

LEGAL NOTICE OF CLASS ACTION

If you are a former client of RSM EquiCo who signed a Platform agreement with RSM EquiCo but were not marketed, this class action lawsuit may affect your rights.

SUPERIOR COURT OF CALIFORNIA, COUNTY OF ORANGE
Case No. 06CC00137

DO RIGHT'S PLANT GROWERS, a California Corporation, GOLDEN EAGLE MOVING SERVICES, a California Corporation, in their Corporate Capacity and on Behalf of All Others Similarly Situated,

Plaintiffs,

vs.

RSM EQUICO, INC., a Delaware Corporation; RSM MCGLADREY, INC., a Delaware Corporation; RSM EQUICO CAPITAL MARKETS, LLC; RSM MCGLADREY BUSINESS SERVICES, INC., and DOES 2 to 100, Inclusive,

Defendants.

YOU ARE NOT BEING SUED

A court authorized this notice. This is not a solicitation from a lawyer.

- Former clients of RSM EquiCo, Inc. (referred to as "RSM EquiCo") have filed a lawsuit that alleges, among other things, that RSM EquiCo entered into Platform agreements with its clients without disclosing the percentages of its clients that were actually marketed or sold by RSM EquiCo's investment banking subsidiary. The lawsuit also names as additional parties entities that are related to RSM EquiCo (collectively referred to as "Defendants.")
- The Superior Court of Orange County (referred to as the "Court") has allowed the lawsuit to proceed as a class action on behalf of all United States clients of RSM EquiCo who signed a Platform agreement with RSM EquiCo but were not marketed by Defendants.
- The Court has not determined who is right or wrong in this lawsuit. However, your legal rights may be affected, and **you have a choice to make now.**

What is this Lawsuit About?

This is a CLASS ACTION lawsuit and it is called:

DO RIGHT'S PLANT GROWERS, a California Corporation, GOLDEN EAGLE MOVING SERVICES, a California Corporation, in their Corporate Capacity and on Behalf of All Others Similarly Situated vs. RSM EQUICO, INC., a Delaware Corporation; RSM MCGLADREY, INC., a Delaware Corporation; RSM EQUICO CAPITAL MARKETS, LLC; RSM MCGLADREY BUSINESS SERVICES, INC., and DOES 2 to 100, Inclusive

This CLASS ACTION is proceeding in the Orange County Superior Court, 700 Civic Center Drive West, Santa Ana, California, on behalf of all United States clients of RSM EquiCo who signed a Platform agreement with RSM EquiCo but were not marketed by Defendants.

This CLASS ACTION alleges causes of action against the Defendants for fraud (concealment), fraud (intentional misrepresentation), negligent misrepresentation, breach of written contract, breach of oral contract, rescission, violation of California Business and Professions Code, sections 17200 and 17500, *et seq.*, and conversion.

The Defendants deny the allegations in Plaintiffs' complaint, and deny that they did anything unlawful or improper. The Court is neutral with respect to Plaintiffs' and Defendants' claims, and the Court has not determined who is right or wrong in this lawsuit.

Who is a Member of the Class?

The class is defined as all United States clients of RSM EquiCo who signed a Platform agreement with RSM EquiCo but were not marketed by Defendants (collectively referred to as "the Class.")

Who Represents You?

Do Right's Plant Growers, a California Corporation, and Golden Eagle Moving Services, a California Corporation, are class members like you, and the Court has accepted them as the "Class Representatives."

The Court designated **RINGLER KEARNEY ALVAREZ, LLP**, 633 West Fifth Street, 28th Floor, Los Angeles, California 90071, and **McNICHOLAS & McNICHOLAS, LLP** 10866 Wilshire Blvd, Suite 1400 Los Angeles, CA 90024, to represent you as "Class Counsel." You do not have to pay Class Counsel, or anyone else, to participate. Instead, if they get money or benefits for the Class, they will ask the Court for attorneys' fees and costs, which could be paid either by the Defendants or out of any money recovered for the Class, or both. However, ANY fee paid to Class Counsel must be approved by the Court.

You do not have to use Class Counsel. You have the right to hire your own lawyer to appear in Court for you in this lawsuit; however, if you do, you are responsible for paying that lawyer.

What is the Benefit of Being a Class Member?

If the Class Representatives are successful at proving their allegations at trial on behalf of the Class, class members could be reimbursed for all or a portion of the money they paid to RSM EquiCo as a Platform fee less any attorneys' fees and other expenses awarded to "Class Counsel" (described above) by the Court. There is no money available now and no guarantee that there ever will be any money for the Class.

What is the Risk of Being a Class Member?

If the Class Representatives lose at trial, you will be bound by that judgment in favor of Defendants. You will not be able to sue Defendants in another lawsuit for any claims you believe you have as a result of your dealings with Defendants that arise out of the subject matter of this lawsuit.

What Are Your Options?

You have to choose if you do not want to stay in the Class or not. You must decide this now. To stay in the Class, you do not have to do anything; you are automatically in the Class unless you ask to exclude yourself, as set forth below. If you stay in the Class, you will be legally bound by all orders and judgments of the Court. If money or benefits are obtained, you will be notified about how to get a share. If you stay in the Class, you won't be able to sue, or continue to sue, Defendants – as part of any other lawsuit – for any claims you believe you have as a result of your dealings with Defendants that arise out of the subject matter of this lawsuit.

If you decide to exclude yourself from the Class, or "opt out" of the Class, you cannot get money or benefits from this lawsuit if any are awarded, but will retain your right to sue the Defendants for any claims you may have, now or in the future, and will not be bound by any orders, judgments or settlements in this lawsuit, favorable or not. To be excluded, send a letter or postcard postmarked no later than _____, _____ to: RSM EquiCo Action, McNICHOLAS & McNICHOLAS, LLP, 10866 Wilshire Blvd., Suite 1400, Los Angeles, CA 90024, that says you want to opt out from *Do Right's v. RSM EquiCo, Inc.* Include the name of your business, your name, your title, address, and telephone number.

Please keep your address current – If you should change your address, or if this Notice is not mailed to your correct address, you should immediately provide your current address to McNicholas & McNicholas, LLP (identified below) by letter, fax, or e-mail to ensure that you receive future communications about this lawsuit. If McNicholas & McNicholas, LLP does not have your correct address, you might not receive notice of important developments in this lawsuit and you might not receive your share of money, if any, recovered by the Class.

How Can You Get More Information?

If you have questions or want other documents about this lawsuit and your rights, visit <http://www.rkallp.com>, www.mcnicholaslaw.com, or write to: RINGLER KEARNEY ALVAREZ, LLP, 633 West Fifth Street, 28th Floor, Los Angeles, California 90071, or McNICHOLAS & McNICHOLAS, LLP, 10866 Wilshire Blvd, Suite 1400 Los Angeles, CA 90024.

**DO NOT CONTACT THE COURT REGARDING THIS NOTICE. THE COURT
WILL NOT ANSWER QUESTIONS ABOUT THIS NOTICE.**