

**BDO Seidman
Alliance Program**



Bringing More
To Clients[®]

BDO
SEIDMAN
ALLIANCE[™]

What is the BDO Seidman Alliance?

The BDO Seidman Alliance is a nationwide association of independently owned local and regional accounting, consulting and service firms with similar client service goals. The Alliance presents an opportunity for these firms, by accessing the resources of BDO Seidman, LLP and other Alliance members, to expand services to their clients without jeopardizing their existing relationships or their autonomy.

BDO Seidman, LLP is one the nation's leading accounting, tax and consulting firms, with 35 offices and more than 1,900 partners and staff throughout the United States. As a Member Firm of BDO International, BDO Seidman, LLP serves multi-national clients by leveraging a global network of resources comprised of nearly 600 member firm offices in 99 countries. BDO International is a worldwide network of public accounting firms, called BDO Member Firms, serving international clients. Each BDO Member Firm is an independent legal entity in its own country.

Maintain, Protect and Expand Your Client Base

Do your clients need expanded services that you are not currently able to deliver?

Would it be beneficial to compete more effectively with a national firm that is pursuing one of your clients or prospects?

If you had the resources, would you be able to pursue opportunities to expand your practice?

Would you like to help a U.S. company structure its operations in a foreign country ... or conversely, help to minimize taxes for a foreign company with U.S. subsidiaries?

If your firm faces challenges such as these, you may benefit from outside, professional support to compete more effectively and with greater confidence. The BDO Seidman Alliance could be your answer.

As “An Independent Member of the BDO Seidman Alliance,” your firm retains the distinct business identity you have created. Your independent control and professional judgment are in no way restricted. In fact, your services and capabilities are broadened and enhanced.

An Alliance member has immediate access to the resources of BDO Seidman, LLP and other Alliance firms. Your firm can use the BDO Seidman Alliance to strengthen technical knowledge in all disciplines, to gain extensive domestic and global coverage, to explore new business opportunities, and to secure and maintain clients.

Benefits of Collaboration Through an Alliance

Associations of accounting firms have become a common way of facilitating communication and sharing “best practices” among firms in separate geographic marketplaces. Dues are paid to the association, which is typically managed by several full-time resources who help to coordinate requests for information, training, networking, referrals, annual meetings, etc. Member firms range in size and level of sophistication.

While associations do meet the needs of many firms, there are a number of firms that are demanding a collaborative experience. They are looking for a more positive impact on their ability to serve their clients. They are hoping to elevate their position in the marketplace vis-à-vis their competition by presenting a broader service offering at the same time that they have a deeper depth of subject matter expertise in the traditional audit and tax arenas. They are looking for an affiliation that brings actual middle-market, client service experiences and methodologies to the table, and an ability to jointly service a client. They are seeking a “brandable” relationship, one that is respected by national financial markets and local businesses.

An Alliance with a national accounting firm takes the association experience to a higher level. You get all of the advantages of membership

in an association. In addition, through facilitated access to the comprehensive infrastructure of a national firm, member firms are able to tap into the broad knowledge base of a partnership, as well as access to the niche practices that come with significant size and investment of capital. When you unleash the power of a national firm to work collaboratively with you to help better serve your existing or prospective clients, you not only enhance the “trusted advisor” role, but also improve your top and bottom line financial performance. This relationship model tends to increase the value of your firm, making it worth more in the marketplace while enhancing your ability to maintain your independence.

Why the BDO Seidman Alliance?

The BDO Seidman Alliance is at the center of the strategic vision of BDO

Seidman, LLP. It was established ten years ago to celebrate the value of collaboration. Virtually the entire national firm is accessible to Alliance members, including accounting and tax technical professionals and industry-oriented thought leadership and newsletters. The provision of services to clients that takes advantage of BDO Seidman’s respective strengths is a hallmark of the program. Just as your firm responds to client requests immediately, the BDO Seidman Alliance does its best to help with technical questions and/or market opportunities, all with maximum value at minimal cost in mind. There are 20 professionals fully dedicated to the Alliance, with several hundred professionals involved in the program. Member firms receive all of the benefits of participating in an “association” with the added benefits of being able to draw upon the resources of an operating accounting firm.



