

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

IN RE:

Chapter 11

**HAYES LEMMERZ INTERNATIONAL,  
INC., et al.,**

Case No: 01-11490 (MFW)

Jointly Administered

Debtors.

---

**REPORT BY JA&A SERVICES, LLC  
OF COMPENSATION EARNED AND EXPENSES  
INCURRED FOR THE PERIOD OF  
DECEMBER 5, 2001 TO FEBRUARY 28, 2002**

Notice is hereby given that JA&A Services, LLC (“JAS”), has filed a report of compensation earned and expenses incurred for the period of December 5, 2001 through February 28, 2002, pursuant to paragraph 2 of the Order Pursuant to 11 U.S.C. Section 105(a) and 331 establishing procedures for interim compensation and reimbursement of expenses of professionals signed March 13, 2002.

You are required to file an objection, if any, on or before 4:00pm on Monday, May 6, 2002. A HEARING WILL BE HELD, only if an objection is timely filed and served, before the Honorable Mary F. Walrath, U.S. Bankruptcy Judge, U.S. Bankruptcy Court, 824 N. Market Street, Wilmington, Delaware 19801, at a date and time to be scheduled by the Court.

Dated: April 15, 2002

JA&A SERVICES, LLC

By: /s/ Kenneth A. Hiltz, Principal

Kenneth A. Hiltz, Principal  
JA&A Services, LLC  
2000 Town Center, Ste 2400  
Southfield, MI 48075  
(248) 358-4420

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

IN RE:

Chapter 11

**HAYES LEMMERZ INTERNATIONAL,  
INC., et al.,**

Case No: 01-11490 (MFW)

Jointly Administered

Debtors.

---

**REPORT BY JA&A SERVICES, LLC  
OF COMPENSATION EARNED AND EXPENSES  
INCURRED FOR THE PERIOD OF  
DECEMBER 5, 2001 THROUGH FEBRUARY 28, 2002**

Exhibit A – Summary of Professionals and Fees

Exhibit B – Summary of Expenses

Exhibit C – Summary of Services

Exhibit D – Resumes

Exhibit E – Detailed Time Entries for the period December 5, 2001 through February 28, 2002 (filed with the Court and served upon the Office of the U.S. Trustee. Available for review upon request by other parties.)

Dated: April 15, 2002

JA&A SERVICES, LLC

By: /s/ Kenneth A. Hiltz, Principal

Kenneth A. Hiltz, Principal  
JA&A Services, LLC  
2000 Town Center, Ste 2400  
Southfield, MI 48075  
(248) 358-4420

**JA&A Services, LLC**  
**Summary of Compensation Earned and Expenses Incurred**  
**Hayes Lemmerz International, Inc.**  
**December 5, 2001 through February 28, 2002**

<b>Period</b>	<b>Fees</b>	<b>Expenses</b>	<b>Total</b>
December 5, 2001 to December 31, 2001	\$ 407,359.75	\$ 36,720.84	\$ 444,080.59
January 1, 2002 to January 31, 2002	\$ 916,599.50	\$ 55,594.35	\$ 972,193.85
February 1, 2002 to February 28, 2002	\$ 663,597.00	\$ 62,808.27	\$ 726,405.27
Total Incurred	\$ 1,987,556.25	\$ 155,123.46	\$ 2,142,679.71
Less: 50% Travel	\$ (85,301.00)	\$ -	\$ (85,301.00)
Total Invoiced	\$ 1,902,255.25	\$ 155,123.46	\$ 2,057,378.71
Less: Retainer Applied	\$ (272,711.48)	\$ -	\$ (272,711.48)
Total Cash Received	\$ 1,629,543.77	\$ 155,123.46	\$ 1,784,667.23

**Exhibit A**

JA&A Services, LLC  
 Summary of Professionals and Fees – Hayes Lemmerz International, Inc., et. al.  
December 5, 2001 through February 28, 2002

<b>Temporary Employees – Individuals with Executive Officer Positions</b>							
Name of Professional	Description of Function	Hourly Rate	Hours Billed				Total Compensation
			Dec-5 2001 to Dec-31 2001	Jan-2002	Feb-2002	Total	
Hiltz, Kenneth A.	Chief Financial Officer/Chief Restructuring Officer	\$570.00	140.70	-	-	140.70	\$ 80,199.00
Hiltz, Kenneth A.	Chief Financial Officer/Chief Restructuring Officer	\$590.00	-	230.50	156.00	386.50	\$ 228,035.00
Cohen, Herbert S.	Chief Accounting Officer	\$450.00	160.20	-	-	160.20	\$ 72,090.00
Cohen, Herbert S.	Chief Accounting Officer	\$470.00	-	243.60	163.40	407.00	\$ 191,290.00
			300.90	474.10	319.40	1,094.40	\$ 571,614.00

**Exhibit A**

JA&A Services, LLC  
 Summary of Professionals and Fees – Hayes Lemmerz International, Inc., et. al.  
December 5, 2001 through February 28, 2002

