



Initial Due Diligence Checklist

Important Note: Items noted in **Bold-faced** type are typical ongoing concerns for existing operations and are generally required to be in place, prior to, or at the time of our engagement with Prado Group FBO. To help us best organize our due diligence team and resources, please submit this form indicating with a **check mark** () which items are currently available. Any other items listed are not required to submit at this time, however, should be available in electronic format (Adobe PDF preferred) within **5 business days** of the applicant’s primary submission or upon request (whichever comes first).

Items marked as “**N/A**” require an explanation as to the “Time to Completion” (T2C) in whole numbers of weeks (e.g. 1, 2, 3, or 4+) and “Cost to Completion” (C2C) in USD (e.g. \$5,000). This initial due diligence document is for transparency. It is absolutely necessary for truthful and accurate transparency, communication for accurate processing, and the ability to proceed with due diligence.

1. Business Plan, Corporate Structure, Financing

Item	Yes	N/A	Description	T2C	C2C	Comments	
1.1.	<input type="checkbox"/>	<input type="checkbox"/>	Business Plan	Two (2) Page Executive Summary			
1.2.	<input type="checkbox"/>	<input type="checkbox"/>		Current full business plan (10-Year)			
1.3.	<input type="checkbox"/>	<input type="checkbox"/>		Executive Summary			
1.4.	<input type="checkbox"/>	<input type="checkbox"/>	Business Strategy	Brief review of organization and operating history			
1.5.	<input type="checkbox"/>	<input type="checkbox"/>		Short-term and long-term operating strategy			
1.6.	<input type="checkbox"/>	<input type="checkbox"/>		Philosophy towards (future) acquisitions and divestitures of assets or businesses			
1.7.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss vulnerability of the current strategy to: the economic cycle, regulatory changes, variances in the Company’s competitive situation, and industry trends			

1.8.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss the growth opportunities for each of the Company's business lines or product markets			
1.9.	<input type="checkbox"/>	<input type="checkbox"/>	Corporate Organization	Articles of incorporation, IRS Letter of Determination if Non-Profit, legal status, etc.			
1.10.	<input type="checkbox"/>	<input type="checkbox"/>		Fictitious name(s) and their uses (dba's)			
1.11.	<input type="checkbox"/>	<input type="checkbox"/>		Corporate Bylaws			
1.12.	<input type="checkbox"/>	<input type="checkbox"/>		Federal Employer Identification Number (FEIN)			
1.13.	<input type="checkbox"/>	<input type="checkbox"/>		Primary & Secondary SIC Codes and NAICS Code or ISIC Codes			
1.14.	<input type="checkbox"/>	<input type="checkbox"/>		Recent changes in corporate structure; change of strategic direction; emphasis			
1.15.	<input type="checkbox"/>	<input type="checkbox"/>		Parent, subsidiaries, divisions and affiliates			
1.16.	<input type="checkbox"/>	<input type="checkbox"/>		Organizational flow chart with relevant subsidiary relationships			
1.17.	<input type="checkbox"/>	<input type="checkbox"/>		Shareholders' agreements			
1.18.	<input type="checkbox"/>	<input type="checkbox"/>		Minutes from board meetings			
1.19.	<input type="checkbox"/>	<input type="checkbox"/>	Shareholders	Current ownership structure (i.e. management, key employees, institutional %'s)			
1.20.	<input type="checkbox"/>	<input type="checkbox"/>		Number of outstanding shares or membership units			
1.21.	<input type="checkbox"/>	<input type="checkbox"/>		Stock option plan			
1.22.	<input type="checkbox"/>	<input type="checkbox"/>		If applicable, samples of common and preferred stock certificates, debentures, and other outstanding securities			
1.23.	<input type="checkbox"/>	<input type="checkbox"/>		Warrants, options, and other rights to acquire equity securities			
1.24.	<input type="checkbox"/>	<input type="checkbox"/>		Current shareholders, including number of shares owned, dates that shares were acquired, considerations received, and contact information			
1.25.	<input type="checkbox"/>	<input type="checkbox"/>		Overview of contemplated equity investments			
1.26.	<input type="checkbox"/>	<input type="checkbox"/>		Relevant private placement memoranda and other offering circulars, Blue Sky (state) registrations			

