
From: Andy Altahawi [mailto: [REDACTED]]
Sent: Tuesday, January 26, 2016 3:40 PM
To: 'Dennis Brewer' < [REDACTED]>
Subject: RE: Status

Dennis – Sorry, I was in meetings this morning. Nothing committed yet, I am working with potential investors still.

Andy

From: Dennis Brewer [mailto: [REDACTED]]
Sent: Tuesday, January 26, 2016 6:45 AM
To: [REDACTED]
Subject: Status

Andy - Any news? We have opportunities galore but no cash to execute.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Friday, January 29, 2016 10:40 AM
To: [REDACTED]
Subject: Update

Barry – Just a quick update – We have five people strongly interested in our debt but none has made a move as yet. We have the Kuwait sovereign wealth fund interested in our private placement as well as one \$7 million investor who wants a Board seat and will commit once someone else has committed – does not want to be the first major outside equity money into the deal. We also have three land for stock swap proposals out totaling \$106 million. Not sure whether the turmoil in the markets is slowing people down or not but we are full speed ahead in terms of trying to get these financings closed.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Wednesday, February 3, 2016 6:43 AM
To: [REDACTED]
Subject: Status

Akshay – Any sign of progress with your investor contact or is this dead? To make the projections I shared work in the allotted time, we need to start operations in February.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
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www.winnettorganics.com



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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Saturday, February 6, 2016 2:16 PM
To: 'Raymond Sullivan'
Subject: RE: Family Office

Yes, with Whitehall & Company.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

From: Raymond Sullivan [mailto:[REDACTED]]
Sent: Saturday, February 6, 2016 2:14 PM
To: Dennis Brewer <[REDACTED]>
Subject: Re: Family Office

Dennis,

Is this the lead from Mike Castro? Is the meeting in NY?

Ray

Sent from my iPhone

On Feb 5, 2016, at 4:24 PM, Dennis Brewer <[REDACTED]> wrote:

Okay, thanks. Just following up every possible lead.

FYI, expect to have a conversation re \$100MM equity placement next week.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com

<image002.png>

Organic Fresh Food Specialists

From: Raymond Sullivan [mailto: [REDACTED]]
Sent: Friday, February 5, 2016 4:23 PM
To: Dennis Brewer < [REDACTED]>
Subject: Re: Family Office

No.

I did run it by him. He said they had no interest.

Ray

Sent from my iPhone

On Feb 5, 2016, at 4:21 PM, Dennis Brewer < [REDACTED]> wrote:

Did your family office contact ever come through with anything?

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com

<image001.png>

Organic Fresh Food Specialists

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Monday, February 8, 2016 11:23 AM
To: [REDACTED]
Subject: \$10 MM Property Conveyance
Attachments: WinnettOrganics Rev4 Kingman Hyder Gerlach 2016 Proforma 160128.xlsx

Akshay – The owner of Kingman Farms has agreed to lease 6,000 acres and convey \$10 million in farmland to Winnett Perico upon receipt of a \$1 million deposit. Let's discuss how we get to that point in the next two weeks. Your prospective investor would put up \$7 million, we would mortgage the property for an additional \$7 million and commence operations according to the attached pro forma. Please give me a call to discuss our next steps. Thanks

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Monday, February 8, 2016 7:40 PM
To: [REDACTED]
Subject: Lease

Barry – With your consent, I am going to change the entity on the lease to WinnettOrganics, Inc. which is the operating entity which will be farming your site and our other properties. We expect to provide your \$1 million deposit around the first of March, and possibly sooner. We are working with our investment banker to close on a \$7 million transaction and will conclude a \$10 million land swap (agreed today) immediately thereafter. I also expect to have word on a \$100 million equity transaction later in the week, though it is likely this one will take several months to close.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Monday, February 8, 2016 1:14 PM
To: Mike Castro; [REDACTED]
Cc: [REDACTED]
Subject: News
Attachments: WinnettOrganics Rev4 Kingman Hyder Gerlach 2016 Proforma 160128.xlsx

