

DAVID L. ZACHARIAS

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PROFESSIONAL HISTORY

2001 to Present ***President and Chief Executive Officer***
Construction Monitoring Systems, L.L.C.

Responsible for the complete development of this software development and marketing company servicing financial institutions engaged in construction financing.

1990 to Present ***Chairman, President and Chief Executive Officer***
Superior Bancorp, Inc., Phoenix, Arizona

Provides consultation services to banking industry, corporate principals and litigation support services regarding most aspects of commercial banking. Expertise includes credit analysis, commercial and real estate loan structuring, loan portfolio management, credit internal controls, loan loss reserves, bank operations, bank valuation and negotiation, and board of directors' responsibilities.

1993 to Present ***Chairman, President and Chief Executive Officer***
Superior Holdings, Inc., Phoenix, Arizona

Founded firm and raised \$1.4 million equity. Acquired a mortgage brokerage and converted firm to a mortgage bank. Staffed company, obtained agency approvals and \$15 million credit lines. Assets sold in March 1995. Currently managing various investments, primarily in real estate.

1995 to 1997 ***President and Founder***
Foundation Advisory L.L.C.

Founded firm to provide interim executive management services to newly created foundations and charitable trusts arising from the net proceeds of the sales or conversion of not-for-profit healthcare entities. Established the concept, created the business plan, raised the equity and implemented the marketing plan.

1983 to Present ***Trustee***
St. Luke's Charitable Health Trust, Phoenix, Arizona

Appointed trustee for a \$140 million revenue, three-hospital, specialty health-care system. Assisted in attempt to merge with two other hospital organizations during severe financial difficulties. Served as Vice-Chairman of Board and Chairman of Finance Committee when monthly creditor meetings were necessary. Became Chairman of Board and led the sale of the hospital for \$122 million. Currently am trustee of the Health Trust with about \$100 million in assets.

1989 ***Chairman, President and Chief Executive Officer***
Superior Mortgage Company, Inc., Phoenix, Arizona

Co-founded company and established relationships with 18 institutional mortgage investors. Conducted all initial staffing. Established residential mortgage loan origination capability. Sold company in 1990.

1984 to
1988 ***Chairman, President and Chief Executive Officer***
First Commercial Savings and Loan, Phoenix, Arizona

Founded firm, raised \$6.5 million equity; conceived, developed and implemented a business plan; and recruited a highly capable management team. During two-year operating history achieved profitability in five months, earned an annualized return on assets of 1.25%, originated \$155 million residential mortgages, financed construction of 150 homes, built a \$90 million servicing portfolio, and sold thrift for \$17 million

1981 to
1984 ***President and Chief Executive Officer***
Great Western Bank, Phoenix, Arizona

Directed all activities of a \$600 million, 36 branch commercial bank

1967 to
1981 ***Project Manager-Tax Dependent Asset Sales***
Chase Manhattan Bank, New York, New York

Held the following positions in 14-year tenure with Chase:
Manager: Loan Syndications, Western Hemisphere
Vice President/Division Executive, International Product Management Division
Assistant General Manager, Athens, Greece
Asset Manager, Funding Division
National Accounts Lending Officer
Supervisor, Credit Training Staff
Credit Trainee

1967 ***Auditor, Price Waterhouse, Philadelphia, PA***

EDUCATION ***MBA, Wharton School, University of Pennsylvania***
Major: International Marketing

BS, Bowling Green University
Major: Finance

BOARD MEMBERSHIPS-Current

St. Luke's Health Initiatives
Superior Holdings, Inc.
Construction Monitoring Systems, L.L.C.

