

Experience, Partnership, Professionalism, Integrity

Building Companies With Prospect Partners, LLC



Prospect Partners, LLC

Private Equity Expertise. Small Company Focus.

Why Prospect Partners?

We believe that our approach, experience, and relationships set us apart in serving the financing and business development needs of the smaller business owner. Here are some reasons why:

We have been investing for a long time. Our founding principals have been backing small-company management teams for more than 25 years, long before they started our firm.

We live and breathe small companies. Since 1998, we have raised three institutionally-supported private equity funds, each focused solely on investing in small niche leaders.

We have done a lot of deals. Prospect Partners has become the nation's most active small-company private equity investor, having completed more than 80 investments since 1998. Our extensive transactional experience means we have seen and handled just about every situation.

We work hard to build lasting relationships. Trust is essential to investment success. In everything we do, we strive to conduct ourselves with the highest degree of professionalism and integrity.

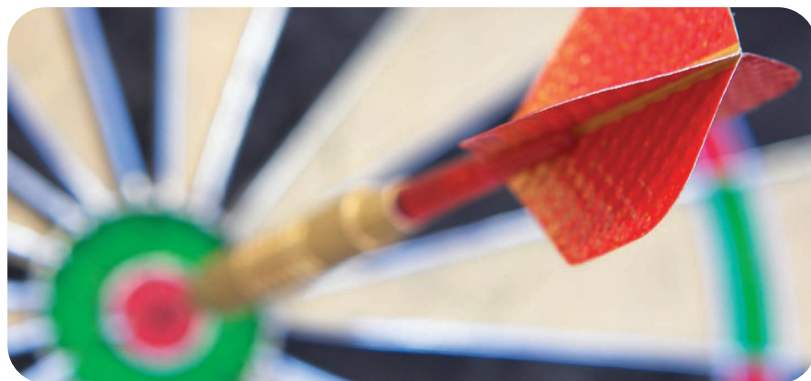
We see the forest through the trees. We like looking at complex deal-structuring situations and quirky or unusual opportunities other firms may avoid.

We can close. Benefits of our significant capital coupled with our many long-standing lender relationships allow us to complete transactions even in tough market climates.

We believe in partnership. We back companies led by strong management teams, which continue to run the business and drive its success.

We focus on shareholder value. We invest for the long term, and thus seek to maximize company values over time.

We have strong references. We offer a long history of profitable partnerships with business owners. Our best success indicators are those who have chosen Prospect Partners to help grow their companies. We encourage you to talk to them.



Prospect Partners, LLC The Small Company Specialist

Prospect Partners is a leading private equity firm investing in smaller lower-middle-market companies.

Since our inception in 1998, we have maintained the same investment focus: management-led leveraged recapitalizations and buyouts of small niche leaders that generate revenues typically under \$75 million.

In that time, we have invested nationwide in more than 80 companies in over 50 niche industry segments in diverse manufacturing, distribution, and specialty service markets. Put simply: We invest in unique leaders we believe are well-positioned to grow into larger companies over time.

The depth and breadth of our portfolio reveals more than just our active, opportunistic investment approach. It also shows why intermediaries, management teams, independent equity sponsors, and transaction service providers choose to work with us time and again: We are highly capable investors whose philosophy is rooted in partnership, ethics, and a genuine love of the dynamic, and often complicated, world of small companies.

Prospect Partners manages \$470 million across three committed private equity funds. We are currently investing our third fund, the \$200 million Prospect Partners III L.P., backed by a premier group that includes some of the most respected institutional investors in the United States.

Prospect Partners is based in Chicago, Ill., with an office in Menlo Park, Calif.

We invite you to read on to learn more about our background, investment approach, portfolio, and investment team.



Education Futures Group, LLC
Post-secondary vocational schools



Navix Holdings Corp.
Diagnostic imaging



Linkage Holdings Corp.
Organizational development/HR training



ESI Lighting, Inc.
Energy-efficient lighting systems/distribution

Transactions We Seek: Management-Led Leveraged Recapitalizations and Buyouts

Prospect Partners focuses on management-led leveraged recapitalizations and buyouts, partnering with management teams and backing independent equity sponsors and outside operating executives to buy a business, as described below.

Management-led recapitalizations: Leveraged recapitalizations are attractive for many successful owners who are excited about their company’s prospects yet seek outside financial and strategic resources to help them achieve various business and/or personal goals. Prospect Partners backs strong management teams that want to continue to run their business with a significant minority equity stake in the restructured company.