1.27.	<input type="checkbox"/>	<input type="checkbox"/>	Lenders	Out Standing convertible, senior, or other debt financing instruments			
1.28.	<input type="checkbox"/>	<input type="checkbox"/>		Current Bank lines of credit, loan agreements, or bank guarantees			
1.29.	<input type="checkbox"/>	<input type="checkbox"/>		Loan defaults or expected defaults			
1.30.	<input type="checkbox"/>	<input type="checkbox"/>	Recent Transactions	Description and rationale for each transaction			
1.31.	<input type="checkbox"/>	<input type="checkbox"/>		Purchase and sale agreements			
1.32.	<input type="checkbox"/>	<input type="checkbox"/>	Historical & Potential Acquisitions	Outline of potential acquisition opportunities			
1.33.	<input type="checkbox"/>	<input type="checkbox"/>		Description of acquisitions in the last 3 years (including acquired revenue and EBITDA, purchase price, area of integration and performance post acquisition closing)			
1.34.	<input type="checkbox"/>	<input type="checkbox"/>		Overview of structure and transaction rationale			
1.35.	<input type="checkbox"/>	<input type="checkbox"/>		Estimated timeline and sequence of events to closing			
1.36.	<input type="checkbox"/>	<input type="checkbox"/>		Describe integration process and expected timeline to complete assimilation			
1.37.	<input type="checkbox"/>	<input type="checkbox"/>		Outline challenges to integration (i.e. turnaround, personnel)			
1.38.	<input type="checkbox"/>	<input type="checkbox"/>		Describe expected synergies (i.e. consolidation of operating facilities, cost savings, etc.)			
1.39.	<input type="checkbox"/>	<input type="checkbox"/>		Provide a schedule of existing and projected earnings			
1.40.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss acquisition candidate's philosophy towards merger			
1.41.	<input type="checkbox"/>	<input type="checkbox"/>	Regulations	Business licenses			
1.42.	<input type="checkbox"/>	<input type="checkbox"/>		Environmental permits (EPA) for building contracts			
1.43.	<input type="checkbox"/>	<input type="checkbox"/>		Workers' health and safety permits, insurance			
1.44.	<input type="checkbox"/>	<input type="checkbox"/>	Succession Plan	Description of how the business operates without the current management			
1.45.	<input type="checkbox"/>	<input type="checkbox"/>		Reasoning for current management's desire to divest or sell the business			

1.46.	<input type="checkbox"/>	<input type="checkbox"/>	Brief review of ESOP formation			
1.47.	<input type="checkbox"/>	<input type="checkbox"/>	Vesting schedules			
1.48.	<input type="checkbox"/>	<input type="checkbox"/>	Share repurchase strategy			

2. Marketing, Products, Sales, Service

Item	Yes	N/A	Description	T2C	C2C	Comments	
2.1.	<input type="checkbox"/>	<input type="checkbox"/>	Industry & Competitive Market Analysis				
				Overview of Market size (current and future); Market growth rate; Market profitability; Industry cost structure; Distribution channels; Market trends			
2.2.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss current industry specific trends and how these trends affect the Company/programs			
2.3.	<input type="checkbox"/>	<input type="checkbox"/>		Overview of government budgetary historical and projected expenditures as they relate to the Company			
2.4.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss Company's market share in each market segment			
2.5.	<input type="checkbox"/>	<input type="checkbox"/>		Review of applicable procurement trends at major federal agencies that relate to the Company			
2.6.	<input type="checkbox"/>	<input type="checkbox"/>		List primary competitors by division or market segment and their respective market share			
2.7.	<input type="checkbox"/>	<input type="checkbox"/>		Competition by product line (include contact details, market size, market share, and competitive advantages and disadvantages)			
2.8.	<input type="checkbox"/>	<input type="checkbox"/>		List Company's strengths, weaknesses, opportunities, and threats (SWOT)			
2.9.	<input type="checkbox"/>	<input type="checkbox"/>		List primary competitors strengths, weaknesses, opportunities, and threats (SWOT)			
2.10.	<input type="checkbox"/>	<input type="checkbox"/>		Review basis of competition (technical performance, price, contract/relationship history, etc.)			
2.11.	<input type="checkbox"/>	<input type="checkbox"/>	Discuss target market segments (including total				