BOARD MEMBERSHIPS-Past

Phoenix Country Club
Bluebonnet Savings Bank, Dallas, Texas
St. Luke's Health System, Chairman
Phoenix Metropolitan Sports Authority, President
Sol C. Snyder Entrepreneurial Center, Wharton School
Xavier College Prep, Chairman
Boys Club of Metropolitan Phoenix
Arizona Museum of Science and Technology
Arizona Theater Company
First Arizona Savings and Loan
Great Western Bank
Western Bankers Life
Harrington Arthritis Research Center
Various family companies/partnerships

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CURRICULUM VITAE

ADDENDUM

(as of July, 2004)
(earliest cases first)

Litigation experience includes the following:

- * Standard Chartered Bank v. Price Waterhouse et al.
(Superior Court of the State of Arizona, CV 88-34414)
Beus, Gilbert P.L.L.C., Leo Beus/Richard Williams, 480-429-3000, 4800 North
Scottsdale Road, Suite 6000, Scottsdale, AZ 85251
 - * Responsibilities included the research and opining on internal controls for lending, identification and quantification of loan losses, valuation of acquired bank and the audit quality of loans.
 - * Employed by the plaintiff
 - * Was expert witness on internal controls and loan losses, eight days deposition, 10 days testimony
 - * Jury returned verdict of \$338 million for the plaintiff, vacated, appealed, settled

- * Cook et al. v. Pepco, Inc. et al.
(District Court of Oklahoma County, Oklahoma, (CJ-85-2828)
Dunlap & Coddling, P.C., 9400 North Broadway, Suite 420, Oklahoma City, OK 73114,
Joseph Titterington, 405-478-5344
 - * Responsibilities included the determination and opining on whether or not Westinghouse (client) followed normal banking practices in extending credit to investors involved in limited partnerships.
Employed by the defendant.
 - * Written deposition rendered and two days testimony
 - * Decision in favor of defendant

- * Department of Justice v. Wolfswinkel
(Federal Court)
William Hardy, 202-223-5120
 - * Responsibilities included the analysis of check kiting and the opining on whether or not kiting occurred.
 - * Employed by the defendant.
 - * Testimony for two days
 - * Defendant was exonerated on 15 of 18 counts.

- * Lamendola, et ux., et al. v. Security Pacific Bank Arizona, et al.
(US District Court, District of Arizona, No. CIV 91-833)
Thomas Latta, 3030 North Central Avenue, Suite 1000, Phoenix, AZ 85012, 602-248-9465
 - * Responsibilities included the determination of the role of a bank officer in the promotion of unregistered securities.
 - * Employed by the plaintiff.
 - * One day deposition

* Case dismissed

*Beeve et al. v. Bank of America(Arizona)

(Superior Court of the State of Arizona in a for the County of Maricopa, No. CV 93-15329)

Thomas Latta, 3030 North Central Avenue, Suite 1000, Phoenix, AZ 85012, 602-248-9465

- * Responsibilities included the determination of the role of a bank officer in the promotion of unregistered securities.
- * Employed by the plaintiff.
- * One day deposition
- * Case dismissed

*Bentley, et al. v. The Princeton Group

(Superior Court of the State of California for the County of Los Angeles, No. BC 056 169)

Steven Lowe, 12424 Wilshire Blvd., Suite 900, Los Angeles, CA 90025, 310-447-1727

- * Responsibilities included the determination of the proper procedures of opening accounts at a bank and the related responsibilities of that bank
- * One day deposition
- * Employed by the plaintiff
- * Case settled

*Karatz et al. v. Fine et al.

(US District Court, Central District of California, No. CV92-2172 WJR (Jgx)

Strange & Hoey, 12100 Wilshire Blvd., Suite 1900, Los Angeles, CA 90025, Brian Strange, 310-207-5055

- * Responsibilities included the determination of the role of a loan officer in the making of uncollectible loans
- * Employed by the plaintiff
- Submitted affidavit

*FINOVA Capital Corporation v. Halliburton Company et al.

(Superior Court of the State of Arizona, No. CV 93-11138)

White, Cummings & Longino, 2920 East Camelback Road, Phoenix, AZ 85018, Preston Longino, 602-553-8188

- * Responsibilities included the determination of Halliburton's role as guarantor of a Finova loan.
- * Employed by the defendant
- * One day deposition
- Case settled

*First American Title Insurance Company v. United American Bank of Memphis
Lawyers Title Insurance Company v. United American Bank of Memphis
(US District Court for the Western District of Tennessee Western Division, No. 94-2871, 94-2870)

Baker, Donelson, Bearman & Caldwell, 165 Madison Avenue, 20th Floor,
Memphis, Tennessee 38103, John Speer, 901-577-2221; Bo Carr

- * Responsibilities included the utilization of float in an escrow account to repay bank loans
- * Employed by the plaintiff
- * One day deposition

*Roger G. Segal, as the Chapter 11 Trustee for Bonneville Pacific Corporation vs. Portland General Corporation, Westinghouse Corporation, Deloitte & Touche et al.