Management-led buyouts (MBOs): We support outside veteran management teams as well as independent equity sponsors and operating executives who seek an experienced, well-capitalized equity partner to help them acquire and grow a company. Situations we have backed include:

Corporate orphans: In some situations, a company’s growth may be stagnated by a lack of focus or inadequate support from current ownership, otherwise known as “corporate orphan” syndrome. In this scenario, we partner with an outside management team to buy the orphan from its passive owner, typically a large corporation.

Transitional sales: In situations in which the owner wants to transfer the business to the next generation of family members or management, we work closely to complete a buyout that meets the seller’s needs while providing opportunities for the next generation to build on his or her success, and to share in the company’s growth.

Undermanaged companies: Profitable companies with a defensible market niche and a strong asset base may underperform their earnings potential due to sub-optimal management or ownership circumstances. In these cases, we seek to improve the efficiency and profits of these firms by working and investing with revitalized management.

Prospect Partners is committed to working with management to tailor individual strategies for the development of strong, successful companies. Strategies may include investing in: industry consolidations through subsequent acquisitions of well-managed, complementary companies; organic growth; and geographic, product, and/or channel expansion.

Industry Interests

Prospect Partners invests in many different kinds of companies in diverse niche manufacturing, distribution, and specialty service markets.

Transaction Type *(select examples of completed transactions)*

| Niche Industry | Recapitalizations | Corporate Orphan (MBO) | Transitional Sale (MBO) |
|---|---|---|---|
| Manufacturing <i>(all segments)</i> | <ul style="list-style-type: none"> • Packaging* • Personal care • Food serving disposables* • Building products | | <ul style="list-style-type: none"> • Specialty food • Mobile storage systems* • Outdoor electronics • Auto/truck accessories* • Plastic parts/assemblies |
| Distribution <i>(all segments)</i> | <ul style="list-style-type: none"> • Foodservice, public schools • Energy-efficient lighting • Office furniture | <ul style="list-style-type: none"> • Vehicular lighting | |
| Specialty Service <i>Consumer</i> | <ul style="list-style-type: none"> • Post-secondary vocational schools • Home improvement | <ul style="list-style-type: none"> • Utility warranties* | <ul style="list-style-type: none"> • Post-secondary vocational schools* |
| <i>Business</i> | <ul style="list-style-type: none"> • Corporate/HR training • Publishing | | |
| <i>Healthcare</i> | <ul style="list-style-type: none"> • Medical billing • Diagnostic imaging • Diabetes-care products | <ul style="list-style-type: none"> • Behavioral health | |
| <i>Industrial</i> | <ul style="list-style-type: none"> • Fire protection* | <ul style="list-style-type: none"> • Lifting equipment rental* | |

*Backed outside operating executive in the transaction



Tender Products, Inc.
Outdoor personal care products/distribution



Gold Star Food Service, Inc.
Value-added distribution/food distribution



Kronos Foods, Inc.
Mediterranean food products/distribution



Utility Service Partners, Inc.
Utility warranties

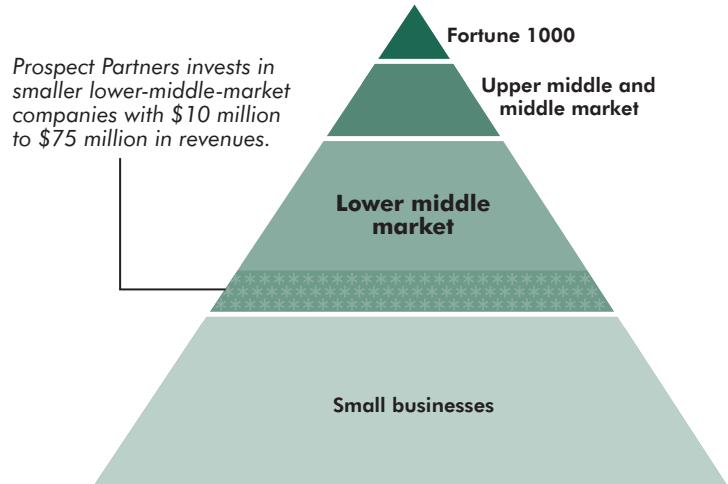


Our Opportunistic Approach

In identifying the best prospects for our portfolio, Prospect Partners adheres to an acquisition strategy that is active, focused, and rigorous. As an opportunity-driven buyer, we continually seek new investment opportunities. Identifying candidates for our portfolio involves careful assessment of each company for its future potential. Ultimately, our investment process is highly disciplined, and includes a thoughtful and thorough due diligence process.