I reached agreement with Kingman Farms on the land swap and lease this morning. Will take effect as soon as we deliver \$1MM deposit. I have a \$7MM investor contact from a New York investment bank who is now likely to agree to invest. If all goes well, we will close these two deals in February and be on our way around March 1st. See the attached pro forma for our rollout plan for revenues and expenses.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
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www.winnettorganics.com



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May. We will ramp from the initial 1,500 acres until we are farming the entire 7,000 acres. We will also be setting up a terminal using portable pressure coolers and vacuum coolers. Since the project is currently off the grid, we will be using portable power for the first year of operation. Mike Castro will have overall responsibility for this project.

This is an exciting first step toward bringing up our entire 37,000 acre operation over the next two years.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com

<image002.png>
Organic Fresh Food Specialists

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Wednesday, February 10, 2016 1:40 PM
To: 'Greg Crossgrove'; 'Mike Castro VP Operations'
Subject: RE: Salome Ground

Excellent - we will be ready to commit end of month as best I know now. Still waiting for i-banker to return from being ill.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
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www.winnettorganics.com

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-----Original Message-----

From: Greg Crossgrove [mailto:[REDACTED]]
Sent: Wednesday, February 10, 2016 1:37 PM
To: Dennis Brewer CEO <[REDACTED]> Mike Castro VP Operations
<[REDACTED]>
Subject: Salome Ground

Gentlemen- I just got a call, the ground that Captiva is farming in Salome Arizona, could very well be available within days-weeks from now. The ground is ready to continue to farm organic, with leafy greens and commodity items, good water, I built the cooler and shipping pad- all concrete, Rick King helped me to redesign the roads and fields, we built a 13 million gallon reservoir, we installed all new underground pipelines etc. I built a food safety dense around the whole 600 acres with traps. This is about 600 acres ready to go, expand easy another 600, and even more when water is available. Rent, I think finalized somewhere in the \$300-400 per acre area.. This will go fast. Greg

Sent from my iPhone

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Saturday, February 13, 2016 7:14 PM
To: [REDACTED]
Subject: Kingman Property
Attachments: WinnettOrganics 26 Ranch Hyder Arizona Proforma 160203.xlsx; WP Executive Summary 160105.pdf

Ken – We expect to close on \$10 million of farmland in Kingman in early March. We would like to use this property as collateral for a \$7.5 million loan over a three year or longer period. Is this something the bank would be interested in doing? We are receiving the land in exchange for 1.82 million shares of common stock but I am still the only holder with more than 10% of our shares. We will have \$7 million of other investment in the company from another shareholder, so we would have a total of \$17 million in equity. We anticipate using the funds to commence operations on leased land and our own property in Kingman in late March, to be followed by operations in Hyder beginning in July. Our proforma and an Executive Summary are attached. Please let me know of any interest and an estimate of the time to close the transaction.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
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www.winnettorganics.com



Organic Fresh Food Specialists

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Sunday, February 14, 2016 12:29 PM
To: 'Mike Castro'
Subject: RE: Lettuce Configuration

Thanks for the explanation.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com

Organic Fresh Food Specialists

-----Original Message-----

From: Mike Castro [mailto:[REDACTED]]
Sent: Sunday, February 14, 2016 12:28 PM
To: Dennis Brewer <[REDACTED]>
Subject: Re: Lettuce Configuration

The. Crop starts out with solid set. You do a final weeding before heads start to form and you switch over to drip to finish the crop. The drip lines can be used several times and the quality is perfect.

Sent from my iPad

> On Feb 14, 2016, at 9:24 AM, Dennis Brewer <[REDACTED]> wrote:

>
> Looks great. I like the 80 inch bed idea. Do we need to use drip or
> would solid set work? The reason for my question is that we would want
> to use robotic weeders if possible to cut weeding labor cost per acre
> by ten-fold and that would work better with solid set. The flip side
> of that is the water savings with drip so I am not firm on using solid set.