(United States District Court, District of Utah, Civil No. 92-C-364 J)

Beus, Gilbert & Morrill, 3200 North Central Avenue, Suite 1000, Phoenix, AZ 85012-2417, Leo Beus/Michael Devitt, 602-274-8229

- * Responsibilities included the rendering of opinions on lender liability, duties of a board of directors, explanation of very complex sale-leaseback financings, among other issues
- * Employed by the plaintiff
- * Submitted 87 page testimony (exclusive of exhibits)
- * Two days deposition
- * Settlement to-date is in excess of \$100 million

*Norman W. Boyer et al. vs. Robert R. Kruger et al.

U.S. District Court for Nebraska (Case No. 8:96 CV495)

Koley, Jessen, Daubman & Rupiper P.C., 1125 South 103rd Street, Suite 800, Omaha, Nebraska 68124, Michael Cox, 402-390-9500

*Responsibilities included the valuation of a commercial bank and the holding company, and the value for a minority interest in the bank and in the holding company

- * Employed by the defendant
- * Submitted 27 page expert opinion (exclusive of exhibits)
- One day deposition, one half day testimony
- Case decided in favor of plaintiff

*Resolution Trust Corporation v. Gene Rice, et al.

(U.S. District Court for Arizona (No. CIV 91-0634-PHX-SMM)

Mayer, Brown & Platt, 350 South Grand Ave, 25th Floor, Los Angeles, CA 90071-1503, Peter Rosen, 213-229-5172

- Responsibilities included answering the plaintiff's allegations, preparing questions to be asked of the opposing experts, and defending the individual loans made by defendants which allegedly formed the basis of the gross negligence claim by the RTC
- Employed by the defendants
- Submitted 132 page affidavit expert opinion (exclusive of exhibits)
- Two day deposition

- Case settled

*Mark D. Hashimoto, as Chapter 11 Trustee of Sheffield Metals Trading LTD. V. Republic Bank California, NA, et al.

(U.S. District Court of Arizona, CIV 95-1554 PHX EHC (JWS))

Rick Cecala, P.C., 2600 North Central Ave, Suite 850, Phoenix, AZ 85004

*Reviewed an opinion on the gold secured loan refinancings from Safra Bank by plaintiff's management.

*Employed by plaintiff

*Submitted written opinion

*Millennia Investment Corporation v. Attorneys Title Guaranty Fund, et al.

(Third Judicial District for Salt Lake County, State of Utah, Civil No. 000902574)

Parr Waddoups Brown Gee & Loveless, 185 South State Street, Suite 1300

Salt Lake City, Utah 84111-1537, Paul Drecksel

*Reviewed Brighton Bank's participation in overseeing a title agency's trust account.

*Employed by the defendant

*One day deposition

*Ronald D. Laub et ux. v. Sacks, Tierney & Kasen et al.

(Superior Court of Arizona, CV 96-22740)

Meyer, Hendricks, Bivens & Moyes, PLC, 3003 North Central Avenue, Suite 1200,

Phoenix, AZ 85012, Paul Stoller, 602-604-2200

* Responsibilities included analysis of the creditworthiness of plaintiff

* Employed by defendants

* One day deposition

• Summary judgment for defendants

*Federated Management, et al. v. Coopers & Lybrand, et al.

(Court of Common Pleas, Franklin County, Ohio, Case No. 97CVH-01-2196)

Beus, Gilbert & Devitt, P.L.L.C., 3200 North Central Avenue, Suite 1000, Phoenix, AZ

85012-2417, Leo Beus/Nicholas DiCarlo, 602-274-8229

• Responsibilities included an analysis and opinion of NatWest Bank in the capital restructuring of Mid-American Waste Systems, Inc.

