

THE *financial executive's*

PLAYBOOK:

YOUR FINANCIAL TEAM'S GUIDE
TO THE SHORTEST CLOSE

MAY 22, 2008

YOU'LL LEARN:

- Close Cycle reduction trends
- Financial close and upstream process relationships
- Common close cycle efficiency issues to avoid
- Marketplace tools
- Strategies to retain and transfer close cycle institutional knowledge
- Optimizing ERP performance to help streamline the close process

PANELISTS:

- David A. Kaminsky, CFO, USIS
- Richard J. Nadeau, CFO, Sunrise Senior Living
- Emmett Pepe, Corporate Controller, Broadsoft
- David Ryan, Assurance Partner, PriceWaterhouseCoopers LLP

HOSTED BY MORGANFRANKLIN



AGENDA

11:30 am – Noon	NETWORKING
Noon – 2:00 pm	LUNCH AND PROGRAM
Moderator Welcome	Caroline Leies – Managing Director, MorganFranklin Corporation
Panel Discussion	David Kaminsky – CFO, USIS Richard J. Nadeau – CFO, Sunrise Senior Living Emmett Pepe – Corporate Controller, Broadsoft David Ryan – Assurance Partner, PricewaterhouseCoopers, LLP
Q&A	Audience

CAROLINE LEIES



Caroline Leies serves as a senior advisor to client executives in the areas of Program Management, Process Re-engineering, Systems Implementations and Strategic Business Operations.

Prior to joining MorganFranklin, Leies was with Wyeth Pharmaceuticals. She has over 12 years of consulting experience and has successfully led consulting teams on international and domestic engagements.

Leies has worked with clients to facilitate the implementation of change and realization of business improvements. Her experience with international clients includes the design and delivery of solutions in the United Kingdom, Australia, Singapore, Japan, France and the U.S.

Leies has experience working with clients in the cable, telecommunications, pharmaceutical and publishing industries. Her expertise includes supervising simultaneous projects, developing methodologies and providing executive leadership.

Leies holds a B.A. in economics from Marymount University and an MBA from Duke University.



DAVID A. KAMINSKY

Mr. David Kaminsky has served as our Chief Financial Officer since November 2005. Prior to joining USIS, Mr. Kaminsky served more than 11 years with the General Electric Corporation. Mr. Kaminsky held the position of Chief Financial Officer for several General Electric Corporation operations, including GE North America Leasing, GE Commercial Distribution Finance, GE Information Technology Solutions Europe, and GE North American Information Technology Services. Mr. Kaminsky has a B.S. degree from the University of Bridgeport and is a graduate of GE's Management Development Course.

EMMETT PEPE

Emmett Pepe is the Corporate Controller of BroadSoft, Inc. He has over 20 years of financial accounting experience, including more than 10 years of international accounting experience, in the Telecommunications and Software industries. Formerly, Emmett spent 5 years at British Telecom as Controller of the Americas. In addition, he has held senior positions at SoftwareAG (formerly webMethods), Concert and MCI. During his career Emmett has gained expertise in financial reporting, international finance, accounting operations, systems integration and internal controls.

As the Corporate Controller of BroadSoft, Inc., Emmett oversees all corporate accounting functions, consolidations and external reporting. He is currently focused on streamlining the monthly financial reporting process, establishing policies and implementing internal controls.

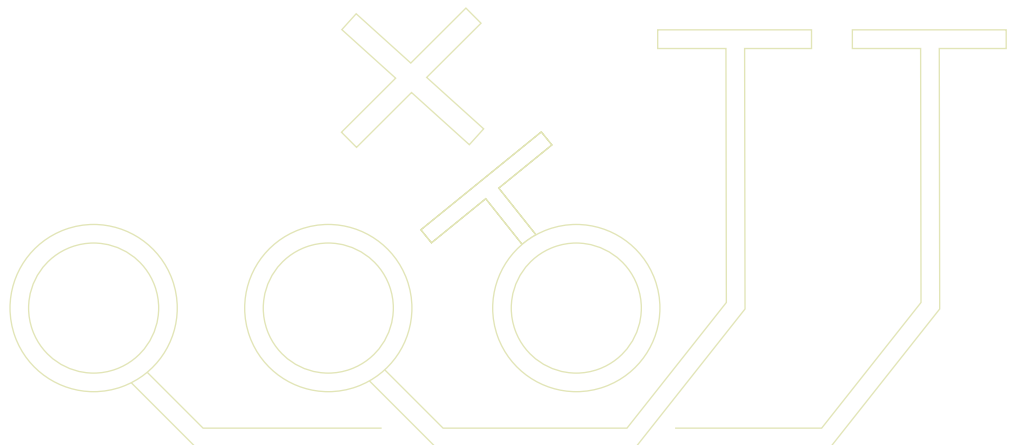
Emmett is a Certified Public Accountant licensed in Virginia and a member of the American Institute of Public Accountants and the Virginia Society of Certified Public Accountants. He holds a B.S. in Accounting from Penn State University.

