

Robert C. Rhodes

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~M&A / TURN-AROUND MANAGEMENT – PRIVATE EQUITY~

Cross-functional and transaction oriented management consultant with over 20 years experience leading high growth public & private companies. Expertise lies in positioning organizations and structuring business plans for gaining and maximizing growth potential and equity placement. Extensive experience in negotiating and funding M&A programs under SEC requirements for multiple clients. Advanced skills in executive oversight, development, implementation, and management of Information Technology to facilitate and meet organizational goals.

Areas of Expertise

- Transaction Structuring
- M&A Negotiation
- Complex Business Modeling
- Equity Placement / PIPES
- Conventional Bank Debt
- Technology Development
- SEC Disclosure & Compliance
- Turn-Around Management
- Presentations / Public Speaking

Selected Achievements

Divested a non-performing division of a public company

Negotiated the sale of a non-profitable division to a publicly traded company to allow for greater focus on the profitable division and gain revenue from the sale. The non-performing division was losing in excess of \$160,000 monthly. Became the controlling entity of the acquirer.

Impact: *Gained an \$800,000 asset and the company started turning an operating profit.*

Implemented a high growth business plan and set stringent guidelines to ensure its success

Set aggressive revenue growth for Systems Evolution Inc. in 2003. Created M&A process that included vetting acquirees, initial meeting, due diligence, offer creation, negotiation, and final go/no go decisions.

Impact: *Acquired 6 companies over the next two years and achieved a 472% annual revenue growth rate those years. Recognized as the #1 fastest growing technology company by the 2005 Houston Fast Tech 50.*

Implemented an investor awareness campaign to current shareholders securing confidence which provided aggressive buying pressure.

Identified that the stock trading volume was too low which was creating high cost of capital. Maintained open and constant communications with current shareholders and updated them as to the status and successes using conference calls, e-mail and postal correspondence. Ensured investor confidence.

Impact: *Within 9 months, increased trading 2,000%, tripled the stock price, and the stock was a top 10 volume leader (OTC:BB) for 5 straight months. Expanded volume decreased the cost of capital by half and decreased debt by over \$1,000,000.*

Created a model for success for a client which needed their company re-packaged for profitability within a short time frame.

Recast business plan to include missing service revenue supporting a higher funding base. Secured acquisition funding from a personal banking source within a month.

Impact: *Completed acquisition and funding costs decreased by 250% and its revenue increased by \$113,000 annually.*

Identified and acquired an undervalued company with potential for huge success.

Acquired operating division with low initial capital requirement and high cash flow generation. Business plan required strategic capital deployment. Created acquisition transaction that was highly leveraged in the earn-out component.

Impact: *\$500,000 profit over two years without further capital infusion.*

Education

B.B.A. – emphasis in Management Information Systems, Bauer College of Business, University of Houston

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PROFESSIONAL ADDENDUM

2005 – Present **Rhodes Holdings LLC**, Stafford, Texas

Managing Member

Provide management consulting and bridge financing to emerging companies that look to the public capital markets for long term financing.

- Responsible for modeling complex business processes in order to support client funding requirements.
- Sold \$200,000 in management consulting engagements to high growth multiple companies looking to raise \$30,000,000 through going public.
- Recast client business plans to support 50%+ growth through equity placement and acquisitions. Secure \$25,000,000 acquisition funding.

1993 – Present **Systems Evolution Inc.**, Houston, Texas

Board Member (2007 – Present)

Provide consultation with current operations team on on-going contracts.

- Oversee organization financial performance and set management team objectives to payoff \$500,000 of A/P debt and \$2,000,000 convertible debt.
- Divested \$3,000,000 money losing division in exchange for \$800,000 asset. Controlled both "SEI" and acquiring company with 40% interest. Hired new management team.
- Communicate corporate direction with 10 convertible debt holders and 3,500+ shareholders.

Chairman, CEO (2000 – 2007)

Set management objectives and led the management team during implementation of a 472%+ annual growth business strategy.

- Designed and implemented the business model / plan, acquired a shell in order to go public, secured \$4,000,000 growth capital through equity, and acquired 6 companies.
- Facilitated communications to expand public relations base for 3500+ shareholders.
- Wrote contracts and organized 75+ employee work force.
- Responsible for M&A transactions, negotiating acquisitions, and guiding acquired company integration.

President (1993 – 1999)

Managed delivery of software development services for multiple clients simultaneously.

- Sold \$10,000,000+ consulting contracts and instituted project management objectives for company's 35+ consultants.
- Delivered 20+ client software development projects on time, on budget (largest was \$50,000,000), and matching client objectives.

1993 **Software Integration Consulting Group**, Houston, Texas

Partner

Founding partner of SICG providing IT consulting services to Client/Server developers in the Oil & Gas industries.

- Sold and created training contracts with clients producing \$500,000+ annually.
- Developed courseware selling 2,000+ copies.
- Delivered \$350,000 profit annually to cover software development and research in another division.
- Responsible for training, developing courseware, and hiring trainers.

1991 – 1993 **BSG / IT Alliance**, Houston, Texas

Senior Instructor

Delivered Client/Server training for enterprise level MIS staff and expert level IT architecture consulting both inside BSG as well as for nation wide clients.

- Developed internal systems for BSG.
- Prepared courseware and taught complex software development, with concepts and development principles, classes with up to 35 people per class to 4,000+ students.