Enhance Your Capabilities

BDO Seidman Alliance members enjoy all of the advantages of our recognized technical professionals throughout the country and our customized state-of-the-art computer systems. We provide the tools necessary for you to expand your capabilities and maximize the efficiency of your current operations.

The BDO Seidman Alliance offers your firm:

- The opportunity to conduct business on a global scale by being allied with one of the nation's largest accounting and consulting organizations.
- Professional services that will supplement your core accounting, auditing, tax and consulting needs.
- A comprehensive array of management consulting services as well as services to special practice areas.
- Specialists with experience in a wide range of industry segments.
- Interaction (including MAP) with other local and regional accounting, consulting and service firms.
- Customized computer auditing software that will allow greater efficiency in performing your audits.
- National tax office liaison services with the various Federal, state and local regulatory agencies.
- Technical updates maintained on a national basis in electronic format as well as various integrated audit and tax practice aids.
- Access to BDO Seidman's Audit Manual and Employee Benefit Audit Manual.
- Continuing professional education programs in each discipline to keep your personnel abreast of the latest developments.
- Internal marketing and human resource support in developing and maintaining new programs for your personnel.
- National contracts with major tax publishers and software providers as well as other vendor discounts such as the AICPA, FASB, Practitioners Publishing Corporation and equipment/computer leasing opportunities.



BDO Seidman, LLP

Professional Services and Capabilities

Our Clients

Most people define the middle market in terms of size. We know that middle-market organizations come in all sizes. In fact, our clients include organizations with revenues ranging from millions to billions. Beyond size, our clients are distinguished by a set of values and characteristics that make it a place where the stakes are high; the risks and rewards go much deeper than the bottom line; and for the individuals at the helm, running the business is a uniquely personal process.

Beyond demographics, our clients share several distinguishing characteristics. They are sophisticated, progressive, global and driven by values and entrepreneurial leadership. With nearly a century of experience, BDO Seidman provides services and products strategically designed to benefit organizations of any size.

We are guided by core values of integrity, trust, professionalism, independence and service. Leveraging knowledge and experience across all industries, BDO Seidman combines the insight of broad-based business advisors and the personal attention of people who understand the intricacies of business.

The following is a brief description of BDO Seidman's professional services and areas of experience. Our services supplement your accounting and consulting needs to enable you to better serve your clients.

Assurance Services

BDO Seidman, LLP provides quality assurance services to help ensure that our clients' financial statements meet the regulatory and business requirements under which they function. In addition to serving an extensive client

base of private companies, we currently serve hundreds of domestic publicly traded clients and many international publicly traded entities. We have assisted many of these companies not only with their ongoing SEC filings, but also with their initial public offerings. We are well accepted by and have worked successfully on offerings of all types with small regional underwriters as well as the major underwriters of the world.

We work to provide independent assurance services that add value to businesses. Our service philosophy of extensive partner involvement enables us to get to know the business, and we apply this knowledge to provide insightful suggestions for improving business strategies, management information, and operating and accounting procedures and controls.

Tax Services

Our tax services go beyond basic tax planning and preparing or reviewing federal and state tax returns. Drawing upon the wisdom of our national and specialty tax teams and, if required, the global resources of the BDO International network, we work hard to keep our clients informed of new opportunities and challenges to help

Our services supplement your accounting and consulting needs to enable you to better serve your clients.

expand their businesses and secure tax savings. Our tax professionals are continually encouraged to develop advanced tax strategies based on economic substance and sound business purpose to help fulfill client needs.

Our Tax Planning Services include:

Corporate/Federal Taxation

- Cost Segregation
- Credits, Incentives and Site Location
- R&D Credits

State and Local Taxation

- Sales and Use Taxation
- Property Tax

International Taxation

- Inbound Tax Planning
- Outbound Tax Planning
- Expatriate Tax Services
- Transfer Pricing Services

Compensation and Benefits

- Family Wealth Planning
- Pass-through Taxation
- ESOP Services

Financial Advisory and Consulting Services

Our specialized consulting practices deliver value-added services to clients in need due to growth and expansion, commercial disputes, economic hardship or restructuring.