2.12.	<input type="checkbox"/>	<input type="checkbox"/>		market size and forecasts)			
				List any relevant industry reports the Company has used			
2.13.	<input type="checkbox"/>	<input type="checkbox"/>		List Trade publications and contact information			
2.14.	<input type="checkbox"/>	<input type="checkbox"/>	Marketing, Products, Sales, and Service	Outline strategy for each product line or division			
2.15.	<input type="checkbox"/>	<input type="checkbox"/>		Review selling or bid and proposal process (i.e. authorization of proposals)			
2.16.	<input type="checkbox"/>	<input type="checkbox"/>		Bid and proposal win rates by division (new business and compete) on both a dollar and volume basis (last 3 years)			
2.17.	<input type="checkbox"/>	<input type="checkbox"/>		Any contemplated changes to strategy, specifically distribution, pricing, and performance in relation to recent acquisition(s) or market trends			
2.18.	<input type="checkbox"/>	<input type="checkbox"/>		Outline sales/marketing coverage model (i.e. personnel, budgets, etc.)			
2.19.	<input type="checkbox"/>	<input type="checkbox"/>		Impact of internet or other media to current marketing strategy			
2.20.	<input type="checkbox"/>	<input type="checkbox"/>		Current and historical market research/customer surveys			
2.21.	<input type="checkbox"/>	<input type="checkbox"/>		Product rollout schedule and product life cycle			
2.22.	<input type="checkbox"/>	<input type="checkbox"/>		Copies of patents, trademarks or other intellectual property filed or obtained			
2.23.	<input type="checkbox"/>	<input type="checkbox"/>		Pricing strategy of product or service			
2.24.	<input type="checkbox"/>	<input type="checkbox"/>	Descriptions of existing partners and joint ventures				
2.25.	<input type="checkbox"/>	<input type="checkbox"/>	Distribution channels and methods				
2.26.	<input type="checkbox"/>	<input type="checkbox"/>	Promotion tactics				
2.27.	<input type="checkbox"/>	<input type="checkbox"/>	Top-10 customers by product line and total installed base				
2.28.	<input type="checkbox"/>	<input type="checkbox"/>	Sales and marketing presentations and campaigns				
2.29.	<input type="checkbox"/>	<input type="checkbox"/>	Features and benefits of product offerings				
2.30.	<input type="checkbox"/>	<input type="checkbox"/>	Product catalogs and brochures				

2.31.	<input type="checkbox"/>	<input type="checkbox"/>		Press releases or articles written about the organization (last 3 years)			
2.32.	<input type="checkbox"/>	<input type="checkbox"/>		Professional affiliations and associations			
2.33.	<input type="checkbox"/>	<input type="checkbox"/>		Customer service strategy			
2.34.	<input type="checkbox"/>	<input type="checkbox"/>	Transactions & Contracts with Affiliated Parties	Revenue and EBITDA/profit for major customers/contracts/programs/products (last 3 years)			
2.35.	<input type="checkbox"/>	<input type="checkbox"/>		Discussion of margins and trends for customer/contract/program/product categories			
2.36.	<input type="checkbox"/>	<input type="checkbox"/>		Customer/contract/program/product concentrations			
2.37.	<input type="checkbox"/>	<input type="checkbox"/>		Total revenue for top 10 (last 3 years) Total EBITDA/margin for top 10 (last 3 years)			
2.38.	<input type="checkbox"/>	<input type="checkbox"/>		Major customers/contracts/programs/products gained or lost (last 3 years)			
2.39.	<input type="checkbox"/>	<input type="checkbox"/>		Major customer/contract/program/product descriptions including scope of work, terms, contract type, period of performance, cost basis, status (prime/sub), along with discussion of renewal risk			
2.40.	<input type="checkbox"/>	<input type="checkbox"/>		Contract backlog/booking report including a breakdown of contract ceiling, funded and unfunded values, revenue-to-date, and estimated remaining value			
2.41.	<input type="checkbox"/>	<input type="checkbox"/>		Projected backlog forecast/waterfall showing revenue based on existing, follow-on, and new business			
2.42.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss any contracts performing at a loss			
2.43.	<input type="checkbox"/>	<input type="checkbox"/>		Revenue by contract vehicle (i.e., FP, CP, T&M) (last 3 years)			
2.44.	<input type="checkbox"/>	<input type="checkbox"/>	Revenue by international vs. domestic				
2.45.	<input type="checkbox"/>	<input type="checkbox"/>	Discuss pricing dynamics and trends				
2.46.	<input type="checkbox"/>	<input type="checkbox"/>	Discuss collection process and terms extended				
2.47.	<input type="checkbox"/>	<input type="checkbox"/>	Major contracts by product line				

