JAY SHAPIRO

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1990 to Present Jay Shapiro CPA, Los Angeles, California <u>Owner</u>

Specializing in serving the entertainment industry and mid-size businesses on an international basis. Over 1000 engagements have included forensic audits, accounting, income taxation, management consulting, and financial advisory services for a diverse group of clients. Significant accomplishments include expert testimony for an international defense contractor, major Hollywood/business litigation, public offerings for NASDAQ and AMEX companies, and financial advisor in several workout situations, and mergers of companies up to \$500 million in revenues.

April 2002 to **Present**

Sunrise Media Group, Inc., Los Angeles, California

Chairman and Chief Executive Officer

Founded company specializing in financing, development, production, and distribution of entertainment content and consulting in all aspects of the entertainment and media industry on a worldwide basis.

February 2001 to April 2002 Impact Media Group, Inc., Los Angeles, California Chief Executive Officer

President, Chief Financial Officer, and Director responsible for all worldwide financial, administrative, and operational affairs of this independent television producer and distributor. The Company owned 2,000 hours of programming worldwide, in addition to producing a wide variety of programming for leading U.S. and international broadcasters and video markets.

1990-1993

The Program Entertainment Group, Sherman Oaks, California **Executive Vice President-Finance and Administration**Responsible for financial planning, SEC reporting, office administration, and investment activities for this publicity held television Syndication Company. Reported to Chief Executive Officer and supervised six people.

1982-1990

Laventhol & Horwath, Los Angeles, California

Partner/Director of Audit and Accounting Services

Responsible for management of a \$5.5 million worldwide audit practice (most profitable in firm) and supervision of five partners and fifty professional staff. Served as **National Director** of Entertainment and Media Industry Services. Personally developed over \$500,000 of new business while handling \$1.6 million in client billing for various specialized industries and professional firms. Senior technical partner in L.A. office and active in firm's SEC review and quality review programs. Promoted to partner in 1983. Recognized internationally as an authority in entertainment/media accounting matters.

1973-1982

Peat, Marwick Mitchell & Co., Los Angeles, California **Audit-Senior Manager**

Primarily responsible for management of audit and accounting engagements, which demanded extensive knowledge of, financial issues affecting the entertainment, merchandising, real estate and financial service industries. Promoted to Senior Manager in 1980.

EDUCATION: M.S. in Accounting/Finance with distinction, 1973

Arizona State University Graduate School of Business

Administration

B.B.A. in Accounting, 1972 University of Wisconsin

PROFESSIONAL CREDENTIALS/AFFILIATIONS:

Certified Public Accountant, 1978 to Present

Chairman, Entertainment & Sports Industry Committee,

California Society of CPA's

<u>Chairman</u>, AICPA Entertainment Accounting Standards Taskforce

<u>Chairman</u>, Positive Enforcement Committee, California State Board of Accountancy

State Board Member/Vice President, California Society of CPA's

Member, Academy of Television Arts and Sciences (ATAS)

<u>Adjunct Professor</u>, USC School of Accounting, UCLA Department of Entertainment Studies, ASU School of Film

Editorial Review Board, the Practical Accountant

Trustee, Zeta Beta Tau Fraternity

<u>Member</u>, Paley Center for Media, and Association of Certified Fraud Examiners (CFE)

Recipient, City of Los Angeles Certificate of Appreciation.

Producer, World of Mirth, live stage play

<u>**Diplomate**</u>, and Board Member of American Board of Forensic Accounting – **DABFA**

Authored, entertainment chapters (production, distribution, and broadcasting) of Harcourt Brace's <u>Comprehensive GAAP Guide</u>

Featured, in <u>Fatal Subtraction</u>, the <u>Inside Story of Buchwald v.</u> Paramount; and <u>Deconstructing Sammy (Sammy Davis Jr)</u>

Member, Beverly Hills Bar Association

Speaker, The American Board of Forensic Accounting-2015 Annual Conference

SCHEDULE A

EXPERIENCE IN LITIGATION CONSULTING

1. Working with Bankruptcy/Receiverships:

Qintex Entertainment, Inc.

Peregrine Entertainment, Inc.

M.C.E.G.

Showscan

Team Entertainment

2. Valuation Work:

Family Law/Partnership Investigations and Dissolutions Film, Television, and Music Libraries/Distribution Systems Economic Damages/Lost Profits/Lost Earnings Capacity Michael Jackson/Strong Art Collection

3. Financial Institutions:

Audit engagements – S&L, Commercial Banks, and Thrift & Loans serving as L&H Western Regional Director for Financial Services

FDIC and RTC Assistance/Professional Malpractice

4. Expert Witness Testimony:

Danny Arnold v. Columbia Pictures (BARNEY MILLER)

James Garner v. MCA Universal (ROCKFORD)

Buchwald v. Paramount Pictures (COMING TO AMERICA)

New Vision Entertainment v. Cineplex Odeon

Union Finance v. Michael Jackson

Improv West v. Teleamerica

Batfilm, Inc. v. Gruber/Peters and Warner Bros. (BATMAN)

Close v. New Line Cinema & Tri-Star Releasing

Dunn v. DreamWorks Animation (KUNG FU PANDA)

Lockheed Martin v. Crane, et al.