There are Millions of Potential Targets in the U.S.

Market Segments, by Revenues (in millions of dollars)



"I knew the founders of this firm before there was a Prospect Partners. The talent of the prospective partners showed exceptional promise.

Today, the Prospect Partners team embodies the synergy of intelligence, common sense, drive, and integrity that defines the best in this field.

I sit on the Advisory Board of Prospect Partners in order to provide insight, but also to be part of a successful enterprise. I invest my time and capital where I know there's a strong foundation and exceptional potential."

Bruce V. Rauner, Advisory Board Member, Principal and former Chairman of GTCR
 (Private equity firm GTCR has invested more than \$8.5 billion in over 200 companies)

Our Investment Criteria

In the end, our platform companies, while diverse, share some common criteria:

- They are based in the United States;
- They are leaders, or potential leaders, of a niche market, occupying a strong and defensible position within it;
- They are profitable and poised for continued growth;
- They are led by a strong management team; and
- They generate revenues typically between \$10 million and \$75 million and EBITDA up to \$8 million. (Add-on acquisitions for current platform companies typically generate at least \$2 million in revenues.)

We invest \$2 million to \$25 million in management-led leveraged acquisitions, and make follow-on investments to support additional acquisitions and/or the internal growth and health of the companies in our portfolio.



Marina Medical Billing Service, Inc.
Medical billing



Remuda Ranch Company
Behavioral health



Office Resources Holding Company
Office furniture distribution



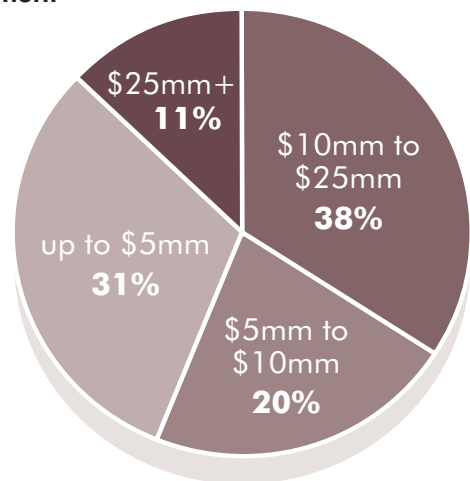
SurePoint Medical, LLC
Diabetes-care products

Our Portfolio: Small Niche Leaders

Prospect Partners invests in small niche leaders – unique, growth-ready businesses we believe have the opportunity to become mid-sized companies. Toward that end, we consider platform and add-on opportunities in a broad spectrum of niche manufacturing, distribution, and specialty service markets.

We Invest in Smaller Companies...

Companies in Our Portfolio, by Revenue at Time of Investment



(Data through September, 2011)

We invest opportunistically in small companies at many revenue levels. Overall, the revenues of our platform companies average about \$22 million at the time of our investment. The revenues of our add-on companies average about \$6 million.

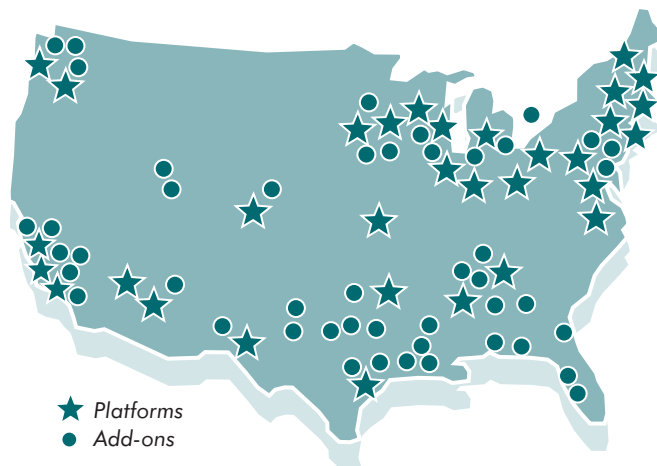
"I know my business. I had been in business 15 years, and I knew our company was in a position to go to the next level... Prospect Partners helped us surpass even my own expectations – we grew faster than I thought possible."

James Hutton, COO*, Education Corporation of America
(Operator of leading post-secondary vocational schools)

*Position during time of Prospect Partners' investment

...Throughout the United States

Locations of Platforms and Add-Ons



★ Platforms
● Add-ons

(Data through September, 2011)

From big cities to little-known towns, our interests have been nationwide.