>
> Regards,
> Dennis
>
> Dennis Brewer
> Chief Executive Officer
> Winnett Perico, Inc.
> 520-745-4403 970-744-3205
> www.winnettorganics.com
>

>
> Organic Fresh Food Specialists
>
>
> -----Original Message-----
> From: Mike Castro [mailto: [REDACTED]]
> Sent: Sunday, February 14, 2016 12:17 PM
> To: Dennis Brewer < [REDACTED]>
> Subject: Lettuce Configuration
>
>
> This is the Teixeira Family from Santa Maria Cal. They were some of
> the innovators of wide bed planting. Look at the six rows of lettuce n
> 80" bed with drip tape. This gives 33% more heads than the standard
> 40" double row scheme. This is what I have in mind for head lettuce.
> Sent from my iPad
>

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Tuesday, February 16, 2016 6:23 PM
To: 'Denny Pagel'
Subject: RE: \$7.5MM Loan
Attachments: WinnettOrganics Rev5 Kingman Hyder 2016 Proforma 160128.xlsx

Denny – Here is our monthly plan for 2016. I can provide a personal guarantee. My net worth excluding stock in the company is about \$500K of net after tax pay currently due which I will receive in conjunction with the investment by our other \$7MM investor the end of this month. My shares in the company are 16.2 million. The investor is paying \$5.50 per share for his shares. A cap table is included in the attached monthly plan. We will be using the funds from the line or loan to provide general working capital to support operations, essentially it is an operating line for inputs and payroll. I am stuck in the NYC area for now as we are still raising equity funds here. I would be happy to meet with you on the phone this week.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

From: Denny Pagel [mailto:[REDACTED]]
Sent: Tuesday, February 16, 2016 6:03 PM
To: Dennis Brewer <[REDACTED]>
Subject: RE: \$7.5MM Loan

This message was sent securely using ZixCorp.

Dennis: Thanks for the potential opportunity. I would like to meet with you personally to discuss the structure of the credit facility, use of funds and the likeliness of personal guarantees. Thanks again.

Denny Pagel

Market President
Great Western Bank
1721 N Arizona Ave, Ste #1
Chandler, AZ 85225
Phone: B 480 732 7495; cell 602 686 4031
Fax: 480 855 7294

From: Dennis Brewer [mailto:[REDACTED]]
Sent: Tuesday, February 16, 2016 4:57 AM

To: Denny Pagel
Cc: Todd Whisler
Subject: \$7.5MM Loan

We expect to close on \$10 million of farmland in Kingman in early March. We would like to use this property as collateral for a \$7.5 million loan over a three year or longer period. Is this something the bank would be interested in doing? We are receiving the land in exchange for 1.82 million shares of common stock but I am still the only holder with more than 10% of our shares. We will have \$7 million of other investment in the company from another shareholder, so we would have a total of \$17 million in equity. We anticipate using the funds to commence operations on leased land and our own property in Kingman in late March, to be followed by operations in Hyder beginning in July. Our proforma and an Executive Summary are attached. Please let me know of any interest and an estimate of the time to close the transaction.

Regards,
Dennis

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Tuesday, February 16, 2016 5:27 PM
To: 'Debbie Martin'
Subject: RE: Vacuum Cooling Information

Debbie – Please get me a price to purchase an eight pallet unit. We may buy a dozen of them to use at Kingman and Hyder in alternating seasons. We need to process around eight hundred pallets a day just for lettuce and four to six hundred a day for other commodities.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

From: Debbie Martin [mailto:[REDACTED]]
Sent: Tuesday, February 16, 2016 5:07 PM
To: [REDACTED]
Subject: Re: Vacuum Cooling Information

We do not have anything available in May. We could begin a possible year round lease in October. 40 trucks a day of lettuce with a total approaching 80 trucks per day, is that correct? Is that a full size tractor trailer? A single 8 pallet will not keep up with that demand. Expect to do 12-15 cycles per normal business day. Thats only about 120 pallets.

