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Work Experience:

2004-Present Principal, McCarrey Law Group. The McCarrey Law Group is a Pasadena, California transactional legal firm specializing in real estate, real estate finance, mortgage finance and general business transactions.

Responsibilities: I do all that is required to support the firm's clients in their various business ventures. In addition, I am responsible for the management of the firm.

Representative clients include:

- Nestor Financial Group, LLC
- BPS Development Group, Inc.
- InSite Realty Group
- Baja Gold, Ltd., S. de R.L. de C.V.

1998-2004 Executive Managing Director, Nestor Financial Group, LLC. Nestor is the successor in interest to Weyerhaeuser Mortgage Company International, Inc. ("WMCI") located in Pasadena, California. The Nestor Group is a mortgage banking, merchant banking and investment banking firm conducting business in the United States and Mexico.

Responsibilities: My responsibilities have included overseeing all of the operations of the various Nestor companies and reporting to the Board. Nestor is involved primarily in providing business services to its clients. Nestor focuses its investment banking operations in real estate development, Internet and technical applications, new technologies and mergers and acquisitions. Transactions range in size from several million dollars to those in excess of several billions of dollars.

Representative transactions of Nestor include:

- Creation of the first mortgage banking company in Mexico. The company was the first to provide outsourced mortgage servicing in Mexico and participated in the development of the industry's standard servicing software.
- The creation of a human resource placement and training company that was created to service mid size and larger service companies in Mexico.
- Participation in a venture that was one of the first in Mexico to use first world technology in a third world environment to collect and telemarket.
- Creation and participation in a start-up company that uses proprietary standalone technology to distribute custom digital media to the end user.
- Creation and participation in a Los Angeles based real estate development company.

- Creation and participation in a Los Angeles based commercial realty brokerage company.
- Preparation of business plan for reconfigurable computing company and assistance in second round financing activities.
- Preparation of business plan and strategy for telecommunications marketing company and assistance in initial round of capital.
- Creation and participation in company designed to exploit enzyme based technologies. Technology is used in bioremediation, road paving, water purification and agriculture.
- Assistance in the creation and participation in a community based commercial bank. This effort is ongoing.

While remaining a principal in Nestor Financial, I made the decision to pursue the full time practice of law and formed the McCarrey Law Group.

1996-1998 Partner and Latin Practice Group Leader, Carlsmith Ball, Los Angeles, CA. Carlsmith Ball is an A-V rated firm and at the time had ten offices located in Hawaii, Guam, Saipan, Los Angeles, California, Washington, D.C. and Mexico City, Mexico. Carlsmith Ball's Latin practice group had attorneys in the Los Angeles, Washington, D.C. and Mexico City offices. The practice group focused on cross border transactions, structured finance transactions, banking and project financing.

Responsibilities: I managed the development of business opportunities throughout Latin America and generally, supervised the work of the group and provided marketing support to the group. I spent a considerable amount of time pursuing legal business and in carrying out transactions in Latin America, Europe and Asia/Pacific. During this time, I was presented with an opportunity to become a principal in the successor in interest to Weyerhaeuser Mortgage Company International as its Chairman and CEO with the mandate to expand its business lines into investment and merchant banking.

1988-1996 Senior Vice President, General Counsel and Executive Director of Weyerhaeuser Mortgage Company. During this period, Weyerhaeuser's financial group included a federally chartered savings and loan association, the mortgage company, a homebuilder, an insurance agency and other related companies. Weyerhaeuser also had foreign financial subsidiaries located in Latin America.

Responsibilities: I was responsible for all of the legal affairs of the Company and managed a legal group of eleven. I managed all of the legal work for the merger, acquisitions and divestitures of the financial services unit, oversaw all of the credit and capital raising transactions of the Company, headed the corporation's international move and managed all of the Company's litigation.

In the international area, I was president of Weyerhaeuser's international holding company, WMCI, and was responsible for identifying foreign market opportunities and performing the work necessary to take advantage of opportunities. This work entailed working with governmental agencies as well as private companies as necessary to acquire permits, licenses and other governmental approvals. I spent a considerable amount of time with Latin American regulators and financial institutions with the intent of creating and issuing new types of securities designed to add liquidity to the various markets.

Because of Weyerhaeuser's decision to exit the financial services business in 1996, I accepted a long standing offer to join Carlsmith Ball.

1987-1988 Associate, Hart and Hart, Century City, California. At the time, Hart and Hart was a boutique firm acting primarily as issuer's counsel for entities issuing asset backed securities.

Responsibilities: I worked exclusively as lead counsel for issuers of public securities backed by various types of assets. While the work and opportunity at Hart & Hart were challenging and rewarding, the invitation from Weyerhaeuser to return to their organization as an opportunity that could not be declined.