- | | | |
|----------------------|---------------------|--------------------|
| Alpharetta, GA | Ferndale, NY | Mobile, AL |
| Amarillo, TX | Fresno, CA | Mulberry, FL |
| Andover, MA | Greeley, CO | Muskogee, OK |
| Austin, TX | Herndon, VA | New Berlin, WI |
| Bakersfield, CA | Huntsville, AL | Newport Beach, CA |
| Baton Rouge, LA | Hurst, TX | New York, NY |
| Beaumont, TX | Indianapolis, IN | Orange, CA |
| Birmingham, AL (2) | Itasca, IL | Pensacola, FL |
| Bloomington, MN | Jackson, MS | Phoenix, AZ (2) |
| Boston, MA | Jacksonville, FL | Port Iberia, LA |
| Brazoria, TX | Knoxville, TN | Rockland, MA |
| Burbank, CA | Lafayette, LA | Salt Lake City, UT |
| Burlington, MA | Largo, FL | St. Cloud, MN |
| Cedar Rapids, IA (2) | Las Cruces, NM | St. Paul, MN (2) |
| Centralia, WA | LaVergne, TN | Tacoma, WA |
| Cerritos, CA | Lawrence, KS | Taunton, MA |
| Chicago, IL (4) | Levittown, PA | Tempe, AZ |
| Clearfield, UT | Littleton, NH | Twinsburg, OH |
| Cleveland, OH | London, Ontario | Vonore, TN |
| Compton, CA | Longview, TX | Walker, MI |
| Dallas, TX | Los Angeles, CA (2) | Washington, PA |
| Denver, CO (2) | Loudon, TN | Wenatchee, WA |
| Duncan, OK | Lubbock, TX | Wickenburg, AZ |
| El Paso, TX (2) | Lyons, IL | Woodinville, WA |
| Elkhart, IN | Menomonee Falls, WI | Woodside, NY |
| Farmington Hills, MI | Minnetonka, MN | Yakima, WA |



Delta Industrial Services, LLC
Lifting equipment rental



Optronics Products, Inc.
Vehicular lighting



Wrap Pack Products Corporation
Fruit/vegetable packaging



First Texas Products, Inc.
Outdoor consumer electronics



Relationships: The Backbone of Our Business

Throughout the process of developing, structuring and closing transactions, Prospect Partners works closely with management teams, financial intermediaries, independent equity sponsors, and operating executives. The majority of our investments have come as a result of an introduction made by a third party.

Working with Management Teams

Our platform companies are springboards of potential. We work with management to help build stronger, more valuable companies based on a shared long-term vision for success. Toward that end, we provide financial and strategic counsel at the Board-of-Directors level to help management:

- Develop strategy;
- Identify and negotiate acquisitions;
- Finance growth and systems development;
- Recruit additional management resources; and
- Maximize shareholder value.

We have worked in situations in which growth has happened very quickly, as well as in circumstances that have demanded patience in helping management achieve sound objectives. In all situations, we strive to remain strongly supportive and maintain a long-term, objective perspective.

Working with Intermediaries

We value our relationships with financial intermediaries, and strive to respond to all opportunities professionally and in a timely manner.

We are pleased to enter into blanket Lehman-Scale fee agreements with intermediaries or will pay buyers' fees as appropriate on a deal-by-deal basis. We also are open to paying intermediaries in a combination of cash and equity securities on a deal-by-deal basis.

In order to register as an active Prospect Partners' intermediary and to receive regular firm updates, please visit www.prospect-partners.com or call us at 312.782.7400.

Working with Independent Equity Sponsors and Operating Executives

Developing co-investing relationships with independent equity sponsors and operating executives has always played a key role in helping us complete acquisitions and build platform companies. In fact, we have completed more than 20 transactions partnering with outside investors.

Because our founding principals spent years as independent equity sponsors, we have a special appreciation for the highly valuable role this group offers both in identifying opportunities and in creating value after closing via their expertise, operational skills, and continued involvement.

Intermediaries seeking to close a transaction with an outside investor can benefit greatly by introducing us to the process. We react quickly, decisively, and confidentially, respecting all parties' interests.

"During our five-year relationship, Prospect Partners lived up to its name, 'partners,' and its reputation of complete integrity. Prospect's investment and Board-level leadership brought to us financial strength, wisdom, and knowledge that dramatically enhanced the value of our company, far beyond anything we could have ever imagined."