Happy Connecting. Sent from my Sprint Phone.

----- Original message-----

From: Dennis Brewer
Date: Tue, Feb 16, 2016 12:55 PM
To: 'Debbie Martin';
Subject: RE: Vacuum Cooling Information

Thanks, Debbie. The initial location is Kingman, AZ beginning in May, then moving to Hyder, AZ in October. We have a full variety of products we want to cool, a total of about 70 items are in our production schedule. Our primary products are leaf and iceberg lettuce. We will produce about 40 truckloads a day of leaf and iceberg and nearly the same of everything else combined. We have 7,000 acres in Kingman and 10,000 acres in Hyder.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
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www.winnettorganics.com



Organic Fresh Food Specialists

From: Debbie Martin [mailto: [REDACTED]]
Sent: Tuesday, February 16, 2016 12:52 PM
To: [REDACTED]
Subject: RE: Vacuum Cooling Information

Hello Mr Brewer,

I am happy to help you with your request.
Where would the vacuum cooler be located for the lease?
What products are you interested in vacuum cooling?

Thank you for your interest in Southern Vacuum Cooling.
Debbie Martin

> *****

> Name: Dennis Brewer
> Company: Winnett Perico
> Telephone: 520-745-4403
> FAX:
> Email: [REDACTED]
> Remote Name: 24.45.168.230
> Date: 15 Feb 2016
> Time: 19:28:28
>
> Comments:
>
> Looking for quotes on leasing any available 8 pallet units for a period of six months. We will be interested in buying units thereafter.

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Tuesday, February 16, 2016 5:27 PM
To: 'Debbie Martin'
Subject: RE: Vacuum Cooling Information

Debbie – Please get me a price to purchase an eight pallet unit. We may buy a dozen of them to use at Kingman and Hyder in alternating seasons. We need to process around eight hundred pallets a day just for lettuce and four to six hundred a day for other commodities.

Regards,
Dennis

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Organic Fresh Food Specialists

From: Debbie Martin [mailto:[REDACTED]]
Sent: Tuesday, February 16, 2016 5:07 PM
To: [REDACTED]
Subject: Re: Vacuum Cooling Information

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Happy Connecting. Sent from my Sprint Phone.

----- Original message-----

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Subject: RE: Vacuum Cooling Information

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Regards,
Dennis

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Organic Fresh Food Specialists

From: Debbie Martin [mailto: [REDACTED]]
Sent: Tuesday, February 16, 2016 12:52 PM
To: [REDACTED]
Subject: RE: Vacuum Cooling Information

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What products are you interested in vacuum cooling?

Thank you for your interest in Southern Vacuum Cooling.
Debbie Martin

> *****

> Name: Dennis Brewer
> Company: Winnett Perico
> Telephone: 520-745-4403
> FAX:
> Email: [REDACTED]
> Remote Name: 24.45.168.230
> Date: 15 Feb 2016
> Time: 19:28:28
>
> Comments:
>
> Looking for quotes on leasing any available 8 pallet units for a period of six months. We will be interested in buying units thereafter.

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Tuesday, February 16, 2016 10:36 AM
To: [REDACTED]
Subject: Loan
Attachments: WP - Kingman Lease 160208.pdf

We are seeking \$7.5MM against \$10MM of land which is being contributed to our company for stock. The land is farmland located in Kingman, AZ. Please let me know your fees, rate, and timing to close on this loan. We are seeking a three year or longer term with no prepayment penalty. Thanks for your consideration and prompt response.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Wednesday, February 17, 2016 11:21 AM
To: [REDACTED]
Subject: FW: Factoring Proposal for Winnett Perico

FYI

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

From: Lori Ruiz [mailto:[REDACTED]]
Sent: Wednesday, February 17, 2016 11:19 AM
To: [REDACTED]
Subject: Factoring Proposal for Winnett Perico

Hi Dennis,

Thank you for speaking to me regarding our factoring services. Below is our factoring proposal. Please let me know if you are interested and I will send you another email with the link that will take you to our online application.