2.48.	<input type="checkbox"/>	<input type="checkbox"/>		Support/maintenance contracts			
2.49.	<input type="checkbox"/>	<input type="checkbox"/>		Warranties and guarantees			
2.50.	<input type="checkbox"/>	<input type="checkbox"/>		Other customer-related contracts			
2.51.	<input type="checkbox"/>	<input type="checkbox"/>		Supplier contracts			
2.52.	<input type="checkbox"/>	<input type="checkbox"/>	Technology	Assess the impact of technology changes on business or industry			
2.53.	<input type="checkbox"/>	<input type="checkbox"/>		Technology strategy in place			
2.54.	<input type="checkbox"/>	<input type="checkbox"/>		Overall technology/engineering capabilities			
2.55.	<input type="checkbox"/>	<input type="checkbox"/>		Technical competitive advantages and weaknesses			
2.56.	<input type="checkbox"/>	<input type="checkbox"/>		Technical personnel professional level			
2.57.	<input type="checkbox"/>	<input type="checkbox"/>		Copies of user documentation by product (current and historical)			
2.58.	<input type="checkbox"/>	<input type="checkbox"/>		Copies of technical requirements, code strategy by product (current and historical)			
2.59.	<input type="checkbox"/>	<input type="checkbox"/>		Development process			
2.60.	<input type="checkbox"/>	<input type="checkbox"/>		Current research & development programs			
2.61.	<input type="checkbox"/>	<input type="checkbox"/>	Manufacturing	Describe manufacturing process for each product line			
2.62.	<input type="checkbox"/>	<input type="checkbox"/>		Describe present usage of facilities and equipment			
2.63.	<input type="checkbox"/>	<input type="checkbox"/>		List production capabilities by facility and discuss current utilization of capacity (% capacity, number of shifts/plant)			
2.64.	<input type="checkbox"/>	<input type="checkbox"/>		Summary of quality assurance programs/procedures			
2.65.	<input type="checkbox"/>	<input type="checkbox"/>	Risk Factors & Mitigation	Critical risks and problems including, but not limited to the following:			
2.65.1.	<input type="checkbox"/>	<input type="checkbox"/>		• price cutting by competitors			
2.65.2.	<input type="checkbox"/>	<input type="checkbox"/>		• potentially unfavorable industry-wide trends			
2.65.3.	<input type="checkbox"/>	<input type="checkbox"/>		• design or operating costs overruns			
2.65.4.	<input type="checkbox"/>	<input type="checkbox"/>		• sales projections not achieved			

2.65.5.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> • development schedules not met 			
2.65.6.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> • difficulties or long lead times for procurement of materials 			
2.65.7.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> • difficulties in obtaining bank line of credit 			
2.65.8.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> • cost overruns in R&D 			
2.65.9.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> • lack of availability of trained labor 			
2.65.10.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> • others specific to industry 			
2.66.	<input type="checkbox"/>	<input type="checkbox"/>	Suppliers & Subcontractors	Discuss relationships with primary suppliers			
2.67.	<input type="checkbox"/>	<input type="checkbox"/>		Supplier volumes and degree of concentration			
2.68.	<input type="checkbox"/>	<input type="checkbox"/>		Total purchases from top 10 suppliers by product category (last 3 years)			
2.69.	<input type="checkbox"/>	<input type="checkbox"/>		Major suppliers gained or lost (last 3 years)			
2.70.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss purchasing power relative to competition			
2.71.	<input type="checkbox"/>	<input type="checkbox"/>		Summary of agreements or contracts with major suppliers			
2.72.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss any relevant pricing trends			
2.73.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss material prices, pricing dynamics, and trends			
2.74.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss relationships with primary subcontractors			
2.75.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss relevant technical skills of subcontractor base			
2.76.	<input type="checkbox"/>	<input type="checkbox"/>	Summary of teaming arrangements with major subcontractors				
2.77.	<input type="checkbox"/>	<input type="checkbox"/>	Discuss trends in subcontractor staffing				
2.78.	<input type="checkbox"/>	<input type="checkbox"/>	Inventory	Inventory analysis by product line (i.e. raw materials, work-in-process, finished goods, age)			
2.79.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss inventory controls			