<b>Additional Temporary Employees – Full Time</b>							
Name of Professional	Description of Function	Hourly Rate	Hours Billed				Total Compensation
			Dec-5 2001 to Dec-31 2001	Jan-2002	Feb-2002	Total	
Gring, Clayton G.	Case Administration Support	\$150.00	140.40	-	-	140.40	\$ 21,060.00
Gring, Clayton G.	Case Administration Support	\$165.00	-	311.50	209.20	520.70	\$ 85,915.50
Bauer, Kortney R.	Case Administration Support	\$175.00	90.10	152.90	120.30	363.30	\$ 63,577.50
Bienias, Ronald J.	Treasury Support	\$220.00	169.10	-	-	169.10	\$ 37,202.00
Bienias, Ronald J.	Treasury Support	\$235.00	-	290.40	162.80	453.20	\$ 106,502.00
Hook, Kerri	Case Administration Support	\$300.00	-	161.90	35.10	197.00	\$ 59,100.00
Porter, Brian K.	Case Administration Management	\$285.00	134.00	-	-	134.00	\$ 38,190.00
Porter, Brian K.	Case Administration Management	\$300.00	-	288.20	202.10	490.30	\$ 147,090.00
Tarry, Pilar	Treasury Management	\$350.00	155.20	-	-	155.20	\$ 54,320.00
Tarry, Pilar	Treasury Management	\$370.00	-	229.50	162.70	392.20	\$ 145,114.00
Folse, Barry	Case Administration Management	\$285.00	130.85	-	-	130.85	\$ 37,292.25
Folse, Barry	Case Administration Management	\$400.00	-	285.20	188.35	473.55	\$ 189,420.00
Basler, Carrienne	Business Plan Development	\$420.00	-	179.70	177.00	356.70	\$ 149,814.00
			819.65	1,899.30	1,257.55	3,976.50	\$ 1,134,597.25

**Exhibit A**

JA&A Services, LLC  
 Summary of Professionals and Fees – Hayes Lemmerz International, Inc., et. al.  
December 5, 2001 through February 28, 2002

<b>Additional Temporary Employees – Part Time</b>							
Name of Professional	Description of Function	Hourly Rate	Hours Billed				Total Compensation
			Dec-5 2001 to Dec-31 2001	Jan-2002	Feb-2002	Total	
Jones-Callaway, Latonya	Case Administration Project Support	\$ 90.00	-	44.00	57.40	101.40	\$ 9,126.00
DuHalde, Edward	Research Support	\$130.00	-	-	0.75	0.75	\$ 97.50
Peppers, Diane	Case Administration Project Support	\$165.00	-	0.70	-	0.70	\$ 115.50
Sanderson, Sarah	Case Administration Project Support	\$165.00	-	4.00	-	4.00	\$ 660.00
Atiyeh, Diane L.	Case Administration Project Support	\$210.00	-	-	97.10	97.10	\$ 20,391.00
Campbell, Cliff	Case Administration Project Support	\$300.00	-	-	1.00	1.00	\$ 300.00
Vogelsang, Jeffrey	Business Plan Development	\$350.00	93.80	-	-	93.80	\$ 32,830.00
Vogelsang, Jeffrey	Business Plan Development Director of Technology	\$370.00	-	23.10	-	23.10	\$ 8,547.00
Pinkos, Rick	Projects	\$420.00	-	30.20	47.50	77.70	\$ 32,634.00
Monger, Meade	Case Administration Management	\$410.00	44.90	-	-	44.90	\$ 18,409.00
Monger, Meade	Case Administration Management	\$520.00	-	124.10	62.10	186.20	\$ 96,824.00
Dangremond, Robert N.	Overall Case Management	\$620.00	-	5.30	12.75	18.05	\$ 11,191.00
Szmadzinski, Joseph R.	Information Systems Manager	\$620.00	-	26.50	54.50	81.00	\$ 50,220.00
			138.70	257.90	333.10	729.70	\$ 281,345.00

**Exhibit B**

JA&A Services, LLC  
Summary of Expenses – Hayes Lemmerz International, Inc., et. al.  
December 5, 2001 through February 28, 2002

<b>Expense Categories</b>	<b>Dec-2001</b>	<b>Jan-2002</b>	<b>Feb-2002</b>	<b>Total</b>
Airfare	\$ 19,862.74	\$ 31,186.07	\$ 32,778.69	\$ 83,827.50
Cab Fare/Ground Transportation	736.00	1,012.59	1,470.59	3,219.18
Lodging	9,090.47	11,284.58	16,888.56	37,263.61
Long Distance Calls	-	4,250.63	1,607.86	5,858.49
Meals & Tips	3,137.97	3,276.10	2,549.14	8,963.21
Mileage	167.72	76.65	858.97	1,103.34
Other	66.25	387.44	1,050.27	1,503.96
Overnight Mail Charges	-	49.01	248.62	297.63
Parking & Tolls	890.00	1,069.00	391.00	2,350.00
Rental Car	2,769.69	2,967.36	4,964.57	10,701.62
Supplies	-	34.92	-	34.92
	<u>\$ 36,720.84</u>	<u>\$ 55,594.35</u>	<u>\$ 62,808.27</u>	<u>\$ 155,123.46</u>