Our Financial Advisory Services include:

- Business Valuation Services (Trenwith Valuation, LLC)
- Corporate Real Estate
- Executive Search

- Fraud Investigation & Recovery Services
- Financial Recovery Services
- Investment Banking Services (Trenwith Securities, LLC)
- Litigation Services

BDO Seidman Business & Technology Alliance

The BDO Seidman Business & Technology Alliance creates, evaluates, implements and supports business and IT solutions that are designed to improve performance. With our broad network of business and technology resources, we bring the right people, technologies and capabilities to each client, helping to reduce risk and maximize growth potential.

Our practice is focused on integrating business strategy with process insights and technology skills to achieve well-defined results. By offering a full suite of services and solutions that leverage proven and emerging technologies, we aim to drive performance improvements throughout the IT function, the enterprise or the entire supply chain. Our strategists, technology leaders and operations professionals know how to reduce costs, improve efficiency and drive technology ROI.

Our Business & Technology Alliance Services include:

- Technology Advisory Services
- Application Software Solutions
- Infrastructure & Security Solutions
- Business Process Improvement
- IT Benchmarking

BridgeMark – Risk Consulting and Advisory Services

BDO Seidman's BridgeMark practice is dedicated to providing Risk Consulting and Advisory Services. As a division of BDO Seidman, LLP, BridgeMark works closely with clients to assist with the management of risk and the achievement of strategic business objectives through proper internal control systems. Our professionals work to provide the value-added risk management capabilities needed to mitigate business risk, support business strategy and continuously improve operational performance.

Our Risk Consulting and Advisory Services include:

- Internal Audit Services
- Technology Risk and Security
- Compliance Services, including Sarbanes-Oxley/404

Services Designed to Add Value

Members of the BDO Seidman Alliance have access to the full capabilities of BDO Seidman, LLP. These services are designed to add value to your firm by supplementing your accounting and consulting needs to enable you to better serve your clients. Through training and collaboration, the BDO Seidman Alliance is committed to helping your firm succeed in providing the best possible resources to your clients.

Industry Specialization

BDO Seidman, LLP possesses a team of dedicated professionals who have extensive backgrounds and experience in specific industry segments. Many of these individuals are recognized externally as specialists within their respective areas. Our professionals speak before trade and industry groups; provide counsel to numerous organizations; serve as officers of many business-oriented entities; and publish articles in trade journals and business publications. Because our professionals are regarded as specialists in their fields, many are quoted frequently in major newspapers and periodicals and are interviewed on local and network news programs.

Through membership in the Alliance, your firm has access to these industry specialists, in addition to modules and methodologies from BDO Seidman's most widely served industry segments. Your firm also has access to other Alliance members who are highly specialized in these, and other, industries. In fact, the Alliance currently has several nationwide industry teams comprised of professionals from BDO Seidman and various Alliance firms.

BDO Seidman, LLP has developed extensive experience in a wide range of industries, including the following:

- Apparel
- Associations
- Construction
- Distribution
- Entertainment/Sports
- Financial Institutions
- Furniture

- Government
- Healthcare
- Hospitality
- Insurance
- Jewelry
- Leasing
- Manufacturing
- Not-for-profit
- Pharmaceutical/Biotechnology
- Real Estate
- Retail/Wholesale
- Technology

The BDO Seidman Client-Driven Approach

BDO Seidman is committed to providing services that reward individualism. This philosophy is reflected in the power and accountability of ownership we instill in our people, and our personal dedication to providing value for our clients. With substantial resources and a dedication to excep-

tional client service, BDO Seidman is instrumental in helping clients of all sizes "grow their business."

- We understand the values, attitudes and characteristics that drive middle-market organizations and define how they do business. And unlike other organizations that are just getting into this market, or the mega firms that are primarily interested in large, multi-national and highly institutional companies, the middle market has been our focus for nearly a century.
- Our experienced professionals possess a depth and breadth of technical, functional and industry skills combined with a general business perspective.
- We're committed to providing the highest level of consultative, personalized service in the industry

with the personal touch of a trusted business advisor. By design, we maintain a high number of partners per staff, allowing each of our clients to benefit from the experience and active involvement of our partners.