1982-1987 Vice President and Legal Counsel, Weyerhaeuser Mortgage Company, Los Angeles, CA. At the time, Weyerhaeuser Mortgage was a wholly owned subsidiary of the Weyerhaeuser Company, a *Fortune* 75 Company, and was one of the five largest mortgage companies in the country.

Responsibilities: I gave all of necessary legal support for the structuring and closing of corporate finance transactions and mergers and acquisitions of the Company. Corporate finance transactions included public securities offerings, revolving lines of credit and asset sales. The Company was active in the mergers and acquisitions area and I was a lead member of the acquisition teams.

1981-82 Associate, Martineau and Knudsen, Los Angeles, CA. Martineau and Knudsen is an A-V rated transactional and civil litigation firm.

Responsibilities: I provided tax and business advice to corporate clients and also gave litigation support to businesses and individuals. As a litigator, I drafted complaints, discovery and made court appearances.

Education:

1974/75 *Bachelor of Arts, magna cum laude*
1977/78 Weber State University, Ogden, UT
Major: Political Science
Minor: English

1978/1981 *Juris Doctorate*
J. Reuben Clark Law School

Brigham Young University, Provo, UT

Administrative and Professional Licensing and Experience, Current and Prior:

- Director and founder of Stac, Inc., now doing business as hi/fn, inc. and Previo, publicly traded companies of the NASDAQ.
 - The company was and is a high tech company created to exploit compression technology. I was a founder of the company, did all of the initial legal work required to create the company, document ventures and

licensing agreements and I sat on the Board of the Company for the first several years of its existence.

- Founding member of the Mexico Mortgage Servicers Association.
 - Our company was the first in Mexico to service mortgages on an outsource basis. We were founding members of this association with the intent of educating the marketplace on mortgage servicing in order to create additional buyers for our services.
- Founding member of ACANZMEX, trade association for the NAFTA countries and the countries of Asia and the South Pacific
 - We were founding members of this group. This group was created to find business opportunities for both Mexican companies as well as companies located throughout the South Pacific and Southeast Asia. I reviewed many business opportunities for this group and was involved with representatives from the diplomatic corps from many of the nations with the intent of creating business opportunities.
- Member and Director, U.S. Mexico Chamber of Commerce
 - As a Director, I sat on the governing board and aided in establishing opportunities for member companies to meet executives and governmental officials from both Mexico and the United States. We frequently met with the President of Mexico and his ministers as well as the Secretary of Commerce and undersecretaries in the United States. The Chamber exists to increase business contacts and social contacts between the two countries.
- Administrator for English as a Second Language Program directed to the Spanish and Chinese communities of the greater Pasadena Area (Community Service Project)
 - I was responsible for creating an English as a Second Language program in the greater Pasadena area that at its height had twelve classes and over one hundred students. The classes targeted the Hispanic, Chinese and Armenian communities and classes included beginning, intermediate, advanced, American Literature and college level grammar courses. I was responsible for developing the curriculum, training teachers and teaching many of the courses. I ran this program for three years.
- Member, California State Bar Association, admitted since December 1981.
- Licensed Broker, California Department of Real Estate since June 2003

Publications:

Justice Stevens and the Law of Antitrust, 43 University of Pittsburgh Law Review 649 (Spring 1982).

Mortgage Banking in Mexico, Part One, Mexico Law and Business Report, CCH, September 1999.

Mortgage Banking in Mexico, Part Two, Mexico Law and Business Report, CCH, October 1999.

Mortgage Banking in Mexico, The Globe, April 1999 Vol. 36, No. 6 (Illinois State Bar Journal, International Law Section).

Awards:

- Math Scholarship, Utah State University, 1978.
- General Academic Scholarship, Weber State University, 1978
- President' Award for Distinguished and Meritorious Service, 1992, Weyerhaeuser Company

Significant Speaking Assignments:

Speaking assignments for groups, such as AIC Worldwide, Inc., ICM and the Mortgage Bankers Association of America, include:

Entering the Canadian Subprime Market: A Case Study, Toronto, Ontario Canada and Chicago, IL

Mortgage Backed Securities, Chilean Bankers Association, Santiago, Chile

Securitization in Latin America, New York, NY

Entering the United Kingdom Mortgage Market, London, England

Mexico Mortgage Banking, MBA International, Maui, HI

International Mortgage Banking Opportunities in Brazil, Rio de Janeiro, Brazil

Mortgage Opportunities in Mexico and other Latin America Countries, California Financial Institutions Conference, San Francisco, CA

Foreign Languages:

Spanish: 70% fluency, 100% reading

German: 50% reading, minimal speaking fluency

References: Available upon request.