

P. STEPHEN LAMONT
Contact: Chuck Brunelas – OSI
954 575 3340

PROFESSIONAL EXPERIENCE

DIGITAL FACTORY, INC., SAN FRANCISCO, CAL
(Network Security and Encryption Technologies)

ACTING PRESIDENT & CHIEF OPERATING OFFICER

2000-Present

AUTHORED the Sale Memorandum, **STRUCTURED** the bidding process, **VALUED** the offers of cash and securities, **NEGOTIATED** the sale of the net assets, and **MANAGING** distributions to shareholders in full dissolution of the company.

EXECUTED atypical distribution model by **STRUCTURING** and **NEGOTIATING** marketing, distribution, and technology licensing agreement with a major OEM company.

EXECUTIVE VICE PRESIDENT & CHIEF OPERATING OFFICER

2000-2000

COLLABORATED with Chief Scientist and Patent Counsel in **DRAFTING** the disclosures, and **OVERSEEING** patent prosecution for the company's digital security and encryption technologies.

DIRECTED the authoring of the company's first Marketing Plan and **STRUCTURED** the pricing model and atypical distribution model for the launch of the digital security and encryption technologies.

REPOSITIONED company's technology road map and **RESTRUCTURED** the business and revenue models towards a digital security technology development, support services, and professional services firm providing for tighter focus in the views of investors and license partners.

DRUG INFORMATION TECHNOLOGIES, INC., ROCKVILLE, MD.
(Internet Telemedicine Technologies)

1999-2000

CHIEF OPERATING OFFICER

CONSTRUCTED and **NEGOTIATED** the technology licensing agreement, affiliated marketing agreement, venture formation agreement, and the stock purchase agreement for a comprehensive business association with an Internet-based cardiovascular disease services company.

CONTRIVED the acquisition structure and **NEGOTIATED** the terms and conditions for the purchase of the net assets of an Internet-based telemedicine company.

AUTHORED the business plan, **STRUCTURED** the Series B Convertible Preferred Stock security, and **COMMENCED** the venture capitalization plan and road show for the company's first round of financing with third-party investors.

INSTITUTED the reporting requirements for marketing and sales, business development, product development, finance, human resources, and legal functional areas resulting in improved

information flow across international business units. INAUGURATED the first worldwide operating and capital budgeting process for the company.

FORMULATED company's technology road map and RESTRUCTURED the business and revenue models towards a non-branded telemedicine technology development and support services firm providing for tighter focus in the views of investors and license partners.

THOMSON MULTIMEDIA, S.A., INDIANAPOLIS, IND. 1996-1999
(Interactive Consumer Electronics, New Media Services, and Digital Media Solutions)
DIRECTOR, NEW VENTURES

CONCEIVED of an atypical financing structure for investing a \$4 million direct equity interest in an electronics device networking company, INSTITUTED a similar technique across global SBU's, and PARTICIPATED in the negotiations for the commercial agreement.

PARTNERED with operational strategists to formulate the business model and STRUCTURED the ownership entities and venture capitalization plans for a \$120 million digital broadcast business.

FORMULATED the venture capitalization plan, STRUCTURED the ownership entity, and CONSTRUCTED the start-up budget for a \$20 million digital interactive services company.

COLLABORATED with senior executive and operational strategist in structuring the strategic alliance resulting in a \$90 million round of privatization for a foreign owned multinational company.

CONFIGURED a novel financing instrument for privately placing a \$7.5 million equity interest in a high technology microprocessor supplier and PARTICIPATED in the negotiations for the commercial agreement.

TRANSNATIONAL CAPITAL VENTURES, INC., NEW YORK, N.Y. 1990-1996
(Private Equity)
VICE PRESIDENT & PRINCIPAL

ENHANCED a portfolio company's cash flow and satisfied lenders and investors by evaluating market conditions and ROI prospects in several U.S. regions, determining the need for closure of certain marginal operations, and coordinating divestitures valued at \$75 million.

TRANSFORMED a portfolio company at break-even point to a cash positive basis by conducting valuation analyses of various company properties and arranging a \$20 million sale/leaseback transaction.

FRUITBINE & HERMAN, INC., NEW YORK, N.Y. (Private Equity)	1983-1989
SENIOR VICE PRESIDENT & PRINCIPAL	1987-1989
VICE PRESIDENT	1986-1987
SENIOR ASSOCIATE	1983-1985

STRUCTURED and NEGOTIATED the joint venture agreement and performed significant elements involved in arranging financing for a \$43 million health care business.

INCREASED senior executive awareness of portfolio companies' operations by analyzing trends and producing concise and meaningful monthly financial analyses and business performance reports that pinpointed strengths and weaknesses.

BOLSTERED senior management decision-making concerning new acquisitions and prevented sub-par investments by researching, identifying, and formulating the policy directives of a comprehensive strategic planning decision model.

FOSTERED \$3 million in working capital savings for a new acquisition and increased the level of the firm's financial sophistication by designing comprehensive computer models to evaluate potential acquisitions, alliances, and other investments.

LIDLAW ADAMS & PECK INC., NEW YORK, N.Y. (Investment Banking)	1981-1983
CORPORATE FINANCE ASSOCIATE	

PERFORMED industry analysis, securities pricing, and road show presentations for the initial public offerings of six high technology company clients raising total equity capital of \$30 million on a firm commitment basis.

SUMMARY OF QUALIFICATIONS

An established career in strategic and operational planning, corporate development, and financial planning and analysis, blending strong organizational, analytical, and communications skills to achieve results. Authored a broad spectrum of business strategy and financial analysis reports. Trained accounting, financial, and business development staff. Directed the activities of professional and support personnel. Managed acquisitions, technology alliances, and start-up initiatives with a combined value of more than \$300 million. Conceived and implemented innovative financing instruments to finance acquisitions and alliances. Designed and instituted a business ownership structures to maximize current cash flow and capital appreciation. Gained proficiency in MS Office and Internet research. Working knowledge of Spanish, Italian, Hindi, French, and German.

EDUCATION

Columbia University School of Law J. D. in Commercial and Regulatory Law	May 1992
Columbia University Graduate School of Business M.B.A. in Finance and Accounting	May 1981
State University of New York at Cortland B.A. in Economics	June 1978

PROFESSIONAL AFFILIATIONS

R-O-I Media Solutions, Inc., New York, N.Y. (Internet Advertising Technologies) Member, Board of Directors	2001-Present
Digital Factory, Inc., San Francisco, Cal. (Network Security and Encryption Technologies) Member, Board of Directors	2000-Present
WIS Technologies, Inc., San Jose, Cal. (Multimedia Audio/Video Technologies) Member, Advisory Board	2000-Present
Vergics Corporation, San Jose, Cal. (Internet Touring Technologies) Member, Advisory Board	2000-Present
Peracom Networks, Inc., Cary, N.C. (Home Networking Technologies) Member, Advisory Board	1999-Present