- Our services are tailored specifically to the needs of middle-market clients and evolve as their needs change and at every generation of growth.
- Even as we adopt new ideas, practices and technologies, BDO Seidman will never stray from its traditional values. We remain committed to the highest ethical standards, guarding client confidentiality and delivering value.
- As the U.S. member firm of BDO International, BDO Seidman leverages a global network of resources to serve clients worldwide. The BDO Seidman Alliance links your firm to the diverse international services, products and resources needed to retain major clients and capture choice prospects. In each country,

the BDO Member Firm employs professionals who are knowledgeable about national laws and business customs, familiar with local and international business methods, understand the culture and history of the country in which they operate, and have the local contacts that businesses need to succeed.

Your Relationship With Clients

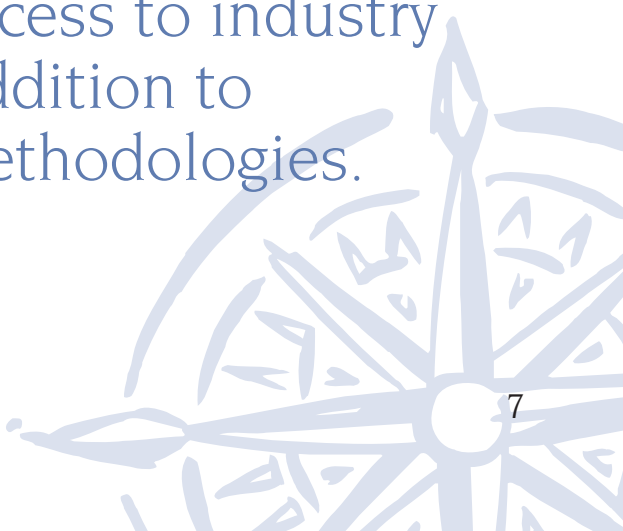
While membership in the Alliance provides you with access to BDO Seidman, LLP professionals and various materials to assist you in your practice, you, as an independent pro-

fessional, will continue to exercise your own judgment and make your own evaluation of any advice given to you in light of the circumstances applicable to your clients. You will make all decisions affecting your clients.

Other Service Opportunities

Interaction with BDO Seidman, LLP offices and other Alliance members will provide opportunities to market your firm's technical and specialized expertise. Furthermore, our organization often requires accounting and consulting services in locations where we are not otherwise represented.

Your firm has access to industry specialists, in addition to modules and methodologies.





We Support...

Your People

As part of the BDO Seidman Alliance, our Human Resources professionals are available to guide you with respect to training, career development, and a range of other personnel matters.

Your Practice

Many of the BDO Seidman, LLP offices are of similar size and share some of the same administrative and operational characteristics of the BDO Seidman Alliance member firms. You will have the opportunity on a confidential basis to compare your policies and procedures with those of other Alliance members as well as similar size BDO Seidman, LLP offices. You may also evaluate your approach and your results related to net fees and various other statistical information, such as cash vs. accrual earnings, yield per hour, productivity percentage by category of personnel, billing to standard percentage and realization vs. utilization.

Your Market

Another advantage to joining the BDO Seidman Alliance is the opportunity to access BDO Seidman LLP's marketing services and materials. We have an extensive selection of printed brochures, guides, reports, manuals, industry newsletters, and other marketing and promotional materials. Through the Alliance network, resources are also available to assist you with special projects, strategic planning, personalized marketing plans, and the development of marketing materials.

Your Transition

When you join the BDO Seidman Alliance, we work to ensure that your transition is smooth and informative. We provide an on-site orientation for your partners and staff, which includes an introduction to the Alliance Portal. During the orientation, you will also be introduced to our online and telephone training sessions for technical accounting and tax issues. In addition, the Alliance staffs a Help Desk that you can call or e-mail with any questions you may have, whether you are looking for different types of experience within BDO Seidman or other Alliance members, or need help accessing resources not available on the Portal. Throughout this process, your firm's success is our priority.

Sign me up!

By paying an annual license fee with no incremental costs, except for the actual usage of materials and consulting services, your firm can join the BDO Seidman Alliance and immediately enhance your service capabilities to clients and prospects.

The respective rights and responsibilities of the Alliance member and BDO Seidman, LLP are more fully described in the License Agreement. The terms of that agreement, and not the summary descriptions in this brochure, will govern. This brochure is qualified in its entirety by reference to the License Agreement, the provisions of which are incorporated herein with the same force and effect as if set out at length.

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