Pierro v. Crown International Pictures

McFarland (L.RASCALS) v. Kingworld Productions Inc.

D'Angelo v. Golden Eagle Insurance

Cobb v. Time Warner, Inc.

Greer v. Dove Books

Coury (EAGLES) v. State Farm Insurance

Elwes v. SAW Productions (SAW)

Katzenberg v. Walt Disney Company

AIG v. Paramount Pictures

Steve Guttenberg v. Coca Cola (TV commercials) TV-3, Inc. v.

Klugman v. Universal Studios(QUINCY M.E.)

APA v. Walt Disney Company (HOME IMPROVEMENT)

Huggins v. Universal Studios (END OF DAYS)

Initiative Media v. State of California

Scarlett v. Viacom International

L A Superior Court Referee (CRASH)

Watanabe v. Harrah's Entertainment

Knox v. Goodwill Industries (BEVERLY HILLS GROOMER)

ShopRite v. SCRIPPS Networks (MAN CAVES)

Litton v. CBS (HAWAII 5-0)

Kasich v. NTV (DECISIONS)

Sterling v. Stevin

Rahman v. Floyd Mayweather Jr.

Laws v. Chen

Larson Productions v. Universal Studios (McCLOUD)

5. Forensic Accounting:

Credit Lyonnais Bank Nederland

Brambilla v. NBC Universal Studios

Marconi (ENEMY of the STATE)

Lorimar/Karl Video

Nederlander Group

LIVE Entertainment/ Menendez

Henson v. Walt Disney Company

Mae West Estate

Class Action – Cannon Releasing, Carolco Pictures, Ovitz/Walt

Taylor Hackford

Easy Rider Productions

Viacom, Inc. v. Time, Inc.

Compass Pictures (HALLOWEEN)

Slesinger(W.POH) v. Walt Disney Company

Le Studio Canal Plus (U.S.)

John Landis v. M Jackson Estate (THRILLER)

Sammy Davis, Jr. Estate

Dances with Wolves Productions

Main Line Productions (BOXING HELENA)

Wonder Years Productions

Chartoff-Winkler Productions

Devote v. San Bernardino County

Jack Carter v. Hudson Insurance

Chase-Riboud v. Dreamworks (AMISTAD)

Stuart Benjamin Productions (RAY)

Paramount Pictures Corporation

Moffat v. Grubb Ellis

Marriage of N. Lythgoe(AMERICAN IDOL)

Carlyle v. New Line Cinemas (SEVEN)

Dorsey v. Regents of the University of California

Trancas Films (HALLOWEEN)

Hudson v. Vasquez

Brett-Livingstone Strong/Michael Jackson Estate(Art Collection)

Dionne Warwick

Brill v. Walt Disney Company (MIGHTY DUCKS)

STAR TREK v. CBS Television/Paramount

Baldwin Entertainment v. Legendary Pictures("42")

Gross-Weston Productions(BETRAYL)

Farmers Insurance –consultant

SCHEDULE B

Corporate Experience	Temporary Position
Nostalgia Network, Inc.	COO
Peregrine Entertainment, Inc.	COO
Qintex Entertainment, Inc.	COO
BKLA Bancorp	COO
Knowledge Adventure, Inc.	CFO
ETI International, Inc.	CFO
Valcom Entertainment	CFO

Mr. Shapiro also served for over three years as Chief Financial Officer for three NASDAQ companies involved in the television industry. His duties included:

- a) Preparation of SEC and other regulatory filings, and interface with investor relations and financial advisors
- b) Supervision of Corporate Controller and Accounting Department in preparation of financial statements, budgets, income tax fillings, and internal control maintenance. Performance of treasury functions including debt compliance, investment of funds, banking relationships, and cash forecasting

-6-SCHEDULE C

Securities Offerings

Lorimar – Telepictures Corporation

Qintex Entertainment, Inc.

National Mercantile, Inc.

Silver Screen Partners

Matthews Studio Equipment

Relialogic Technology Corp.

Hariston Corporation

AVI Entertainment Group

Digital Technologies Media Group

Knowledge Adventure, Inc.

Lee Pharmaceuticals, Inc.

Meadowbrook Golf, Inc.

NAPICO

Pacific Rim Entertainment, Inc.

Unapix Entertainment, Inc.

XPLORER, Inc.

Peregrine Entertainment, Inc.

Angeles Cinema Investors

Lorimar Film Partners

DEP Corporation

Associated Hosts, Inc.

Teleport – Denver, Inc.

Nostrad Telecommunications, Inc.

ETI International, Inc.

International Thermal Packaging, Inc.

Yellowave Corporation

Valcom, Inc.