Ward Keller, Founder and CEO*, Remuda Ranch Company

(Provider of behavioral treatment services for eating disorders)

*Position during time of Prospect Partners' investment

"Prospect Partners brings a really unique approach to closing deals, especially difficult ones. In situations where many financial groups would throw in the towel and move on to another deal, Prospect Partners perseveres. That's why Prospect is #1 on our speed-dial list."

Jack Canty, Partner, Genesis Investment Group, LTD.

(Investment banking firm)

"It's hard to find the right professional and personal partnership. Prospect Partners has a wealth of experience buying and running companies and is absolutely committed to staying the course for the time it takes to create additional value. Moreover, these veterans are great people to work with. Building enduring relationships is a big part of success."

Kevin Rodgers, Independent Equity Sponsor and CEO*, Delta Industrial Services, LLC

(Provider of lifting equipment rental services)

*Position during time of Prospect Partners' investment

Meet Our Investment Team



Maneesh K. Chawla
Principal

Maneesh Chawla joined Prospect Partners in 2000 and became a Principal of the firm in 2004.

Before that, Mr. Chawla held both investment banking and mergers-and-acquisitions positions at Credit Suisse First Boston Corporation. At Prospect Partners, Mr. Chawla is Chairman of companies that include: Codel Holding Company; Linkage Holdings Corp.; and Navix Holdings Corp. He also serves as a Director of Education Futures

Group, LLC, and Office Resources, Inc. He previously served as a Director of former holdings Billiard Brands, Inc., Education Corporation of America, Utility Service Partners, Inc., and Weaver Holding Company.

Mr. Chawla graduated magna cum laude from The Wharton School, University of Pennsylvania, where he earned a B.S. He received an MBA from Harvard Business School.



Louis W. Kenter
Founding Principal

Prior to co-founding Prospect Partners in 1998, Lou Kenter was the Principal of Kenter and Co., a lower-middle-market buyout firm. Earlier, he held positions at Marquette Venture Partners, as well as at McKinsey & Company and Skidmore, Owings, and Merrill.

At Prospect Partners, Mr. Kenter is Chairman of companies that include: Education Futures Group, LLC; GameMark Products, Inc.; Prospect Pools Group, LLC; SurePoint Holdings, LLC; and Summit Fire Protection Co. He is also a Director of

Linkage Holdings Corp. and Navix Holdings Corp. Mr. Kenter also served as Chairman of former holdings CoAMS Holdings, Inc., Delta Industrial Services, LLC, Education Corporation of America, Studio Equipment Services, LLC, and Weaver Holding Company. He was also a Director of Utility Service Partners, Inc. and V⁴ Group, Inc. Mr. Kenter's outside board positions include a chairmanship of John Boos & Company.

Mr. Kenter earned a B.S. from the University of Illinois and an MBA from the University of Chicago Booth School of Business.



Erik E. Maurer
Principal

Erik Maurer joined Prospect Partners in 1998 and became a Principal of the firm in 2000. He is based in the firm's office in Menlo Park, Calif.

Before joining Prospect Partners, Mr. Maurer worked as a Commercial Banking Officer at Northern Trust Company. At Prospect Partners, Mr. Maurer is Chairman of companies that include: Gold Star Food Service, Inc.; Pipp Mobile Storage Systems Holding Company; and Superior Tool Holding

Company. He also is a Director of Velvac Holdings, Inc. Mr. Maurer previously served as a Director of former holdings CoAMS Holdings, Inc., First Texas Products, Inc., Optronics Products, Inc., PAC Holding Company, Wrap Pack Products Corporation, and V⁴ Group, Inc.

Mr. Maurer earned a B.A. from Stanford University and an MBA from Northwestern University's Kellogg School of Management.



Richard C. Tuttle
Founding Principal

Prior to co-founding Prospect Partners in 1998, Rick Tuttle was Executive Vice President of Corporate Development for Health Care & Retirement Corp. (now Manor Care, Inc.), a \$4 billion healthcare services company. Before that, he was a Principal of private equity firm Golder, Thoma & Cressey (now GTCR). Earlier, Mr. Tuttle held managerial roles at McKinsey & Company and at a subsidiary of Occidental Petroleum.