3. Financial and Operations

Item	Yes	N/A		Description	T2C	C2C	Comments
3.1.	<input type="checkbox"/>	<input type="checkbox"/>	Accounting Methods	Summary of significant accounting policies, including comparison and contrast to industry specific nuances			
3.2.	<input type="checkbox"/>	<input type="checkbox"/>		Discussion of internal accounting controls			
3.3.	<input type="checkbox"/>	<input type="checkbox"/>		Review any adjustments required for GAAP			
3.4.	<input type="checkbox"/>	<input type="checkbox"/>		Outline revenue recognition methodology (i.e. cash, accrual, etc.)			
3.5.	<input type="checkbox"/>	<input type="checkbox"/>		Outline pension funding policy			
3.6.	<input type="checkbox"/>	<input type="checkbox"/>	Accounting & Tax Planning	Discussion of write-offs, non-recurring items, and discontinued operations			
3.7.	<input type="checkbox"/>	<input type="checkbox"/>		Discussion of major balance sheet accounts (i.e. short-term/long-term debt schedules)			
3.8.	<input type="checkbox"/>	<input type="checkbox"/>		Discussion of any major reserves related to accounts receivable, inventory, and bad debt (last 3 years)			
3.9.	<input type="checkbox"/>	<input type="checkbox"/>		Review off-balance sheet items (joint ventures, minority investments, venture investments, and contingent liabilities)			
3.10.	<input type="checkbox"/>	<input type="checkbox"/>		Identify any major tax issues (related to acquisition or otherwise)			
3.11.	<input type="checkbox"/>	<input type="checkbox"/>	Audited Financial Statements	Auditor's review letters and annual management letters (last 3 years)			
3.12.	<input type="checkbox"/>	<input type="checkbox"/>		Three years of quarterly historical statements:			
3.12.1.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> Income statement (P&L) by division (if applicable) 			
3.12.2.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> Balance sheet 			
3.12.3.	<input type="checkbox"/>	<input type="checkbox"/>	<ul style="list-style-type: none"> Statement of cash flows 				

3.12.4.	<input type="checkbox"/>	<input type="checkbox"/>		• Statement of shareholders' equity			
3.13.	<input type="checkbox"/>	<input type="checkbox"/>		CYTD statements (by division if applicable)			
3.14.	<input type="checkbox"/>	<input type="checkbox"/>		Historical Management/Financial reporting packages (last 3 years)			
3.15.	<input type="checkbox"/>	<input type="checkbox"/>		Accountant prepared due diligence report			
3.16.	<input type="checkbox"/>	<input type="checkbox"/>		Review distribution and concentrations in revenues and EBITDA within divisions			
3.17.	<input type="checkbox"/>	<input type="checkbox"/>		Detail historical growth – acquisition versus organic			
3.18.	<input type="checkbox"/>	<input type="checkbox"/>		Volume and pricing by quarter (last 3 years)			
3.19.	<input type="checkbox"/>	<input type="checkbox"/>		Research & development expenditures (last 3 years)			
3.20.	<input type="checkbox"/>	<input type="checkbox"/>	Budgeting	Review of actual versus budgeted results (last 3 years)			
3.21.	<input type="checkbox"/>	<input type="checkbox"/>		Outline fixed versus variable expenses			
3.22.	<input type="checkbox"/>	<input type="checkbox"/>		Discussion of corporate allocations			
3.23.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss seasonality of business and impact on working capital needs			
3.24.	<input type="checkbox"/>	<input type="checkbox"/>		Plans for future financing arrangements			
3.25.	<input type="checkbox"/>	<input type="checkbox"/>		Outline budget / long-term planning process			
3.26.	<input type="checkbox"/>	<input type="checkbox"/>	Projections	Provide detailed financial model for pro forma Company (including acquisitions)			
3.27.	<input type="checkbox"/>	<input type="checkbox"/>		Projected income statement with breakout of synergies (10 years)			
3.28.	<input type="checkbox"/>	<input type="checkbox"/>		Projected revenue, gross profit, operating profit, and EBITDA by division/program/contract/product (10 years)			
3.29.	<input type="checkbox"/>	<input type="checkbox"/>		Projected balance sheet (10 years)			
3.30.	<input type="checkbox"/>	<input type="checkbox"/>		Projected cash flow statement (10 years)			
3.31.	<input type="checkbox"/>	<input type="checkbox"/>		Capital expenditure plans (10 years)			
3.32.	<input type="checkbox"/>	<input type="checkbox"/>		Detailed description of projection assumptions (i.e. revenue growth, EBITDA margin, etc.)			