## Exhibit C

JA&A Services, LLC  
Summary of Services – Hayes Lemmerz International, Inc., et. al.  
December 5, 2001 through February 28, 2002

- Served as interim Chief Financial Officer of Hayes Lemmerz International, Inc. and its subsidiaries, and as Chief Restructuring Officer, reporting to the Chairman of the Board and Chief Executive Officer; provided leadership and guidance to executive management team and Board of Directors in matters relating to financial reporting and controls, Chapter 11 strategic planning and related financial and procedural matters.
- Served as the Chief Accounting Officer of Hayes Lemmerz International, Inc. and its subsidiaries, reporting to the Chief Financial Officer; provided effective daily advice and leadership to incumbent Corporate Controller and accounting organization regarding bankruptcy and non-bankruptcy related accounting policy and procedural issues.
- Managed and finalized negotiation of the Company's DIP loan including negotiation of final terms, review of loan agreement and related documents, analysis of alternative proposals and identification of issues related to the facility.
- Prepared for and attended "first day" and DIP hearings in bankruptcy court.
- Assumed leadership of the Company's ongoing project to (i) complete the restatement and related audit or review of Hayes' consolidated financial statements for the fiscal years ending January 31, 2000 and 2001 and the three months ending April 30, 2001; (ii) prepare and obtain approval from the Company's Audit Committee and Board of Directors the related filings required by the Securities and Exchange Commission (the "S.E.C."); (iii) provide ongoing coordination with the Company's independent auditors (KPMG), Audit Committee, and applicable executive, corporate, business unit and plant management and staff; and (iv) provide Chief Financial Officer, investment bankers, attorneys and creditor advisors with progress updates, analysis of issues and anticipated timelines for delivery. The form 10-K/A for the fiscal year ended January 31, 2001 and the form 10-Q/A for the fiscal quarter ended April 30, 2001 were filed with the SEC on February 19, 2002.
- Initiated project to (i) complete the accounting close and preparation of Hayes' consolidated financial statements the three months ending July 31, 2001, October 31, 2001 and January 31, 2002; (ii) prepare and obtain approval from the Company's Audit Committee and Board of Directors the related filings required by the SEC; (iii) provide ongoing coordination with the Company's independent auditors (KPMG), Audit Committee, and applicable executive, corporate, business unit and plant management and staff; and (iv) provide Chief Financial Officer, investment bankers, attorneys and creditor advisors with progress, issues and anticipated timeline. This project is ongoing.



## Exhibit C

JA&A Services, LLC  
Summary of Services – Hayes Lemmerz International, Inc., et. al.  
December 5, 2001 through February 28, 2002

- Worked with management to develop and implement a 13-week cash receipts and disbursements forecast model and related variance analysis of actual weekly to meet the operational and reporting requirements of the Company. On a weekly basis, Consolidated and reviewed the weekly cash flow forecasts and variance analysis on a weekly basis. Made recommendations to management designed to improve the accuracy of the forecast and made suggestions as to effective use of cash resources. This project is ongoing.
- Worked directly with plant management to develop a consistent methodology for weekly receipts and disbursements forecasting to increase accuracy and enhance efficiency of process.
- Worked with management to develop, compile and analyze reporting as required under the Company's DIP loan agreement including weekly cash flow forecast summaries and variance analyses, weekly and monthly borrowing base reporting, monthly financial statements, a comparison of actual results to plan and compliance with certain financial covenants. This project is ongoing.
- Participated in the development, analysis and negotiation of a Critical Employee Retention Plan for the Company.
- Worked with management to develop, compile and analyze reporting monthly operating reports as required by the Court. This project is ongoing.
- Assisted in planning for divestiture of certain non-core assets, including the fixed assets associated with the Company's Petersburg, Bowling Green and Somerset locations. Participated in the development, negotiation and review of procedures regarding the sale and inter-company transfers of owned assets.
- Assisted in the development of timeline of bankruptcy reorganization activities and communicated with management and third party constituencies regarding critical path activities regarding the process. This project is ongoing.
- Worked with Corporate Controller to develop and conduct a comprehensive 2-day conference for all North American financial management (i) addressing the results of the Company's Audit Committee investigation and (ii) communicating the strengthened standards of conduct, policies and practices concerning financial reporting and accounting controls.
- Worked with management to collect, review, control and monitor cash disbursements after Chapter 11 filing. Developed weekly tracking schedules for electronic funds transfers and accounts payable, payroll and disability checks to monitor cash disbursements.