Feel free to contact me should you have any questions.

I am delighted to present you with this proposal which is non-binding on you and ICC.

Advance Rate: 85%
Est. Avg. Monthly factoring – 15 million (just an estimate based on our conversation)

Fee Schedule (85% of invoice amount):

.49% every 10 days

Miscellaneous Fees/Costs:

Application Fee: \$0
Closing Fee: \$0

Commitment Fee: \$0
Per Item Fee: \$0
Check Clearance Days: 0
Electronic Funds Transfers: Unlimited, \$0
Wire Transfers: \$20, with one free wire transfer per week
24/7 On-Line Reporting: \$0

When ICC receives a payment from your customer on a factored invoice, ICC calculates the balance due (the amount ICC received from your customer, minus the amount ICC initially advanced), minus the accrued fee, and deposits the balance into your ICC reserve account on the same business day. Provided you have no unsatisfied obligations to ICC, you may withdraw funds from your ICC reserve account daily, Monday through Friday via electronic funds transfer at no charge.

ICC gives you 24/7 access to all your account information on-line via our web site, www.interstatecapital.com. There is no obligation created for you or ICC simply by your accepting this proposal. In other words, if we do not perform, we earn nothing and you are obligated to pay nothing (unless we incur expense based on your omission, misrepresentation or misstatement of fact). After we execute documents and fund, we are reimbursed, one-time only through a charge to your reserve account, for our UCC-1 or PPSA recording expense and lien search expense which total \$460 (USD).

Regards,

Lori Ruiz
Business Development Officer
Interstate Capital Corporation
Phone: 1-800-422-5995 ext. 147
Mobile: 915-526-6556
Fax: 888-224-8271
Email: [REDACTED]



Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Wednesday, February 17, 2016 12:23 PM
To: 'Barry Oliver'
Subject: RE: Lease

Barry - I understand. The deposit will be forthcoming as soon as the financings close – should be around the first of March. I'll certainly keep you informed.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

From: Barry Oliver [mailto:[REDACTED]]
Sent: Wednesday, February 17, 2016 12:20 PM
To: Dennis Brewer <[REDACTED]>
Subject: RE: Lease

Thanks for the fast response. To get all 10000 acres ready for September we need to move along very quickly. I am currently spending a little over a million dollars per section getting them ready for planting. When do you think you will be able to forward million dollar deposit? I am feeling like I am out on a limb right now.
Barry

On Feb 17, 2016 10:08 AM, "Dennis Brewer" <[REDACTED]> wrote:

Barry - On financings, now trying to get the legal description and paperwork in order so we can get them closed in the next two weeks. We will spend March, April, May focused on Kingman to get that off to a good start. We will start fencing land and building reservoirs in June so we can start planting in mid-August. Would like to have the full 10,000 acres available this September sometime with the additional 5,000 in mid-August 2017, rather than December. This gives us a full season on the land rather than a half season if we get it in December.

Regards,

Dennis

Dennis Brewer

Chief Executive Officer

Winnett Perico, Inc.

[520-745-4403](tel:520-745-4403) [970-744-3205](tel:970-744-3205)

www.winnettorganics.com



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From: Barry Oliver [mailto:████████████████████]

Sent: Wednesday, February 17, 2016 11:58 AM

To: Dennis Brewer <████████████████████>

Subject: Re: Lease

Hi Dennis

In our telephone conversation you mentioned a new schedule for land use, could you send me your projected needs and starting times. Do you still need to buy land for the housing project?

Do you have any news on financing?

