texas for almost two years working on a case involving Robert McDorman, the 2001 NIADA Dealer of the Year. I was contacted by Mr. Bernsen in November of 2004 to assist in analyzing deal transactions involving fraud against an investor in one of McDorman's used car businesses, which turned into a very involved case of over 700 hours of my time.

At requests from dealers and their lawyers, I am now working on many cases involving compliance issues, including payment packing, lender misrepresentation and a few other charges.

I am an Automotive Industry Consultant and Trainer and have been involved in the automobile business for over 31 years. I have an extensive background in the retail automobile dealership business for 19 years and 12 years as a consultant and trainer.

In 1975 I started selling cars at a large GM dealership and advanced into management as the Used Vehicle Buyer in 1977. I served in every sales, service and parts management position in the Dealership. After successfully completing the Chevrolet Dealership Management Academy, I was promoted to Vice President and General Manager in 1984.

My career as an expert Trainer started in 1994 after participating in Cadillac Motor Division's Video Training tape, "Hit a Home Run With Leasing". After its' distribution, I founded Advantage Training Systems and became a Chevrolet Motor Division Certified Trainer. I was also appointed an approved Trainer for the General Motors Cadillac Division Lease Program.

In 1997, I was recruited to be an In-Dealership Management Consultant by NCM Associates, Inc., which is the original 20 Group company located in Overland Park, KS. NCM (formerly Nichols, Campbell and Morrow) serves 2,800 automobile dealers as Moderators for 20 Group Meetings. I also was an instructor for the NCM Used Vehicle Academy, which is a four day intensive workshop for sales managers to improve their profitability and the Moderator for the NCM Internet Sales Manager 20 Groups for two years.

My primary area of expertise is In-Dealership Consulting implementing comprehensive Net Profit Improvement programs. I am experienced in consulting with over 200 Dealerships. I work with dealers and their management staff to improve profitability, both by individual department and over-all dealership. This is accomplished through very detailed analysis of the dealership financial statement and comparing these numbers to industry benchmarks. The management team and I would identify areas of opportunity and develop Action Plans to implement the change for improved profitability.

In my 12 years of auto dealership consulting and training, I have produced over 4,500 pages that include letters to dealers, recommendations, action plans, team improvement plans and training manuals. All these documents were designed to improve dealership profitability.

I have been successful with both General Motors and Ford Motor Company in improving profitability with dealers in their Minority Dealer Program.

I have worked with dealer principals to acquire additional franchises and dealerships. This involves developing Proformas, capitalization requirements and business plans to present to the manufacturer for their approval.

I continue to work with dealers around the country to improve dealership profitability, and to conduct Used Vehicle Workshops and a Finance Department Compliance Seminar.

I have worked as an expert witness for the Law firm of David Bernsen of Beaumont, Texas, successfully defending a used car dealer investor. In October of 2005, I was a court appointed professional consultant in the dealership bankruptcy case of West Suburban Imports (Illinois) and was approved by Ford Motor Credit through their Law Firm of Dykema Gossett. I worked for the Law Firm of William L. Needler & Associates, who represented the debtor, for six months until the sale of the dealership. I am analyzing 623 lease transactions in the investigation of the possible embezzlement of \$1.2 million for the Law Firm of Dimonte & Lizak and am the court appointed professional consultant. I have been retained as an expert witness in several lawsuits to defend dealers in F&I related issues, including payment packing and deceptive practices.

I have experience as a Dealer Group and Bank-Approved Chief Restructuring Officer, (CRO), working side-by side with banks and dealer principals in the restructuring of out-of-trust dealerships or those that need temporary management status.

My years in the industry have given me a unique knowledge and perspective in many areas. I am especially astute in evaluating retail transactions, both sales and leasing, for consumer fraud, payment packing, and prejudicial/discriminatory practices.

Areas of Expertise:

- ◆ Finance & Lease Transactions / Rebates
- ◆ Sales Tactics
- ◆ Deceptive Practices / Payment Packing
- ◆ Finance & Insurance Compliance Issues
- ◆ Credit Life / Accident & Health Insurance
- ◆ Vehicle Appraisals
- ◆ Odometer Fraud / Curbstoning
- ◆ Lender Misrepresentation / Fraud
- ◆ Credit Procedures
- ◆ Service Contracts
- ◆ Title Jumping / Auto Auctions / Wholesaling
- ◆ Subprime Sales

I have no geographic limitations and am available by the hourly rate of \$350, plus travel expenses.

Please feel free to contact me with any questions or comments.

Sincerely,

A handwritten signature in cursive script that reads "Jay Prassel". The signature is written in black ink and is positioned above the typed name.

Jay Prassel
Premier Performance Group, LLC

Litigation and Expert Witness Summary

November 2004

Civil Action No. 1:04CV611, Kenneth D. Rogers, et al vs. Joe E. Penland Sr., et al
United States District Court for the Eastern District of Texas; Beaumont Division. Retained
by the Law Firm of David E. Bernsen.

Case: Litigation consultant for the defendant. Found not guilty.