3.33.	<input type="checkbox"/>	<input type="checkbox"/>		Monthly sales projections and sales pipeline over next 18 months, including assumptions (by division if applicable)			
3.34.	<input type="checkbox"/>	<input type="checkbox"/>		Contemplated restructuring programs and cost/benefit analysis			
3.35.	<input type="checkbox"/>	<input type="checkbox"/>		Areas for potential acquisition synergies, in terms of revenue enhancement and cost savings			
3.36.	<input type="checkbox"/>	<input type="checkbox"/>		Outline of capital needs and impact on capital structure			
3.37.	<input type="checkbox"/>	<input type="checkbox"/>	Key Financial Ratios	Liquidity			
3.38.	<input type="checkbox"/>	<input type="checkbox"/>		Leverage			
3.39.	<input type="checkbox"/>	<input type="checkbox"/>		Operating efficiency			
3.40.	<input type="checkbox"/>	<input type="checkbox"/>		Profitability			
3.41.	<input type="checkbox"/>	<input type="checkbox"/>		Return to investors			
3.42.	<input type="checkbox"/>	<input type="checkbox"/>		Corporate Philanthropy exceeds US national average			
3.43.	<input type="checkbox"/>	<input type="checkbox"/>		Job Creation			
3.44.	<input type="checkbox"/>	<input type="checkbox"/>		Industry comparison & contrast			
3.45.	<input type="checkbox"/>	<input type="checkbox"/>	Taxes & Audits	Historical tax rate			
3.46.	<input type="checkbox"/>	<input type="checkbox"/>		Federal and state net operating loss carryforwards			
3.47.	<input type="checkbox"/>	<input type="checkbox"/>		Tax returns (3 Years personal & business)			
3.48.	<input type="checkbox"/>	<input type="checkbox"/>		Summary results of all tax examinations and audits			
3.49.	<input type="checkbox"/>	<input type="checkbox"/>	Receivables	Accounts receivable turnover			
3.50.	<input type="checkbox"/>	<input type="checkbox"/>		Accounts receivable / payable aging schedule			
3.51.	<input type="checkbox"/>	<input type="checkbox"/>		Accounts receivable / payable control and credit policy			
3.52.	<input type="checkbox"/>	<input type="checkbox"/>		Accounts receivable / payable seasonality			
3.53.	<input type="checkbox"/>	<input type="checkbox"/>	Capital Expenditures	Last three years			
3.54.	<input type="checkbox"/>	<input type="checkbox"/>		Five-year gross projection			

3.55.	<input type="checkbox"/>	<input type="checkbox"/>		Detailed priority list			
3.56.	<input type="checkbox"/>	<input type="checkbox"/>	Tangible Property	List all real estate owned by the company, including but not limited to the following:			
3.56.1.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> improvements 			
3.56.2.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> assessed valuation and amount of current real estate taxes 			
3.56.3.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> mortgages, including amount, rate of interest, and due date 			
3.56.4.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> liens or encumbrances 			
3.56.5.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> estimated present value 			
3.56.6.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> copies of documents of title, mortgages, deeds of trust, leases and security agreements pertaining to the properties listed above 			
3.57.	<input type="checkbox"/>	<input type="checkbox"/>	Property Leases	List all real estate leased by the company, including but not limited to the following:			
3.57.1.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> amount of space per location 			
3.57.2.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> rent fixed and contingencies per location 			
3.57.3.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> lease terms per location 			
3.57.4.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> minimum total gross rental obligations to expiration of all leases in force 			
3.58.	<input type="checkbox"/>	<input type="checkbox"/>	Equipment	List (itemized separately)			
3.58.1.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> Depreciation method 			
3.58.2.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> Age of primary equipment and categories 			
3.58.3.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> Liquidation value 			
3.58.4.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> Replacement value 			
3.59.	<input type="checkbox"/>	<input type="checkbox"/>	Other Leases	Lenders (itemized separately)			
3.59.1.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> Terms 			
3.59.2.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> Interest rate 			
3.59.3.	<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> Payment schedule 			

