Jeff Marwil, Ocean Boulevard Strategic Advisors

M: (312) 543-2303

E: jmarwil@oceanbsa.com

Jeff Marwil is an AmLaw 50 alumnus with more than 37 years of experience leading companies and their fiduciaries on matters of creating and applying best practices in corporate governance and the development and implementation of strategies that maximize business and legal value. He has experience and insight in providing objective advice as an independent consultant or fiduciary to companies in distress.

Specifically, he provides independent and objective strategic balance sheet and high level operational advice to companies facing short term debt maturities, liquidity concerns and challenging lender communications/negotiations. He advises private equity stakeholders, senior management and boards in establishing operational and governance protocols and setting up reporting and related infrastructure to identify and streamline short and long term options and strategies, including communications and negotiations with constituent lenders, vendors, customers, regulators, employees and other parties. Jeff will also provide input and recommendations with respect to whether/when to engage properly experienced and cost effective outside advisors and professionals (including, lawyers, financial advisors and communication specialists) to assist in achieving strategic objectives. In addition, he provides independent governance support and objective decision making for company boards, adding to the boards' credibility with lenders and other parties in interest.

In connection therewith, Jeff:

-Recently completed service as an independent director for an oil and gas services company, where he was charged with evaluating sale options for the Company and making a recommendation to the rest of the Board on the best option. The Company, a Delaware corporation, sold it's operating subsidiaries and then filed a Certificate of Dissolution with the Delaware Secretary of State. He now serves as the "Dissolution Director" during the 3 year statutorily mandated waiting period before the Dissolution becomes final.

-Recently was appointed as the sole (independent) Manager for a chain of restaurants in the Pacific Northwest to oversee operations and lead a turnaround of operations and a restructuring of chain's balance sheet.

In addition, he has represented and separately served as the independent fiduciary in several matters and cases over his career, including:

- Served as lead advisor and counsel to the operating subsidiary of Energy Future
  Holdings Corp, where he guided the independent directors in negotiating a complex
  settlement with conflicted and competing affiliates;
- Served as the sole fiduciary for the Bayou Group of Hedge Funds where he developed and implemented a complex (pre-Madoff) "clawback" litigation and ultimate settlement strategy;
- Served as the Chapter 11 trustee for an operating life settlements business where he
  effectively liquidated the company's assets through a series of asset sales and made
  distributions to allegedly defrauded investors;

- Served as a Federal District Court appointed Receiver for a group of diverse businesses where he successfully sold assets and businesses with the consent and support of prior (initially antagonistic) management.
- Served as lead counsel to a myriad of boards and companies in workouts, restructurings and chapter 11 cases, where he developed, negotiated and implemented balance sheet and operational restructurings, providing best-practice corporate governance advice with a sophisticated and experienced understanding of the Business Judgment Rule.

Mr. Marwil is an influential communicator who collaborates with and gains consensus among stakeholders. He has a deep capacity for managing complex businesses and transactions, as well as successfully navigating corporate governance issues and disputes. He has a passion for identifying and solving complex business, financial and capital structure issues, laser focused on the best business solutions for the situation in an effort to maximize value. His business acumen, communications style and past accomplishments lend well to his acting as an independent advisor or director and to provide senior management and/or a board with the leadership and skill set necessary to build the business and create value for stakeholders.