RICHARD NADEAU

Mr. Nadeau was named Chief Financial Officer of Sunrise in September 2007. Prior to assuming this position, Mr. Nadeau served as Chief Financial Officer of The Mills Corporation and Colt Defense, LLC. In addition, for 25 years, Mr. Nadeau was a partner at the accounting firms of KPMG, LLP and Arthur Andersen, LLP where he served as a national practice director and audit partner for several large public companies including two publicly traded REITs.

DAVID RYAN

David is an audit partner in the Washington Metro Region Technology, InfoComm and Entertainment & Media (TICE) Group. David has experience in serving public and private government contracting, biotech/pharmaceutical, software, communication, product, new media, and other information technology companies. Throughout his career, David has been involved with numerous IPOs and other public/private raises of capital. David has worked with many SEC registrants and specializes in assisting public and pre-IPO technology companies with SEC reporting issues and complex business transactions. In addition to working for PricewaterhouseCoopers LLP, David spent more than four years at the SEC where he was an Assistant Chief Accountant and did a tour in the PricewaterhouseCoopers National Office where he specialized in SEC matters. David is a CPA and a member of the AICPA. David is a graduate of Virginia Tech.



MORGANFRANKLIN AT A GLANCE

Clients prefer MorganFranklin because we deliver on our commitments — and then some. We are reliable and, for us, quite simply, just getting things done is not enough. We do a great job combining expertise to diagnose and solve complex problems. And we do it fast. We value and work well with our partners and put egos aside to do the right thing for clients. It's about core confidence. We believe in it, recruit for it and encourage it. Mostly, we enjoy helping our clients build it so that they can eliminate barriers that prevent success when the stakes are highest.

WHAT WE DELIVER

MorganFranklin combines business and technology expertise with core confidence to anticipate and convert high-stakes challenges into value for our clients.

Financial and Operational Readiness

Expertise in finance and accounting, project management and IT to support everyday and special projects

Radical Growth and Change

Management, IT expertise and project management discipline to extract the most value out of environments of extraordinary change

Risk and Crisis Management

Highly effective risk, compliance and crisis management programs that deliver value beyond compliance

Essential Information and Communications

Delivering reliable and secure communication networks, information systems and decision-support solutions

PROFESSIONALS

Our professionals bring industry, consulting, accounting and audit, government and military experience. This includes extensive technical expertise demonstrated by credentials such as CPA, CIA, CISA, CISSP, RCDD, MBA, Ph.D. and PMP certifications, to name a few.

PRESENCE

We serve national and international clients from offices in Virginia, Illinois, Maryland, Arizona, and the U.K. Facilities include corporate, integration labs, engineering and Sensitive Compartmented Information Facilities (SCIF) in the continental U.S.

OUR DIFFERENCE

- **People.** Recruit professionals with creative problem solving skills and track records in high-stakes situations.
- **Communication.** Deliver clear and frank communication with a pledge to deliver unpopular messages with the same urgency used to convey good news.
- **Collaboration.** Work together with colleagues and clients to anticipate and convert challenges into value.
- **Vigor.** Offer energy, focus and high expectations for excellence in execution.
- **Speed.** Uphold organizational structure that enables us to be nimble, responsive and accountable.

《 CORE CONFIDENCE 》

You have it, and expect it from others. Demand it from your advisors. It's the persistent application of skill, focus and determination. It's a luxury when navigating day-to-day priorities. It's an absolute must when faced with high-stakes objectives.

EXPERTISE AND CAPABILITIES

Management Consulting

- Business Process Management
- Data Management/Business Intelligence
- Enterprise Program Management
- Enterprise Resource Planning
- Innovation/Supply Chain Management
- IT Strategy
- Knowledge Management

Financial Advisory

- Accounting and Audit Support
- Financial and Regulatory Reporting
- Internal Audit Services
- Internal Control Services
- IT Audit and Technology Risk
- Management Transition Services
- Transaction Services
- Transition Staffing Services

Technology and Systems

- Advanced Networks
- Business Resilience and Continuity
- Infrastructure/Virtualization
- Managed Services
- Mobile and Transportable Platforms
- Operations and Maintenance
- Systems Implementation and Integration
- Unified Communications and Security

AUDIT READINESS SERVICES

The elusive 'smooth audit' really does exist

Whether you are a transforming or established company, preparing for a financial audit can be overwhelming, time-consuming and distracting. Even the most experienced accounting team is confronted with significant pressures to address complex new accounting rules, comply with Sarbanes-Oxley requirements and improve efficiencies. Add the countless daily priorities competing for your time and you risk delaying other strategic projects or value-driving initiatives.