At Prospect Partners, Mr. Tuttle serves as Chairman of companies that include: ESI Lighting, Inc.; Office Resources, Inc.; Polymer Holding Corporation; Tender Products, Inc.;

Velvac Holdings, Inc.; and WDP Holdings Corp. He also is a Director of Pipp Mobile Storage Systems Holding Company. Mr. Tuttle previously served as Chairman of former holdings Excello Products, LLC, Marina Medical Billing Service, Inc., Optronics Products, Inc., Remuda Ranch Company, and Utility Service Partners, Inc. Mr. Tuttle's outside board positions include a directorship of Hyatt Hotels Corp.

Mr. Tuttle received a B.A. from Stanford University and an MBA from Stanford University's Stanford Graduate School of Business.



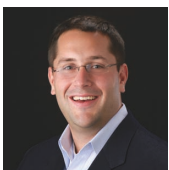
Phillip M. Brennan
Vice President

Phil Brennan is a Vice President of Prospect Partners.

Earlier, he was also an Associate of the firm. Before that, Mr. Brennan was an Analyst at the investment banking firm J.P. Morgan Securities, LLC, in Chicago. Prior to that, he worked as a Corporate Planning Analyst for JPMorgan Chase & Co., also in Chicago. At Prospect Partners, Mr. Brennan is a

Director of companies that include Linkage Holdings Corp. and Pipp Mobile Storage Systems Holding Company.

Mr. Brennan graduated summa cum laude from The University of Notre Dame, where he earned a B.B.A. He also received an MBA from Northwestern University's Kellogg School of Management.



Brett P. Holcomb
Vice President

Brett Holcomb is a Vice President of Prospect Partners.

Before joining the firm, Mr. Holcomb was an Associate at the private equity firm American Capital, LTD., in Chicago. Earlier, he was an Analyst at Bear Stearns & Co., Inc., also in Chicago. At Prospect Partners, Mr. Holcomb serves as a Director of companies that include Codel Holding Company,

ESI Lighting, Inc., Knight Packaging Group, Inc., Navix Holdings Corp., Spirit Foodservice Products, Inc., and WDP Holdings Corp.

Mr. Holcomb earned a B.A. from Kenyon College, and an MBA, with distinction, from Northwestern University's Kellogg School of Management.



Bradley C. O'Dell
Vice President

Brad O'Dell is a Vice President of Prospect Partners.

Before joining the firm, Mr. O'Dell was a Vice President at Silver Oak Services Partners, an Evanston, Ill.-based lower-middle-market private equity firm. Earlier, he was an Associate at the private equity firm Willis Stein & Partners in Chicago. He also worked as an Analyst at the investment banking firm Harris Williams & Co., in Richmond, Va. At

Prospect Partners, Mr. O'Dell serves as a Director of companies that include Kronos Foods, Inc., Gold Star Food Service, Inc., Summit Fire Protection Co., SurePoint Holdings, LLC, and Tender Products, Inc.

Mr. O'Dell earned a B.S. from the University of Richmond and an MBA from Northwestern University's Kellogg School of Management.



Our Partners

Prospect Partners is supported by a premier group of institutional investors, including renowned financial institutions, pension funds, and fund-of-funds, as well as a Fund Advisory Board that includes individual investors and the representatives of our major Limited Partners:

Goldman Sachs & Co.
J.P. Morgan Asset Management
Performance Equity Management, LLC
University of Notre Dame
Northern Trust Corporation
Commonfund Capital
RCP Advisors, LLC

"Throughout my career, I have worked with other private equity groups and have met with more than 100 of them... Prospect Partners is just a breath of fresh air. These people are really good partners and understand that it takes a team – not just one person – to win in today's marketplace. They are true team players: upfront, honest, excited about our business and committed to being a market leader."

W. Greg Bland, CEO*, Optronics Inc.
(Provider of outdoor and automotive lighting products)

*Position during time of Prospect Partners' investment

Put Our Experience to Work For You

Growth is a continuous, and often patient, process of investment. It is the building of people, companies, assets, and knowledge. We look forward to working as partners with our investors, our intermediaries, and our business owners and their management teams to build successful companies and exceptional investments over the long term.

We look forward to working with you.

If you know about a small-company opportunity, please call us today at 312.782.7400, visit us online at www.prospect-partners.com, or contact a member of our investment team:

Principals

| | |
|--------------------------|--|
| Maneesh K. Chawla | mchawla@prospect-partners.com |
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| Erik E. Maurer | emaurer@prospect-partners.com |
| Richard C. Tuttle | rtuttle@prospect-partners.com |

Vice Presidents

| | |
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| Brett P. Holcomb | bholcomb@prospect-partners.com |
| Bradley C. O'Dell | bodell@prospect-partners.com |