

# Business Debt? You Can Exit Successfully - Through Business Debt Elimination.

When a business has too much debt, owners often think they can't exit the business successfully - but the truth is, they can.

**secondwind**  
CONSULTANTS

## **The law that protects your business's value- by eliminating unsupportable debt.**

There is an excellent option in these situations that will remove debt from your business and allow you to achieve your financial goals.

The Uniform Commercial Code or "UCC" is the set of laws that governs commercial transactions across all fifty states. Within the UCC is "Article 9", which provides for a sale of business assets that removes all subordinate debt from a business operation in order to protect the interests of your senior creditor or bank.

UCC Article 9 not only protects the interests of your bank, but by separating your business operation from the underlying debt, this sale allows the full value of your business to be transferred to a purchaser - without that purchaser inheriting your liabilities.

## **Exit with the value you've created.**

When a traditional sale/exit has become impossible, a business reorganization under Article 9 separates debt from the underlying business operation so you can capitalize on the value you've created - and exit successfully.

## **No lawyers. No legal messes.**

The Article 9 reorganization has nothing to do with bankruptcy or the legal system. There are no lawyers involved in the process. Instead, all transactions are

private-party between you, your bank and a third party purchaser.

## **Take the next step:**

If you thought you couldn't make an exit or meet your financial goals because of debt, the Article 9 reorganization may provide just the answer you're looking for.

The next step is to consult with our partner Second Wind Consultants, who specialize in debt elimination via Article 9 to create successful exits for owners. 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 reorganization under UCC Article 9, this is generally complete within 45-60 days.

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.

**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.