June 2005

Civil Action No. 45,345. Joe E. Penland, Sr. vs. Robert L. McDorman and Orange Savings
Bank (formerly known as Mauriceville National Bank), et al
In the District Court of Hardin County, Texas, 88th Judicial District
Retained by the Law Firm of David E. Bernsen.

Case: Expert Witness for the Plaintiff in the countersuit. Settled in favor of the Plaintiff.

October 2005

Case #:05-61053, Court approved Professional Consultant in the Bankruptcy case of West
Suburban Imports, working for William L. Needler & Associates.

November 2006

Working with the Law Firm of Dimonte & Lizak (Ira Goldberg) on the possible embezzlement
of money by dealership employees. Court approved consultant by Judge Susan Sonderby.

January 2007

Case No. 06-CV-000334, Gail L. Opgenorth vs. Hesser Toyota, Inc., et al
Jefferson County Circuit Court. Retained by Bradley W. Matthiesen, Matthiesen, Wickert &
Lehrer, S.C., and Zurich/Universal Underwriters Group.

January 2007

Claim No: 00-156933, Rachael L. Jacobs, Michael Jacobs vs. All American Auto Center &
Nuvell Credit Corp. et al, in the Iowa District Court of Washington County. Retained by John
M. Bickel, Shuttleworth & Ingersoll PLC and The Motorist Insurance Group.

May 2007

West Suburban AutoWorld, hired as Bank-Approved Chief Restructuring Officer (Charter
One) to assist in the restructuring of the dealership.

June 2007

Case #: 07-001756 CACE (09) AutoNation vs. Cecil T. Turner, Jr. Retained by the Law Firm
of Rothstein Rosenfeldt Adler, Ft. Lauderdale, FL

Case: Expert Witness for the Defendant.

June 2007

Small Claims No. 0680403491 Searle v. AutoCraft. & Nelson Mousques, , Appeal No. 07840237. Retained by the dealer.

Case: Expert Witness for the Defendant.

July 2007

Retained by the Law Firm of Rothstein Rosenfeldt Adler, Ft. Lauderdale, FL, to analyze pay plans and benefits in Southeast Florida.

Articles

Dec. 2003 Car Dealer Insider, contributed to article on service customer retention.

May 2004 Car Dealer Insider, contributed to article on subprime financing.

Dec. 2004 Ward's Dealer Business, authored advertorial on service customer retention.

Dec. 2006 Pennsylvania Dealer News, authored article on Improving Profitability in the Used Vehicle Department.

Feb. 2007 Pennsylvania Dealer News, authored article on Improving Profitability in the Used Vehicle Department through better inventory management.

Training Materials

F&I Compliance CD, 4 hour presentation on how to understand the laws and regulations affecting the way dealers do business

Speaking Engagements

June 2005 Houston, TX, F&I Compliance Workshop

November 2005 Bellagio Hotel, Las Vegas, NV, F&I Compliance Workshop

April 2007 Texas Auto Dealer Convention, Dallas, TX, F&I Compliance Workshop

May 2007 Houston, TX, F&I Compliance Workshop

May 2007 Dallas, TX, F&I Compliance Workshop

June 2007 Manvel, TX, F&I Compliance Workshop

September 2007 Half Moon Bay, CA, F&I Compliance "Best Practices", Auto-Tex

References

Mr. Joe Bob Kinsel
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References – Continued

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Jay Prassel

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Background & Experience

- * Thirty-one years experience in the automobile industry.
- * Strong on short term financing - SmartLease and SmartBuy.
- * Consistently one of the highest penetration dealers in leasing.
- * Improved and maintained high customer satisfaction.
- * Implemented a written philosophy for the dealership relating to customer satisfaction.
- * Coordinated service reminders, service clinics, direct mail, and an aggressive advertising plan to attract new customers.
- * Organized and trained the sales staff.
- * Received the Pontiac Master Dealer Award for two years.
- * Cut floor plan expense and increased vehicles sales (Cadillac +313% - Pontiac +57%) along with improved grosses.
- * Developed and customized a computerized Follow up/Prospecting system for the PC to track customers. Generates letters and reports. Increased closing ratios and helped improve CSI.
- * Designed custom software packages GMAC SmartLease and SmartBuy. Salespeople can calculate a payment in less than 15 seconds.
- * Responsible for updating in house computer system (ADP); including installation, implementation, and custom forms/reports.
- * Developed multimedia computer presentations for After Market Selling Opportunities & GMAC SmartBuy/SmartLease.
- * Computer expertise with Informix SQL, Most Microsoft Products, and numerous other software programs.
- * Internet Sales Trainer. Knowledgeable in Web Site Development.
- * Certified Chevrolet Trainer - Leasing Reimbursement Program
- * In-House Consultant for NCM Associates (original 20 Group company currently serving over 2500 dealers)
- * NCM Associates Moderator of the Sonic Automotive 20 Group - Other Imports
- * Knowledgeable in Regulation Z and M, Finance Compliance and Disclosure, Analyzing Dealership Transactions, including, but not limited to, Buyer's Order and Sales Contract, Finance and Lease Contracts, Payment Packing, Deceptive Practices.

Personal

* Born 1/16/54, Libertyville, IL Married 31 years 3 children