• Employed by plaintiffs

• Five day deposition

*Capstone Mortgage et al. v. Sterling Bank & Trust, et al.

(Superior Court of Arizona, CV2000-007168, CV2000-007152, CV2000-008139)

Post Kirby Noonan & Sweat LLP, 600 West Broadway, Suite 1100, San Diego, CA

92101-3387, Thomas Bettles, 619-231-8666

*Responsibilities included an analysis and opinion of Sterling Bank's termination of \$120 million line of credit to Plaintiffs' mortgage warehouse lender.

*Employed by the defendants

*Written opinion filed with courts

*Summary judgment for Defendant (client)

*Southwest Preferred Dental Organization, Inc. et al. v. Bank One, Arizona, N.A.

- (Superior Court of Arizona, CV2001-002818), Campana, Vieh, Shore, Owens & Loeb, PLC, 4422 North Civic Center Plaza, Suite 101, Scottsdale, AZ 85251-3523, Donald Loeb, 480-707-5000
- *Responsibilities included analysis of and opinion on disbursement instructions from plaintiffs' money market account.
 - *Employed by plaintiffs
 - *One day deposition, one day trial testimony
 - *Verdict for the plaintiff (client)
- *Marlin Mechanical Corporation v. Bank One, Arizona, N.A.
(Superior Court of Arizona, CV99-17969) Sacks, Tierney P.A., 4250 N. Civic Center Blvd., 4th Floor, Scottsdale, AZ 85251-3900, Sharon Shively and Mary Grace McNear, 480-425-2600
- *Responsibilities included analysis of plaintiff's internal controls of disbursements, defendant's acceptance of fraudulent checks for deposit, and opinion on proper bank processes
 - *Employed by plaintiffs
 - *Participated in mediation process, one day deposition
 - *Settled in favor of plaintiff (client)
- *Catalano v. M&I Thunderbird Bank
(United States Bankruptcy Court, District of Arizona, Case No. 00-07997 PHX JMM), Beauchamp Law Office, 3930 East Ray Road, Suite 160, Phoenix, AZ 85044, Melanie Beauchamp, 480-704-0777.
- *Responsibilities included analysis of defendant's internal controls of loan disbursements and related documentation
 - *Employed by plaintiffs
 - *Deposition and Court testimony
- *Arizona Industrial Caterers v. SCB Services Corp
(United States Bankruptcy Court, District of Arizona, Case No. 00-14202-ECF-RTB), Osborn Maledon, PA, 2929 North Central Avenue, Suite 2100, Phoenix, AZ 85012, Alan Meda, Alisa Lacey, 602-640-9335.
- *Responsibilities included the determination of preferential transfer
 - *Employed by the Defendant
- *Smith (Boston Chicken Inc.) v. Andersen, et al.
(United States District Court, District of Arizona, Case No. CIV-01-218-PHX-PGR), Beus Gilbert P.L.L.C., 4800 North Scottsdale Road, Suite 6000, Scottsdale, AZ 85251, Leo Beus, 480-429-3000.
- *Responsibilities included evaluation of loan collectability and loan loss reserves.
 - *Employed by the Plaintiff.
- *John Dawson v. Vincent Goett, Keith Withycombe, Rod Turner et al (Futech Interactive Products Inc), (Superior Court of Arizona, CV 2000-014344), Kutak Rock, LLP, 8601 North Scottsdale Road, Suite 300, Scottsdale, AZ 85253, E. Scott Dosek, 480-429-5001 and Burch & Cracchiolo, P.A., 702 E. Osborn Road, Phoenix, AZ 85014, Howard C. Meyers, 602-274-7611.
- *Responsibilities included duties of a corporate director, proper disclosures for credit application, priority of collateral liens.

*Employed by defendants Withycombe and Turner

*State of Arizona ex rel., Arizona State Parks Board v. Mabery Ranch Company,
(Superior Court of Arizona, CV 820001-0081); James Morrow, 602-542-7692

*Responsibilities included a credit analysis of Mabery Ranch and its inability to
borrow money

*Employed by the plaintiff, State of Arizona

ref: litigation experience resume