Barry

On Feb 10, 2016 2:49 PM, "Barry Oliver" <████████████████████> wrote:

Hi Dennis when you have time could you give me a call on my cell [360 957 3119](tel:3609573119). I have a couple of questions

On Feb 9, 2016 12:33 PM, "Barry Oliver" <████████████████████> wrote:

I received your email but I'm busy for a few hours I will response afternoon

On Feb 8, 2016 5:40 PM, "Dennis Brewer" <████████████████████> wrote:

Barry – With your consent, I am going to change the entity on the lease to WinnettOrganics, Inc. which is the operating entity which will be farming your site and our other properties. We expect to provide your \$1 million deposit around the first of March, and possibly sooner. We are working with our investment banker to close on a \$7 million transaction and will conclude a \$10 million land swap (agreed today) immediately thereafter. I also expect to have word on a \$100 million equity transaction later in the week, though it is likely this one will take several months to close.

Regards,

Dennis

Dennis Brewer

Chief Executive Officer

Winnett Perico, Inc.

[520-745-4403](tel:520-745-4403) [970-744-3205](tel:970-744-3205)

www.winnettorganics.com



Organic Fresh Food Specialists

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Wednesday, February 17, 2016 2:37 PM
To: [REDACTED]
Subject: RE: Bruce's Investor Introduction Contact and His ProblemGoDaddy Email

Deck looks okay to me – a little wordy and busy but can stand on its own. I have an 11AM ET conference call but am otherwise available on Friday. My only issue with any third party is that we can only pay licensed broker dealers for any referrals.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
520-745-4403 970-744-3205
www.winnettorganics.com



Organic Fresh Food Specialists

From: [REDACTED] [mailto:[REDACTED]]
Sent: Wednesday, February 17, 2016 2:06 PM
To: Brewer Dennis <[REDACTED]>
Cc: Blitch Bruce <[REDACTED]> Blitch Bruce <[REDACTED]>
Subject: Bruce's Investor Introduction Contact and His ProblemGoDaddy Email

Hi Dennis:

Bruce Blitch has been developing a potential investor deck and has been getting input from one of his business contacts, Ron Farrell of the Farrell Growth Group. Ron is interested in introducing WO to his large potential investor network.

Bruce will be meeting with Ron again tomorrow to get any final input. After the meeting, Bruce and I would like to meet with you and get your thoughts on his discussions with Ron and the investor deck. We were thinking that we could meet with you this Friday morning, or early next week. Please let us know what timing works best for you.

See the attached summary of Bruce's meeting with Ron, and the draft of the investor deck.

Also, Bruce's email with GoDaddy is no longer working in that he is no longer getting emails and he cannot log in. He is wondering if you could reset the his email with GoDaddy.

Thanks!

Regards,

Paul

Paul Smith
Vice President - Finance & Admin
WinnettOrganics
255 Barcelona Drive
Boulder, CO 80303
w (520) 745-4403
m (303) 601-6333
www.winnettorganics.com
Organic Fresh Food Specialists

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Friday, February 19, 2016 5:14 AM
To: [REDACTED]
Subject: John Prlina

Aubree - I have not yet heard from John Prlina on the legal description of the land contribution. We are trying to get this completed next week, including the investor funds closed, so would appreciate if you could remind him. Thanks.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
Winnett Perico, Inc.
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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Friday, February 19, 2016 9:54 AM
To: [REDACTED]
Subject: Closing

I expect to have the legal description on the \$10MM farmland today or Monday. I need to fly from NJ to AZ next Thursday so we can close on the land transfer on Friday at the Mohave County Courthouse. I will also need to present the \$1MM deposit at the land transfer closing. Can we close the \$7 million on Wednesday? I can come to your office in NYC or we can do it via email and wire transfer.

Regards,
Dennis

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Monday, February 22, 2016 7:44 PM
To: 'Denny Pagel'
Subject: RE: \$7.5MM Loan

Denny – Sorry I missed your call. The router I use to provide IP phone service failed this afternoon. It took a while to figure out it had failed and it was just replaced, well past 5PM Arizona time. Let's try to connect in the morning.

Regards,
Dennis

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From: Denny Pagel [mailto:[REDACTED]]
Sent: Monday, February 22, 2016 5:06 PM
To: Dennis Brewer <[REDACTED]>
Subject: RE: \$7.5MM Loan

This message was sent securely using ZixCorp.