MorganFranklin's Audit Readiness Services provides proven on-demand expertise and resources to structure and control your audit. Our teams, comprised of former CFOs, controllers, auditors, and financial managers, possess an average of twenty years of professional experience in complex audit and reporting environments. Utilizing seasoned technical accounting knowledge, tested risk analysis expertise, and exceptional project planning skills, our experts not only support you, but also act as your advocate throughout the audit and reporting process.

AUDIT READINESS SERVICES

Prepare and Organize:

- Assemble a turnkey electronic audit PBC package
- Finalize scope and materiality and identify preliminary accounting issues
- Prepare audit plan including coordination with external auditors

Controls:

- Review and assess key internal controls identifying gaps and creating remediation plans

Technical:

- Research and document technical accounting issues
- Create draft financial statements and footnote disclosures
- Provide early impact assessment of new pronouncements

THE AUDIT IS YOUR REPUTATION — EXPECT MORE

We recognize that each client is distinct and we tailor our services to align with your unique business requirements. We go beyond staff augmentation to improve reporting function performance. As your audit readiness partner you can expect us to:

- Identify resource gaps that pose future reporting risks
- Recommend enhancements to improve future audit preparation efforts
- Identify opportunities to streamline the close process
- Strengthen auditor and internal relationships

For a decade MorganFranklin has worked with financial executives to tackle critical accounting, reporting and risk management objectives. Our teams roll up their sleeves to lead clients through the high-stakes maze of financial restatements, public offerings, regulatory compliance and audit readiness. When it comes to technically intensive, time-sensitive, high-risk and high-reward financial and risk management needs, MorganFranklin earns accolades as a proactive, hands-on partner.

We Know the High-Stakes Implications of Our Work:

- Decrease audit preparation time and cost
- Reduce external audit fees
- Fill critical resource voids
- Enable strategic resource deployment
- Prevent staff burnout
- Achieve tight reporting deadlines
- Improve auditor relationships
- No independence conflicts

Representative Clients:

- British Telecommunications, plc (BT)
- Vangent
- BearingPoint
- Water-Jel Technologies
- Pearson Data Management

“We were driving hard to meet several compliance-related deadlines. Time was of the essence. MorganFranklin’s experienced advisors helped us successfully deliver our revenue review program and our deadlines were met.”

Ed Hunt
Managing Director, Finance,
BearingPoint, Inc.

FINANCIAL RESTATEMENT SERVICES

Over 200 pronouncements related to revenue recognition exist. There's no denying the complexity.

For a decade MorganFranklin has worked with financial executives to tackle critical accounting, reporting and risk management objectives. Our teams roll up their sleeves to lead clients through the high-stakes maze of financial restatements, public offerings, regulatory compliance and audit readiness. When it comes to technically intensive, time-sensitive, high-risk and high-reward financial and risk management needs, we have earned accolades as a get-it-done partner.

LEADING THE ROAD TO RECOVERY

In 1997 there were 116 financial restatements; in 2006, there were 1,876; 10 percent of all public companies. Today's CFO faces a regulatory reporting environment fraught with obstacles. Complicated revenue models, transaction complexity and other reporting challenges expose the risk of accounting irregularities and restatements. Restatements resulting from improper revenue recognition, option pricing and other accounting irregularities can put tremendous pressure on finance teams.

Working closely with auditors, counsel, and other advisors, MorganFranklin helps clients anticipate and respond to the requirements associated with maintaining or regaining SEC and listing compliance. You can count on us to deliver the technical knowledge and focused enthusiasm needed to help you lock down restated results and fulfill critical reporting and listing requirements. And we do this with confidence that your restatement efforts don't have to mean significant disruption to your ongoing operations.

EXAMPLES OF RESTATEMENT CAPABILITIES:

- Project management and quality control
- Document and records management
- Audit coordination
- Adjustment recommendations for historical transactions and balances
- Preparation of audit support materials
- Technical accounting position white papers

WHY MORGANFRANKLIN

We have an impressive track record with restatement support and a proven ability to execute time-sensitive initiatives for CFOs, controllers and their teams. We bring Big 4 and private industry experience that includes technical excellence from CPA, CIA, CISA, MBA and PMP certifications, to name a few. Managers and higher staff levels bring an average of 20 years of professional experience. And with deep roots in public accounting, we work extremely well with your external auditor and advisors to get you back on track.

We Know the High-Stakes Implications of Our Work:

- Minimize impact on valuation
- Limit daily disruptions
- Protect market reputation
- Quell shareholder anxiety
- Avoid staff burnout
- Meet tight deadlines
- Minimize financial burden

Sample Clients:

- BearingPoint
- GTSI
- MCI

“We were driving hard to meet several compliance-related deadlines. Time was of the essence. MorganFranklin’s experienced advisors helped us successfully deliver our revenue review program and our deadlines were met.”

Ed Hunt
Managing Director, Finance,
BearingPoint, Inc.

