

# Our Advice: Exit Successfully Through Business Debt Elimination

Our interest is in your successful exit.

***YOUR LOGO HERE***

**secondwind**  
CONSULTANTS

## How It Works

When business debt becomes unsupportable or a sale/ Given your current 'debt to value' ratio, we want to help ensure you exit successfully.

Immediately listing your business in its current state is not, in our opinion, your best option.

Based on the information you've provided, the sale price you would likely require to exit successfully can't be supported by the financials.

Listing now would simply cost you valuable time and by result, increased debt. Our interest is in your best interest.

## Good News

You have options. We want you to be aware that a strategic reorganization can:

- ✓ Eliminate your business debt
- ✓ Preserve the underlying value of your business
- ✓ Offer you the optimal exit path
- ✓ Avoid all additional debt, legal messes or bankruptcy

In our experience, when a business is overleveraged, reorganization can offer a clear and streamlined option for capitalizing on the value you've built, while resolving all liabilities.

## Next Step

Because a reorganization may be required for you to exit successfully, the next step is to consult with our partner Second Wind Consultants, who specialize in debt elimination in situations like yours.

This consultation will make you fully aware of all possible options for dealing with your business debt, including but not limited to reorganization.

If you qualify for and choose reorganization, this is generally complete within 45-60 days.

**Contact us today to learn more or to set up a consultation.**



## OUR APPROACH

# Introducing the RISE Program

Our RISE Program (*Reorganization, Insulation, & Strategic Elimination*) offers the rational and ethical alternative to bankruptcy and failure for businesses of any size.

### Small Business

Over the past ten years, Second Wind has reorganized and preserved thousands of distressed businesses through our RISE program.



### Enterprise

RISE Enterprise Solutions offers the most rational path to preserving the value of complex organizations faced with distress—regardless of industry, corporate structure or location.



1

## Reorganize – Through Article 9

Over the past 10 years, Second Wind has adapted and perfected the application of reorganization strategies to businesses of all sizes. We don't believe that only the largest corporations are "too big to fail." The preservation of business value, jobs and economic activity is not only the rational alternative but the ethical one as well.

2

## Insulate

We immediately insulate cash flow, operating accounts, receivables and customers from creditor interference. Stabilizing the business puts control in the hands of owners—not creditors—to define the path moving forward.

3

## Strategize

Every business is different. Whether a small business with outstanding SBA or MCA obligations, or an enterprise level company with complex vendor chains, board of directors and other variables, we create a single, global path to resolution.

4

## Eliminate

The principle is simple: when we preserve business value that would otherwise be lost or destroyed through bankruptcy, all parties can benefit—owners and creditors alike. The RISE Program will eliminate the vast majority of debt, resolve personal guarantees and create a path to corporate turnaround or a successful exit.

## The Article 9 Reorganization

The Article 9 reorganization involves a short-sale of your business assets into a new purchasing entity.

The business operation continues, uninterrupted.

The asset purchase satisfies your senior creditor's valuation of the assets.

All subordinated debt, UCCs, liens and liabilities are removed from the assets in the sale to the new business entity (by statute under UCC Article 9)

All debt remains behind with the old entity, and for which you likely have personal guarantees (PGs)

Based on your ability to continue to earn within the new business entity, we will negotiate your PGs down to affordable losses.

The Article 9 reorganization allows you to protect the business from liquidation, remove unsupportable debt so the business can be financed, preserve the jobs and even maximize benefit to your creditors as an alternative to what they'd recover in liquidation.

# The Ultimate Business Debt Solution

**The Article 9 reorganization:**  
**Eliminate the majority of business debt -**  
without bankruptcy, without new loans,  
without any legal messes or attorneys.

***YOUR LOGO HERE***

**secondwind**  
CONSULTANTS

## How It Works

When business debt becomes unsupportable or a sale/exit has become impossible, reorganization under Article 9 can separate debt from the underlying business operation.

Your business's value and operations will be preserved within a new, debt-free entity which will be both viable and financeable moving forward.

The debt-removal is achieved through Article 9 of the Uniform Commercial Code, which provides for a short-sale of your operational business assets into a new purchasing entity, while removing all subordinate liens and liabilities from those assets.

Ownership must necessarily change hands through this asset sale and debt-removal; however, you as the previous owner may still serve as President, CEO, or in any other capacity while earning in the form of an employment, earn out, or consultancy. In this way, your financial goals, including resolution of personal guaranties, can be met.

After the resolution of all personal guaranty settlements, a previous owner is eligible to earn re-entry into an ownership stake in the new company, if that is the goal. Please note, Second Wind is NOT a "debt-relief" company.

Second Wind is a business consultancy focused on business reorganizations that create a win/win for you, your business and your creditors without bankruptcy, lawyers or legal messes.

## Learn more.

Upon request we will schedule a fact-finding call with a Second Wind specialist.

During this call, you will learn how a business reorganization can:

- ✓ Immediately relieve your cash-flow of debt service
- ✓ Eliminate the majority of debt
- ✓ Resolve personal guarantees
- ✓ Reposition your business for financing and future success

## Ask us how to get started!



## OUR APPROACH

# Introducing the RISE Program

Our RISE Program (*Reorganization, Insulation, & Strategic Elimination*) offers the rational and ethical alternative to bankruptcy and failure for businesses of any size.

### Small Business

Over the past ten years, Second Wind has reorganized and preserved thousands of distressed businesses through our RISE program.



### Enterprise

RISE Enterprise Solutions offers the most rational path to preserving the value of complex organizations faced with distress—regardless of industry, corporate structure or location.



1

## Reorganize – Through Article 9

Over the past 10 years, Second Wind has adapted and perfected the application of reorganization strategies to businesses of all sizes. We don't believe that only the largest corporations are "too big to fail." The preservation of business value, jobs and economic activity is not only the rational alternative but the ethical one as well.

2

## Insulate

We immediately insulate cash flow, operating accounts, receivables and customers from creditor interference. Stabilizing the business puts control in the hands of owners—not creditors—to define the path moving forward.

3

## Strategize

Every business is different. Whether a small business with outstanding SBA or MCA obligations, or an enterprise level company with complex vendor chains, board of directors and other variables, we create a single, global path to resolution.

4

## Eliminate

The principle is simple: when we preserve business value that would otherwise be lost or destroyed through bankruptcy, all parties can benefit—owners and creditors alike. The RISE Program will eliminate the vast majority of debt, resolve personal guarantees and create a path to corporate turnaround or a successful exit.

## The Article 9 Reorganization

The Article 9 reorganization involves a short-sale of your business assets into a new purchasing entity.

The business operation continues, uninterrupted.

The asset purchase satisfies your senior creditor's valuation of the assets.

All subordinated debt, UCCs, liens and liabilities are removed from the assets in the sale to the new business entity (by statute under UCC Article 9)

All debt remains behind with the old entity, and for which you likely have personal guarantees (PGs)

Based on your ability to continue to earn within the new business entity, we will negotiate your PGs down to affordable losses.

The Article 9 reorganization allows you to protect the business from liquidation, remove unsupportable debt so the business can be financed, preserve the jobs and even maximize benefit to your creditors as an alternative to what they'd recover in liquidation.