

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
623-207-9675 520-549-6245
www.winnettorganics.com



Sustainably Grown, Organically Pure, Transparently Better

From: Ken Sheppard [<mailto:> [REDACTED]]
Sent: Friday, December 9, 2016 1:56 PM
To: 'Dennis Brewer' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Hi Dennis,

Thank you for this. Please kindly provide a series of times in Los Angeles time you are available to speak together at my below USA conference room number.

Kind regards,

Creative Flips, Inc.
Ken Sheppard
President
5200 White Oak Avenue # 13
Encino, CA 91316
(office) 310-358-7087
(cell) 818-585-9706
(fax) 818-783-8819
Email [REDACTED]



Corporate Web Site www.creativeflips.webs.com
Radio Show Web Site www.dealswithkd.com
Skype kensheppard51

USA Conference Call Number 712-432-1680 with pin code 317850# Please request an invitation to join our Linked In Community and invite us to Join Your Linked In Community.

Listen to our free radio internet show at www.blogtalkradio.com. It is called "Making Money In Real Estate When You Have No Money". All the shows are archived and downloadable. Please join us for an informative discussion on many topics in this exciting industry. Many times we have very compelling guests from various sectors in this industry for your listening pleasure.

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From: Dennis Brewer [<mailto:> 
Sent: Thursday, December 08, 2016 5:59 PM
To: 'Ken Sheppard' <
Subject: RE: Overview

Dennis Brewer has shared a OneDrive file with you. To view it, click the link below.

 [WinnettOrganics Investor Presentation 161115.pptx](#)




See attachments – PPM and Investor Presentation

Regards,
Dennis

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From: Ken Sheppard [<mailto:> 
Sent: Thursday, December 8, 2016 7:44 PM
To: 'Dennis Brewer' <
Cc: 'Daniel Krewson' <
Subject: RE: Overview

Hi Dennis,

Good evening to you. We have identified a possible target for your \$60M equity raise request. Please kindly provide us with a status update.

Kind regards,

Creative Flips, Inc.
Ken Sheppard
President
5200 White Oak Avenue # 13
Encino, CA 91316
(office) 310-358-7087
(cell) 818-585-9706
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Skype kensheppard51

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From: Dennis Brewer [mailto:[REDACTED]]
Sent: Tuesday, October 18, 2016 10:23 AM
To: 'Ken Sheppard' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Thanks, Ken. Things are progressing daily. Once I have the information from the landlord and broker regarding the first and their willingness to carry a significant second I will let you know.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.

520-745-4403 520-549-6245

www.winnettorganics.com



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From: Ken Sheppard [[mailto:\[REDACTED\]](mailto:[REDACTED])]

Sent: Tuesday, October 18, 2016 12:52 PM

To: 'Dennis Brewer' <[REDACTED]>

Cc: 'Daniel Krewson' <[REDACTED]>

Subject: RE: Overview

Dear Dennis,

Thank you for this and for your gracious telephone call yesterday. Please kindly advise us of any new developments as discussed. Very nice to connect with you.

Kind regards,

Creative Flips, Inc.

Ken Sheppard

President

5200 White Oak Avenue # 13

Encino, CA 91316

(office) 310-358-7087

(cell) 818-585-9706

(fax) 818-783-8819

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Advisor, Attorney, Accountant, and any other professional that can help you to understand and assess the risks associated with any investment opportunity.

From: Dennis Brewer [mailto: [REDACTED]]
Sent: Monday, October 17, 2016 12:55 PM
To: [REDACTED]
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: Overview

Dennis Brewer has shared a OneDrive file with you. To view it, click the link below.