## Exhibit C

JA&A Services, LLC  
Summary of Services – Hayes Lemmerz International, Inc., et. al.  
December 5, 2001 through February 28, 2002

- Provided information to the Board of Directors on a regular basis relating to the Company's financial results versus plan, updates on liquidity, and the progress of the Chapter 11 cases including a review of material issues and strategies. Prepared presentation materials in support of this effort.
- Assisted management with various accounting and finance related projects including the reconciliation of the general ledger cash accounts, development of an inter-company reconciliation, audit of legal entity reporting.
- Prepared and presented initial IT assessment and near-term strategic plan to executive management. In connection with the assessment, conducted interviews with key IT managers and with management team members from all business units.
- Conducted technology asset inventory for all North American locations and provided analysis to executive management.
- Developed and distributed business and manufacturing process systems inventory for major functional processes in corporate and plant locations
- Developed and executed an IT best practices assessment for development of tactical work plan.
- Worked directly with plant controllers and accounting department to audit Hyperion consolidation mapping from trial balance to top level financial reports. This project is ongoing.
- Coordinated data collection and preparation of Statement of Financial Affairs and related Schedules for all (32) debtor entities.
- Designed database for the corporate purchasing group to use in the analysis of critical vendor payments.
- Developed and compiled contracts database.
- Developed web-based search engine for filed and scheduled claims.
- Developed analysis and reconciliation of all reclamation claims. In connection with this project, conducted site visits to the plants to determine the best consumption methodology for each type of plant. The resulting reclamation statement reduces the overall reclamation exposure by 90%. This project is ongoing.

## Exhibit C

JA&A Services, LLC  
Summary of Services – Hayes Lemmerz International, Inc., et. al.  
December 5, 2001 through February 28, 2002

- Led project to prepare database for use in providing notices of scheduled claims and coordinating mailing of scheduled claims notices in connection with the June 1 Bar Date. Developed a unique Multiple Entity Creditor Matrix for use in notice to each creditor showing each legal entity at which the debts are owed. Established a creditor hotline to answer questions regarding the Bar Date notices. This project is ongoing.
- Led project to coordination and gathering of data for calculation of possible preferences. This project is ongoing.
- Developed and initiated a disciplined business planning process for the five fiscal years beginning February 1, 2002 and provided communication regarding the planning process with the creditor constituencies.
- Initiated and managed the development of an annual operating plan for FY2002 and provided communication regarding the plan to the creditor constituencies.
- Assisted management in conducting discussions with major customers regarding the Company's financial stability and the progress of the reorganization effort.
- Assisted in development and implementation of a comprehensive communication program for internal and external constituents. In this regard, prepared and delivered presentations to customers and employees regarding financial, operational and restructuring initiatives.
- Coordinated flow of information to the Unsecured Creditors Committee and bank group professionals regarding the Company and the restructuring. Conducted meetings with professionals of both groups to discuss issues related to the Company and its restructuring initiatives.
- Participated in meeting with Unsecured Creditors Committee regarding progress of the restructuring.
- Assisted and advised management regarding vendor communications and relationship management issues. Provided oversight to the critical vendor payment decision process including establishing standards and procedures for the application of the critical vendor treatment and authority.
- Initiated the development of standardized, monthly accounting close processes and developed and implemented a schedule regarding closings.
- Met with lenders to the non-Debtor subsidiaries regarding Chapter 11 issues.
- Coordinated the work of counsel and other professionals on various matters. Provided support to legal counsel in preparation for omnibus hearings. Monitored implementation of operational performance improvement initiatives.

**KENNETH A. HILTZ <sup>1</sup>**  
**PRINCIPAL**

Ken Hiltz specializes in the financial leadership of corporate turnarounds, restructurings and reorganizations. He is highly skilled in leading the analysis, planning and implementation of operational turnarounds, balance sheet restructuring, and cash flow improvement strategies for under performing companies. He works closely with directors and senior management to assess alternatives and develop business plans, as well as implementation strategies that maximize the company's opportunities. His broad experience includes leadership in both reorganizations and out-of-court turnarounds and restructurings.

Ken recently served as Senior Vice President and Chief Financial Officer for Harnischfeger Industries, Inc., a global manufacturer of mining equipment and pulp and papermaking machinery with revenues in excess of \$2 billion. He was a key member of the senior management team, leading the company through an unplanned bankruptcy and stabilizing the financial organization. Previously, he served as CEO at a \$100 million privately owned manufacturer. Prior to that assignment, he directed the orderly liquidation of a factoring company with a \$100 million portfolio, successfully strengthening the company's collateral position, improving monitoring and control of the portfolio, and completing the liquidation of its assets without additional loan losses.

Other significant assignments include designing and implementing a turnaround program for the European operations of a U.S.-based manufacturer, and advising a real estate syndicator and developer in restructuring debts totaling approximately \$600 million, which involved over 150 related debtor entities.

A Certified Management Accountant and CPA licensed in Michigan, Ken holds a Bachelor of Business Administration degree in finance from Xavier University and an MBA, with concentrations in accounting and finance, from the University of Detroit.

---

<sup>1</sup> Hourly rate changed from \$570 to \$590, effective January 1, 2002.

**HERBERT S. COHEN <sup>2</sup>**  
**SENIOR ASSOCIATE**

Herb Cohen has over 25 years experience providing senior-level financial reporting and business advisory services to manufacturing and service businesses in both public and privately held enterprises. He is adept at supervising the budgeting, forecasting, analysis and reporting activities.

