
From: jeffrey E. <jeevacation@gmail.com>
Sent: Tuesday, May 5, 2015 4:40 PM
To: Peter L. Corsell; Boris Nikolic
Subject: Re:

you and i both,,, if david wants the gp idea=C2 then he should put up the 400k as debt to the new entity,=A0 boris should not have to tie up or risk his personal capital

<=iv class="gmail_extra">

On Tue, May 5, 2015 at 10:58 AM, Peter L. Corsell <[REDACTED]> wrote:

H=y,

So, I forwarded your email to David and we discussed. In addition to the fact that the proposal was unsigned by Boris (but let's leave that aside), David doesn't like the not= structure because his attorneys believe he will have more protection as the general partner of a new vehicle that actually owns the shares. Rather than potentially obtaining a judgment and having to collect from Boris=personally.

David would like Boris to choose one of the two offers he submitted to Gunderson, based on Gunderson's original framework (the one you sent to me and then I sent it to David and then his attorneys edited it and then David signed it and sent it to Gunderson). He expects Boris to choose one of those structures, make a counter proposal, initial his changes, sign the document and have Gunderson send it back to David.

At this point, I would=really like to limit my involvement and the time I spend on this. So= if you think Boris can work with you and his attorneys to counter one of David's proposals in writing, I think that would be best and most efficient. It's all the same economics anyway.

<=div>
Peter

On May 4, 2015, at 6:55 PM, jeffrey E. <jeevacation@gmail.com <mailto:jeevacation@gmail.com> > wrote:

he will sign this, you have my word, . however= the market is now 150 500 as i see it . my guess is that 250 does it

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=A0 please note

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<Promissory Note to David Schwarz(1).doc>

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