Dennis: I attempted to reach you at 520-745-4403 and spoke to your VM. Thanks

Denny Pagel

Market President
Great Western Bank
1721 N Arizona Ave, Ste #1
Chandler, AZ 85225
Phone: B 480 732 7495; cell 602 686 4031
Fax: 480 855 7294

From: Dennis Brewer [mailto:[REDACTED]]
Sent: Wednesday, February 17, 2016 3:33 PM
To: Denny Pagel
Subject: RE: \$7.5MM Loan

Denny - Please call me on Monday. I have a meeting at noon Eastern Time but am available after 1:30 that afternoon. Here are more files that will provide further background on what we are doing.

Regards,

Dennis

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From: Denny Pagel [mailto: [REDACTED]]
Sent: Wednesday, February 17, 2016 4:57 PM
To: Dennis Brewer < [REDACTED] >
Subject: RE: \$7.5MM Loan

This message was sent securely using ZixCorp.

Dennis: I did not find the attachment that you made reference to in the memo below. I would also be available to discuss your proposal on Monday February 22 or the morning of February 23rd. thanks

Denny Pagel

Market President
Great Western Bank
1721 N Arizona Ave, Ste #1
Chandler, AZ 85225
Phone: B 480 732 7495; cell 602 686 4031
Fax: 480 855 7294

From: Dennis Brewer [mailto: [REDACTED]]
Sent: Tuesday, February 16, 2016 4:23 PM
To: Denny Pagel
Subject: RE: \$7.5MM Loan

Denny – Here is our monthly plan for 2016. I can provide a personal guarantee. My net worth excluding stock in the company is about \$500K of net after tax pay currently due which I will receive in conjunction with the investment by our other \$7MM investor the end of this month. My shares in the company are 16.2 million. The investor is paying \$5.50 per share for his shares. A cap table is included in the attached monthly plan. We will be using the funds from the line or loan to provide general working capital to support operations, essentially it is an operating line for inputs and payroll. I am stuck in the NYC area for now as we are still raising equity funds here. I would be happy to meet with you on the phone this week.

Regards,
Dennis

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From: Denny Pagel [mailto: [REDACTED]]
Sent: Tuesday, February 16, 2016 6:03 PM
To: Dennis Brewer < [REDACTED]>
Subject: RE: \$7.5MM Loan

This message was sent securely using ZixCorp.

Dennis: Thanks for the potential opportunity. I would like to meet with you personally to discuss the structure of the credit facility, use of funds and the likeliness of personal guarantees. Thanks again.

Denny Pagel

Market President
Great Western Bank
1721 N Arizona Ave, Ste #1
Chandler, AZ 85225
Phone: B 480 732 7495; cell 602 686 4031
Fax: 480 855 7294

From: Dennis Brewer [mailto: [REDACTED]]
Sent: Tuesday, February 16, 2016 4:57 AM
To: Denny Pagel
Cc: Todd Whisler
Subject: \$7.5MM Loan

We expect to close on \$10 million of farmland in Kingman in early March. We would like to use this property as collateral for a \$7.5 million loan over a three year or longer period. Is this something the bank would be interested in doing? We are receiving the land in exchange for 1.82 million shares of common stock but I am still the only holder with more than 10% of our shares. We will have \$7 million of other investment in the company from another shareholder, so we would have a total of \$17 million in equity. We anticipate using the funds to commence operations on leased land and our own property in Kingman in late March, to be followed by operations in Hyder beginning in July. Our proforma and an Executive Summary are attached. Please let me know of any interest and an estimate of the time to close the transaction.

Regards,
Dennis

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Tuesday, February 23, 2016 11:22 AM
To: Mike Castro; [REDACTED]
Cc: [REDACTED]
Subject: Bank

We will have a line of credit for \$7.5MM from Great Western Bank as soon as we can get an appraisal on the Kingman farmland. Still waiting on the legal description of the land – hope to have that this week.