Most recently, he has served as Vice-President and Interim Chief Financial Officer for Channel Master LLC, a Questor Partners Fund portfolio company. In this position, he worked with senior management, the financial staff and new shareholders, to establish an effective stand-alone operation for this business unit of a larger publicly held parent company. He also provided the financial justification for a multi-disciplined team assessing a product modification and new pricing strategy for a major customer. He strengthened the relationship with the customer by providing lower pricing levels and a redesigned product with lower costs. Herb also provided financial and management support to Ryder TRS, Inc., another Questor portfolio company.

Questor is a diversified fund, targeting under performing or troubled companies with revenues ranging from \$100 million to \$2 billion.

Prior to his work for Questor, Herb served as Vice President and Controller for Treasure Chest Advertising Company, a principal operating subsidiary of a NYSE-listed parent engaged primarily in printing services. Previously, he held executive level management positions at Arcata Corporation, a privately-owned company engaged in the printing and redwood forest products business; Buxbaum & Sacks, P.A., a regional CPA firm in Baltimore; Warner Amex Cable Communications, Inc. in New York; American Broadcasting Companies, Inc. in New York; and CHC Corporation in Baltimore. Herb began his career on the audit and tax staff of Ernst & Young.

Herb holds a Bachelor of Science degree in accounting from the University of Maryland. He is a CPA and a member of the Financial Executives Institute and the Maryland Association of Certified Public Accountants.

---

<sup>2</sup> Hourly rate changed from \$450 to \$470, effective January 1, 2002.

**CLAYTON GRING<sup>3</sup>**  
**ANALYST**

Clayton Gring is a researcher and analyst. He most recently worked at Merrill Lynch in Dallas, Texas, where he analyzed performance of securities and various markets, and researched potential business opportunities and prospective clients. Clayton began his career in the MIS department of the State of Arkansas, where he provided IT support to end users.

A graduate of Southern Methodist University, Clayton holds a bachelor's degree in business administration with an emphasis on finance and real estate finance. He minored in economics. While at SMU, Clayton received the Mustang Award, a prestigious four-year academic scholarship.

**KORTNEY RAE BAUER**  
**ANALYST**

Kortney Rae Bauer is an experienced auditor and controller. She previously worked in the Corporate Restructuring Group of Arthur Andersen, and served as the controller for Global Reservation Systems, Inc., a corporation specializing in Internet based e-commerce products for the travel industry.

Kortney received a business administration degree with an emphasis in accounting from the University of San Francisco. She is a Certified Public Accountant.

**DIANE ATIYEH**  
**CONSULTANT**

Diane Atiyeh specializes in litigation consulting and is proficient at compiling large databases for support litigation. She has been involved in several bankruptcy engagements, handling the administration of the estate, managing and processing the claims, and facilitating the distribution. She has also worked extensively with attorneys on motions and settlements.

Diane's previous business experience was in retail with management of all areas of accounting.

Diane earned a Bachelor of Business Administration degree with honors from the University of Madonna College.

---

<sup>3</sup> Hourly rate changed from \$150 to \$165, effective January 1, 2002.

**RONALD BIENIAS<sup>4</sup>**  
**CONSULTANT**

Jim Bienias specializes in operations and process consulting. Previously, he was a project manager for Electronic Data Systems (EDS), where he successfully reduced overhead expenses, streamlined the equipment ordering process, and reduced staffing expenses. Prior to joining EDS, Jim was a fiscal officer and accountant for Kent County Community Health, and an accountant for Residential Treatment of Grand Rapids.

Jim earned a Master of Business Administration from the University of Michigan with an emphasis in operations and process consulting. He earned a Bachelor of Business Administration from Grand Valley State University with a minor in information systems.

**KERRI L. HOOK**  
**ASSOCIATE**

Kerri Hook is an experienced financial analyst. Her expertise is in the identification, analysis and implementation of financial process improvements. She has provided forensic accounting services related to investigations of embezzlement, mismanagement and financial statement misrepresentations. Her skills have also been called upon in various bankruptcy filings.

Kerri previously worked as a senior accountant at Neilson Elggren Durkin & Co., a subsidiary of Arthur Andersen, LLP, senior accountant at Disneyland, manager of inter-company accounting for BAX Global and accounting manager at Buy.com.

Kerri holds a bachelor's degree in accounting from Pepperdine University. She is a certified public accountant.

---

<sup>4</sup> Hourly rate changed from \$220 to \$235, effective January 1, 2002.

**BRIAN K. PORTER**<sup>5</sup>  
**ASSOCIATE**

Bryan Porter is an accountant experienced in both public and industry accounting. His areas of expertise include auditing, budgeting, financial reporting, financial system design and implementation, and system support.

Bryan joined JA&A from i2 Technologies, where he was responsible for ensuring that Oracle Projects and the related Oracle Self-Service Applications functioned correctly. Bryan worked directly with the accounting groups that used the Oracle modules to ensure that their processes were supported by software and coordinated efforts between the accounting groups and developers during the generation of new reports or software customizations.