3.60.	<input type="checkbox"/>	<input type="checkbox"/>	Licensing	Product / Service licenses owned and/or used			
3.61.	<input type="checkbox"/>	<input type="checkbox"/>		Copy of any license, private label, royalty, OEM or agreements that affect the proprietary nature of any of the company's product(s) or service(s)			
3.62.	<input type="checkbox"/>	<input type="checkbox"/>		Permits for conduct of business, including licenses, franchises, concessions, and distributorship agreements and conditional sales contracts			
3.63.	<input type="checkbox"/>	<input type="checkbox"/>		List of all locations where the parent and its subsidiaries are authorized to do business.			
3.64.	<input type="checkbox"/>	<input type="checkbox"/>		International - Authorization to operate in each location outside the United States			
3.65.	<input type="checkbox"/>	<input type="checkbox"/>	Litigation / Arbitration	Current litigation and potential damages			
3.66.	<input type="checkbox"/>	<input type="checkbox"/>		Potential litigation and potential damages			
3.67.	<input type="checkbox"/>	<input type="checkbox"/>		Associated with any material outstanding payments or debts of any kind			
3.68.	<input type="checkbox"/>	<input type="checkbox"/>	Government	Summary of status with government regulatory agencies (IRS, EPA, OSHA, etc.)			
3.69.	<input type="checkbox"/>	<input type="checkbox"/>		SEC Filings (last 3 years)			
3.70.	<input type="checkbox"/>	<input type="checkbox"/>		Review of environmental issues			
3.71.	<input type="checkbox"/>	<input type="checkbox"/>	Insurance	Provide insurance coverage for major operations			
3.71.1.	<input type="checkbox"/>	<input type="checkbox"/>		• Property & Casualty			
3.71.2.	<input type="checkbox"/>	<input type="checkbox"/>		• Liability			
3.71.3.	<input type="checkbox"/>	<input type="checkbox"/>		• Key-person replacement (not life)			
3.71.4.	<input type="checkbox"/>	<input type="checkbox"/>		• Errors & Omissions; Officers & Directors and/or other indemnification			
3.71.5.	<input type="checkbox"/>	<input type="checkbox"/>		• Workers' compensation / history of workers' compensation claims			
3.71.6.	<input type="checkbox"/>	<input type="checkbox"/>		• Other			
3.72.	<input type="checkbox"/>	<input type="checkbox"/>	Information Systems	Description of infrastructure			
3.73.	<input type="checkbox"/>	<input type="checkbox"/>		Security layers			
3.74.	<input type="checkbox"/>	<input type="checkbox"/>		Backup strategy			

3.75.	<input type="checkbox"/>	<input type="checkbox"/>	Risk Factors & Mitigation	Critical risks and problems including, but not limited to the following:			
3.75.1.	<input type="checkbox"/>	<input type="checkbox"/>		• economic			
3.75.2.	<input type="checkbox"/>	<input type="checkbox"/>		• political			
3.75.3.	<input type="checkbox"/>	<input type="checkbox"/>		• legislative / judicial			
3.75.4.	<input type="checkbox"/>	<input type="checkbox"/>		• taxation			
3.75.5.	<input type="checkbox"/>	<input type="checkbox"/>		• other financial / operational risks			

4. Human Resources

Item	Yes	N/A		Description	T2C	C2C	Comments
4.1.	<input type="checkbox"/>	<input type="checkbox"/>	Management	Organizational chart (including number of employees by department)			
4.2.	<input type="checkbox"/>	<input type="checkbox"/>		Biographies of officers and directors			
4.3.	<input type="checkbox"/>	<input type="checkbox"/>		Resumes for key managers and key employees			
4.4.	<input type="checkbox"/>	<input type="checkbox"/>		Physician's report for officers and key personnel (clean bill-of-health)			
4.5.	<input type="checkbox"/>	<input type="checkbox"/>		Management stock ownership and incentive programs			
4.6.	<input type="checkbox"/>	<input type="checkbox"/>		Has any officer, director, or major shareholder ever had any difficulties of any nature with the Securities and Exchange Commission (SEC), and/or the national Association of Securities Dealer (NASD), FINRA or any state securities commission or agency? If yes, describe the circumstances in detail.			
4.7.	<input type="checkbox"/>	<input type="checkbox"/>		Has any officer, director, or major shareholder ever been convicted of a felony? If yes, describe the circumstances in detail.			
4.8.	<input type="checkbox"/>	<input type="checkbox"/>		Has any officer, director, or major shareholder ever been under indictment, investigation, or threatened by the SEC, NASD, FINRA, a state commission, or a public agency with prosecution			