Regards,
Dennis

Dennis Brewer
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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Tuesday, February 23, 2016 2:52 PM
To: [REDACTED]
Subject: Appraisal

Jim, Aubree - I spoke to our bank a few minutes ago. The bank is ready to assign an appraiser to this project as soon as we receive your legal description of the land to be swapped. Please forward it as soon as possible so we can schedule the appraisal. Thanks.

Regards,
Dennis

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Tuesday, February 23, 2016 2:01 PM
To: 'Barry Oliver'
Subject: RE: Lease

Barry - Supposed to close on \$7 million cash this week, \$10 million land swap on Monday the 29th, then on \$7.5 million line of credit secured by land, and working on \$8.5 million lease line of credit.

Regards,
Dennis

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Winnett Perico, Inc.
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From: Barry Oliver [mailto:[REDACTED]]
Sent: Tuesday, February 23, 2016 1:51 PM
To: Dennis Brewer <[REDACTED]>
Subject: RE: Lease

Any update on financing?

On Feb 17, 2016 10:22 AM, "Dennis Brewer" <[REDACTED]> wrote:

Barry - I understand. The deposit will be forthcoming as soon as the financings close – should be around the first of March. I'll certainly keep you informed.

Regards,

Dennis

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Chief Executive Officer
Winnett Perico, Inc.

[520-745-4403](tel:520-745-4403) [970-744-3205](tel:970-744-3205)

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From: Barry Oliver [mailto: [REDACTED]]

Sent: Wednesday, February 17, 2016 12:20 PM

To: Dennis Brewer < [REDACTED]>

Subject: RE: Lease

Thanks for the fast response. To get all 10000 acres ready for September we need to move along very quickly. I am currently spending a little over a million dollars per section getting them ready for planting. When do you think you will be able to forward million dollar deposit? I am feeling like I am out on a limb right now.
Barry

On Feb 17, 2016 10:08 AM, "Dennis Brewer" < [REDACTED]> wrote:

Barry - On financings, now trying to get the legal description and paperwork in order so we can get them closed in the next two weeks. We will spend March, April, May focused on Kingman to get that off to a good start. We will start fencing land and building reservoirs in June so we can start planting in mid-August. Would like to have the full 10,000 acres available this September sometime with the additional 5,000 in mid-August 2017, rather than December. This gives us a full season on the land rather than a half season if we get it in December.

Regards,

Dennis

Dennis Brewer

Chief Executive Officer

Winnett Perico, Inc.

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Organic Fresh Food Specialists

From: Barry Oliver [mailto: [REDACTED]]
Sent: Wednesday, February 17, 2016 11:58 AM
To: Dennis Brewer < [REDACTED]>
Subject: Re: Lease

Hi Dennis

In our telephone conversation you mentioned a new schedule for land use, could you send me your projected needs and starting times. Do you still need to buy land for the housing project?

Do you have any news on financing?

Barry

On Feb 10, 2016 2:49 PM, "Barry Oliver" < [REDACTED]> wrote:

Hi Dennis when you have time could you give me a call on my cell [360 957 3119](tel:3609573119). I have a couple of questions

On Feb 9, 2016 12:33 PM, "Barry Oliver" < [REDACTED]> wrote:

I received your email but I'm busy for a few hours I will response afternoon

On Feb 8, 2016 5:40 PM, "Dennis Brewer" < [REDACTED]> wrote:

Barry – With your consent, I am going to change the entity on the lease to WinnettOrganics, Inc. which is the operating entity which will be farming your site and our other properties. We expect to provide your \$1 million deposit around the first of March, and possibly sooner. We are working with our investment banker to close on a \$7 million transaction and will conclude a \$10 million land swap (agreed today) immediately thereafter. I also expect to have word on a \$100 million equity transaction later in the week, though it is likely this one will take several months to close.

Regards,

Dennis

Dennis Brewer

Chief Executive Officer

Winnett Perico, Inc.

[520-745-4403](tel:520-745-4403) [970-744-3205](tel:970-744-3205)

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