Prior to his work at i2 Technologies, Bryan worked at Corporate Express, where he was primarily responsible for ensuring the integrity of the data imported into and exported from the national accounts receivable system. Bryan began his career at Arthur Andersen, where he supervised financial audits and produced financial statements.

Bryan was graduated from Texas Christian University with a degree in accounting. He is a Certified Public Accountant.

**PILAR TARRY**<sup>6</sup>  
**SENIOR ASSOCIATE**

Pilar Tarry has extensive experience working with corporate financial transactions including private placements, mergers and acquisitions, and leveraged recapitalizations. In addition, she has specific expertise in building cash flow models and conducting due diligence activities. Her industry experience includes a wide range of manufacturing, distribution, and service companies.

Most recently, Pilar was a senior associate of corporate finance for Duff & Phelps, LLC. In this position, she advised clients on negotiating, structuring and financing leveraged buyout, growth, acquisition, and restructuring and leveraged recapitalization transactions. She also worked closely with corporate clients to analyze strategic direction, product placement, financial performance and to identify avenues for growth in both revenue and profitability.

Pilar's prior assignments include associate of corporate finance at Mesriow Financial, assistant vice president of corporate banking for Civicbank of Commerce, and loan workout officer for Old Kent Financial Corporation.

Pilar earned an MBA in finance, and a Bachelor of Science in economics from Michigan State University.

---

<sup>5</sup> Hourly rate changed from \$285 to \$300, effective January 1, 2002.

<sup>6</sup> Hourly rate changed from \$350 to \$370, effective January 1, 2002.



**BARRY J. FOLSE**<sup>7</sup>  
**SENIOR ASSOCIATE**

Barry Folse is an experienced information technology professional. His expertise is in workflow analysis and the redesign and consolidation of business processes.

Previously, Barry worked at DFMC Corporation in Dallas for the last fourteen years. He began his career there as a consultant and worked his way through positions of increasing responsibility until serving as executive vice president/COO/CTO in the years prior to joining Jay Alix & Associates. At DFMC, Barry shared responsibility for profit and loss with the CEO and was directly responsible for all non-sales force related aspects of the company.

Barry holds a bachelor's degree in statistical methods with a concentration in computer science from Louisiana State University.

**CARRIANNE J.M. BASLER**  
**Senior Associate**

Carrienne Basler has extensive financial consulting experience combined with hands-on management in the area of treasury, risk management and benefits functions, and the management of the entire claims process in reorganization proceedings. She has also served in an advisory capacity to senior management in the area of business plan feasibility and financial strategy, including benchmarking and implementing major manufacturing cost savings initiatives.

Previously, Carrienne has served as Treasurer for a \$400 million automotive supplier and Acting Director of Finance and Operations for a \$600 million retail chain. Prior to joining Jay Alix & Associates, Carrienne gained broad experience at Arthur Andersen. Her experience included assisting in the due diligence process for target companies, creating and integrating accounting and financial reporting systems for acquisitions, and general consulting and advisory services for clients in a variety of industries, including retail, distribution, manufacturing, and health care.

Carrienne is a Certified Insolvency and Reorganization Accountant candidate and a Certified Public Accountant. She holds membership in the Association of Insolvency Accountants, the International Women's Insolvency & Restructuring Confederation, the American Institute of Certified Public Accountants and Michigan Association of Certified Public Accountants.

Carrienne earned her Bachelor of Business Administration Degree from the University of Wisconsin.

---

<sup>7</sup> Hourly rate changed from \$285 to \$400, effective January 1, 2002.

**LATONYA JONES-CALLAWAY**  
**ANALYST**

Latonya Jones-Callaway's services primarily include claims management and administration for bankrupt companies. Previous administrative work experience was gained at the Texas Department of Human Services, where she served as a Texas Works Advisor, and the Dallas County Mental Health Department, where she worked as an Entitlement Specialist. Latonya holds dual degrees in Psychology and Counseling from East Texas State University.

**DIANE PEPPERS**  
**Analyst**

Diane Peppers has more than 12 years of business experience, including accounting staff positions at Color Tile, Todd Mechanical and Fort Worth Plastics. Diane has been performing bankruptcy administration work for nearly six years. Her experience includes overall case administration, accounting and financial analysis. Diane holds an Associate's Degree from Tarrant County Junior College and is currently pursuing a bachelor's degree in accounting at Texas Wesleyan University.

**SARAH SANDERSON**  
**Analyst**

Sarah Sanderson's expertise is bankruptcy claims administration, negotiation and resolution. She previously worked in the insurance industry, where she also performed claims administration. Sarah holds a bachelor's degree in sociology from the University of Texas.

**EDWARD DUHALDE**  
**Research Analyst**

Edward Duhalde is a Research Analyst with Jay Alix & Associates. His position entails analysis of numerous industries including, environmental, bankruptcy, corporate restructuring, equity valuation and e-commerce.