			for violation of a state or federal statute? If yes, describe the circumstances in detail.			
4.9.	<input type="checkbox"/>	<input type="checkbox"/>	Has any officer, director, or major shareholder ever been adjudicated as bankrupt? If yes, describe the circumstances in detail.			
4.10.	<input type="checkbox"/>	<input type="checkbox"/>	Current will and notarized "Family Love Letter"			
4.11.	<input type="checkbox"/>	<input type="checkbox"/>	Compensation and Benefits Cash compensation per employee (including salary, bonuses, commissions)			
4.12.	<input type="checkbox"/>	<input type="checkbox"/>	Summary of standard employee benefits (such as medical insurance, disability insurance, vacation)			
4.13.	<input type="checkbox"/>	<input type="checkbox"/>	Copies of 401(k) and other qualified pension and profit-sharing plans			
4.14.	<input type="checkbox"/>	<input type="checkbox"/>	Incentive compensation			
4.15.	<input type="checkbox"/>	<input type="checkbox"/>	Other Ownership interest			
4.16.	<input type="checkbox"/>	<input type="checkbox"/>	Provide number of employees and their detailed functional breakdown (i.e. number of PhD's, M.A.s, engineers, technicians, medical personnel, etc.)			
4.17.	<input type="checkbox"/>	<input type="checkbox"/>	Employee Census Chart including but not limited to: Age; Education; Title and function; responsibilities; Length of service with company; Posts held and functions performed for the company prior to present post; Compensation; Past business associations and posts held; Special distinctions; Other directorates or present business affiliations			
4.18.	<input type="checkbox"/>	<input type="checkbox"/>	Employment and related confidentiality/non-compete contracts			
4.19.	<input type="checkbox"/>	<input type="checkbox"/>	Performance evaluation criteria			
4.20.	<input type="checkbox"/>	<input type="checkbox"/>	Discuss use of workers to address seasonal demand			
4.21.	<input type="checkbox"/>	<input type="checkbox"/>	Material transactions with insiders or associates of insiders			

4.22.	<input type="checkbox"/>	<input type="checkbox"/>		Discuss any collective bargaining agreements currently in place and the number of employees under such agreements			
4.23.	<input type="checkbox"/>	<input type="checkbox"/>		Review any recent management changes			
4.24.	<input type="checkbox"/>	<input type="checkbox"/>	References	Executives: Three personal and professional references for each, including one from senior head of house of worship			
4.25.	<input type="checkbox"/>	<input type="checkbox"/>		Attorney: All legal relationships			
4.26.	<input type="checkbox"/>	<input type="checkbox"/>		All directors and significant affiliates: include brief biographies			
4.27.	<input type="checkbox"/>	<input type="checkbox"/>		Investors: List all individuals and institutional investors			
4.28.	<input type="checkbox"/>	<input type="checkbox"/>		Customers: List of top 10			
4.29.	<input type="checkbox"/>	<input type="checkbox"/>		Strategic Partners: List of top 10			
4.30.	<input type="checkbox"/>	<input type="checkbox"/>		Consultants, freelance workers: (current and historical)			
4.31.	<input type="checkbox"/>	<input type="checkbox"/>		Accountants, Insurance, Trustees and Transfer Agents: (current and historical)			
4.32.	<input type="checkbox"/>	<input type="checkbox"/>		Bankers and creditors: (current and historical)			
4.33.	<input type="checkbox"/>	<input type="checkbox"/>		Associations: All industry associations in which company and management are affiliated or active			

Submitted By:

Principal Signature: _____
 [Click [here](#) and type Organization]

Submittal Date: _____

Note: As of the date above, you acknowledge that all information provided by you is accurate and true. Please attach separately any supplemental items or facts not otherwise included in this general list. For those items you wish to provide additional commentary, please reference the corresponding item number for each description matter. Thank you.