Prior to joining Jay Alix & Associates in 1995, Edward worked at St. Joseph Mercy Hospital, where he designed an audit program for revenue operations. He also held various positions at Bancomer, S.A. and Marine Midland Bank. Edward received his Bachelor of Business Administration degree, with a concentration in finance, from Walsh College.

**CLIFF CAMPBELL**  
**Associate**

Cliff Campbell received his bachelor's degree in accounting from North Texas State University. He has served as the controller for Minyards Grocery Stores, assistant controller for Color Tile, and Chief Financial Officer for Chief Auto Parts. Most recently, Cliff led a two-year, \$120M financial systems reengineering project for a \$2B office supply company. Cliff is a highly skilled database programmer with strong financial skills. His services primarily include development and analysis of large transactional databases as well as financial projection models. Cliff is a CPA.

**JEFFREY G. VOGELSANG**  
**ASSOCIATE**

Jeffrey Vogelsang is an experienced turnaround professional. His strength is designing and implementing financial and operating plans, which he has used to successfully improve the outcome for a number of distressed middle market companies

Prior to joining Jay Alix & Associates, Jeff served as a consultant at Fort Dearborn Partners, Chicago, where he provided services to senior management, shareholders and board members of distressed middle market companies, working with them to develop strategies and supporting actions necessary to return to profitability.

Jeff began his career at Firststar Bank, Milwaukee, achieving the position of assistant vice president. At Firststar, he originated engagements for buy and sell side mergers and acquisitions, syndicated loans, private placements of debt and private equity, and management and leveraged buyouts.

Jeff holds a bachelor's degree in finance from Northern Illinois University and a master's degree in accounting from the University of Wisconsin. He is a Certified Public Accountant.

**RICK PINKOS**  
**Senior Associate**

In his more than 25 years as an IT leader, Rick Pinkos has developed a lengthy track record for innovation and results. He utilizes a wide range of expertise - from new economy technology to bricks and mortar legacy systems – to create customized solutions for the array of technology problems facing today's businesses.

Prior to joining Jay Alix & Associates, Rick co-founded eRegister, Inc. an Internet start-up providing ASP services for activities and event management. Rick had responsibility for all aspects of this start-up, from product development to infrastructure and hosting services.

Before starting his own business, Rick had been the Director of Technology for Pulte Home Corporation, the largest US domestic residential homebuilder with sales of \$3 billion. At Pulte, Rick was responsible for research, strategic planning and implementation of technology, with a focus on enterprise-wide solutions, developing emerging technologies and implementing policy and standards.

Rick managed worldwide research and development of technologies such as LANs, Internet, groupware, client/server systems, image processing and multimedia applications as Director of the Advanced Technology Group at D'Arcy Masius Benton & Bowles, a \$4 billion advertising agency.

Rick was awarded a patent for a computer peripheral productivity device and has authored word processing software. He holds a BS in Electrical Computer Engineering from the University of Michigan.

**MEADE MONGER <sup>8</sup>**  
**Principal**

Meade leads Jay Alix & Associates' Case Management Services practice, which primarily assists bankrupt companies with case administration, reorganization and/or liquidation initiatives. He has significant experience in a variety of industries, including retail, manufacturing, distribution, high-tech, telecommunications, hospitality, real estate, investment banking, oil and gas.

During his career, Meade has worked with top management to prepare strategic business plans, assisted with restructuring operations to maximize profits, and developed detailed cash flow analyses to determine funding requirements and financial planning. He has performed customer and product profitability analyses, market studies, and planned and implemented cost reduction initiatives. In addition, Meade has helped companies attract potential buyers, fostering successful acquisitions, and has performed due diligence procedures.

Meade has built a case management services team that is skilled in preparation of bankruptcy schedules and statements of financial affairs, claims resolution, asset dispositions, acting as claims agent, calculating and resolving reclamation claims, calculating and collecting preference claims and other receivables, lease rejections and assumptions, and general case administration. Meade and his team have significant experience with large bankruptcy cases, they are strong negotiators and highly technology-competent.

Meade has served as plan administrator and disbursing agent in certain large bankruptcy cases. Moreover, Meade and his team have acted as claims agent, notice agent and ballot agent in many bankruptcy cases. In addition to performing these case administration roles, Meade has been involved in strategic restructuring aspects of some of the largest bankruptcy cases in the country. He has worked with companies such as Hayes-Lemmerz, Serta Mattress, Regal Cinemas, Sabratek, Sunterra Resorts, United Financial, AmeriServe Food Distribution, United Road Services, FoxMeyer Drug, Color Tile Flooring, HomePlace, Plainwell Paper, Coram Healthcare, Let's Talk Cellular, SmarTalk Teleservices, Frank's Nursery, Zales Jewelry, Circle K, Drexel Burnham Lambert, Fruehauf Trailer, Days Inns, Columbia Gas, and many others

Prior to joining Jay Alix & Associates, Meade was the founder of Monger & Consultants, a firm that provided bankruptcy administration and other financial consulting services. He also spent over eight years at Arthur Andersen in the Corporate Recovery Service Group in New York and Dallas. Meade received his bachelor's degree in accounting from Oklahoma State University and his MBA from the University of Texas. He is a CPA.

---

<sup>8</sup> Hourly rate changed from \$410 to \$520, effective January 1, 2002.

**ROBERT N. DANGREMOND  
PRINCIPAL**

Bob co-manages the firm's turnaround and crisis management group. He is well known for his success in building consensus among diverse groups of employees, creditors and shareholders to achieve operational turnarounds. He is recognized for his skills in developing strategic options, identifying and resolving critical issues in lender negotiations, defining successful negotiating strategies, and motivating fragmented management groups within stressful environments to achieve aggressive goals. He has significant restructuring experience in large and mid-size corporations that have extensive international operations, and has directed successful corporate initiatives that have restored under-performing corporations to profitability. Bob has held management positions in public and private corporations that include Chairman, Chief Executive Officer, President, Chief Restructuring Officer, Chief Financial Officer and Treasurer.

Bob recently served as the Senior Vice President and Chief Restructuring Officer at Harnischfeger Industries, Inc., a global manufacturer of mining equipment and pulp and papermaking machinery. Previously, he served as interim CFO and CRO of Zenith Corporation, and as President and CEO of Forstmann & Company, a diversified manufacturer and distributor of fabric to the apparel and retail industries. Prior to Forstmann, he served as Chairman and CEO of AM International, an international manufacturer and distributor of printing and graphics equipment. During his tenure at AM International, Bob converted its manufacturing operation to a profitable distribution business.

The majority of corporate turnaround assignments Bob has managed have required strategic repositioning of core operations, refinancings, divestitures, aggressive cost reductions and comprehensive working capital initiatives. Bob has extensive experience working with existing management to return organizations to sustainable profitability. For example, during JA&A's consulting engagement at Unisys Corporation, Bob was appointed acting corporate treasurer and led the company's major balance sheet restructuring initiatives. He has also worked extensively in the retail and apparel industries, as well as in international service, manufacturing and distribution operations.

Prior to joining JA&A, Bob had 30 years of experience, including Chief Financial Officer and Treasurer of a \$2 billion diversified manufacturing and trading company with foreign manufacturing operations, Vice President of Chase Bank, where he worked with a variety of multinational and highly leveraged corporations, and marketing and sales positions with a Fortune 500 corporation. He is currently a director on the boards of two public companies. Bob is an active member of industry trade associations and lectures at business and academic forums.

Bob holds a B.S., in agricultural economics, Rutgers University and an M.B.A., in accounting and taxation, New York University. He also completed postgraduate work at New York University and Stanford University.

**JOSEPH R. SZMADZINSKI  
PRINCIPAL**

Joe Szmadzinski founded The System Advisory Group to help meet the needs of diverse client companies who were coming to him for advice with the same basic issue: *How can we better leverage our technology investment so that it supports our business objectives?* A firm believer that information technology can and should contribute to the bottom line, Joe developed a proprietary success model that ties IT compensation to the financial results information systems produce for the company.

The System Advisory Group has developed a solid reputation among elite businesses like GMAC, Ford Motor Company, Forstman Chemicals, Via Health, Safety Kleen, Maidenform, Schwinn, and Ryder Truck. The System Advisory Group also performs services for solutions (software integrator) companies, advising them on best practice service delivery for this complex marketplace.

A typical engagement will find Joe serving as an interim CIO or as an IT advisor to senior leadership. He has served clients in a wide variety of industries including financial services, transportation, manufacturing, airlines, and retail. He has significant experience with integrating disparate IT environments in support of the business model, whether at an enterprise or business unit level.

The System Advisory Group leads the field in innovation. Joe has been profiled in *Outsourcing Journal.com* as a “connoisseur” of outsourcing contracts. *Solutions Integrator* magazine called him ‘a revolutionary thinker’ for developing the fee model that ties an IT provider’s compensation to the financial benefits produced for the client.

Joe’s recent assignments include performing as the interim CIO for GMAC, Ryder System, Budget Group and IFCO Systems, Inc. As CIO of these organizations, Joe successfully oversaw and led major new development efforts for new ERP systems.

Joe’s experience encompasses over twenty-five years of IT activities ranging from technical architecture development to strategic systems planning and development. In 1993 he founded The System Advisory Group, which directs large-scale systems development efforts for the delivery of fully integrated systems solutions for large and middle market clients. Formerly, he served as the consulting partner of IT for KPMG Peat Marwick and Coopers & Lybrand. Prior to that he served as CIO and VP of technology for The Handleman Company and Progressive Insurance.

Joe holds a bachelor’s degree from Grand Valley State University and has completed graduate coursework toward an MBA from the University of Michigan. He has served on the faculty of Case Western University. Joe is a Certified Data Processor (CDP) and a Certified Computer Programmer (CCP). He holds various certifications for specialized areas within computing technology and manufacturing and distribution systems.

**Exhibit E**

Detailed time entries for the period December 5, 2001 through February 28, 2002 (as attached)