 [WinnettOrganics Investor Presentation 160921.pptx](#)

Nice to speak with you. Here is our investor presentation for your review. I'm happy to supply additional detail as needed.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
520-745-4403 520-549-6245
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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Monday, January 23, 2017 6:44 AM
To: 'Daniel Krewson'
Subject: \$9MM Equipment Loan
Attachments: Winnett Perico PPM 161203.pdf; WinnettOrganics Investor Presentation 170107.pptx; Copy of WO Compensation AP Invoice Expense Report Accruals 161231.xlsx; Master Equipment List 170123.xlsx

Dan – Ken Shepherd has introduced me to Lex Gubsky in Philadelphia re the \$60MM equity. In the meantime, I am about to receive a \$20MM equity Term Sheet from a private equity firm in NYC. The reason I am contacting you again is to see if you can secure a \$9MM equipment line for us at 50% LTV or better. It would be used for new pickups, passenger vans, potato equipment, implements, vegetable harvesting aids, green bean harvesters, fuel tanks, and used tractors, air seeder, combine, floaters, scrapers, fuel truck, water truck, and mechanics service truck. I've attached our equipment list, current PPM, investor deck, and AP listing for your review. We have a verbal \$2.8 million commitment from Kroger for organic produce at 125 Fry's stores in Arizona and are working a very large seven year deal with Walmart. We would raise \$600 million equity over two years with Dominick and Dickerman as our investment bankers if the Wal-Mart deal goes through.

Let me know if you can do this and what other information you need. Thanks for considering this.

Regards,
Dennis

Dennis Brewer
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and
WinnettOrganics
Strategic Partnership

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623-207-9675

Custom Capabilities for Walmart



- ▶ Strategic Relationship Proposal - Seven year agreement, supplier to invest \$2.8 billion in production and distribution expansion. Joint commitment to sales targets and minimums, packaging, varieties, etc.
- ▶ North American Organic Production Capabilities - 120,000 acres including 20,000 units workforce housing by 2022, four season \$3.3 billion growing capacity
- ▶ North American Organic Packing, Packaging, and Distribution Capabilities - Store level order fulfillment and GDC cross-dock available in 2018. Kingman, Columbus, Memphis PPDCs reaching 95% of Walmart GDCs no later than next day

Volume Capable Custom Organic Growing



Millions	2017	2018	2019	2020	2021	2022	2023
Organic Production Capacity	\$130	\$551	\$880	\$1,658	\$2,123	\$2,901	\$3,366
Organic Cases	6.6	28.0	44.7	84.1	107.8	146.5	170.0

Low Cost Scalable Production Strategy

Controlled Environment Agriculture



- ▶ Controlled Environment Agriculture (shadehouses, greenhouses) will account for 35% of available product. Consistent with vertically farmed crops market share
- ▶ 500 acres of shadehouses in 2017, from tomatoes to peppers to cucumbers, growing to 3,000 acres in 2021
- ▶ Shadehouses offer crop protection, longer growing season, and up to five times the yield of field grown crops
- ▶ 250 acres of greenhouses in 2018, growing to 3,000 acres in 2021, offers up to ten times field grown yields

Low Cost Scalable Production Strategy

34,000 field grown acres in next two years



- ▶ 14,000 acres in Kingman, Arizona - mid-altitude desert similar to central California
- ▶ 15,000 acres in Hyder, Arizona - low altitude desert similar to Yuma
- ▶ 5,000 acres in northern Nevada - high altitude desert similar to Tehachapi
- ▶ Leverages Western organic acres for immediate availability - not possible to the east where all large acreage is conventionally farmed

Low Cost Scalable Production Strategy

86,000 additional acres by 2019



- ▶ Southern Tier Additions - 40,000 acres in Texas and Florida from 2017 through 2019 with organic conversion over subsequent three years
- ▶ Midwest Additions - 40,000 acres in Ohio, Indiana, Michigan and Illinois from 2017 through 2019 with organic conversion over subsequent three years
- ▶ Western Additions - 6,000 acres in Idaho in 2017 or 2018 with organic conversion over subsequent three years

Low Cost Scalable Production Strategy

Organic high tech field grown crops



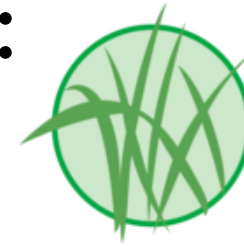
- ▶ Microbial soil additives to enhance yields to near conventional levels
- ▶ Organic crop protection and insectaries to sustain conventional quality and appearance levels
- ▶ High tech sensor networks to improve water efficiency and ensure low plant stress levels
- ▶ On-going research to improve yields and reduce costs of production

Low Cost Scalable Distribution Strategy



- ▶ Kingman Packing/Packaging/Distribution Center (PPDC) - 750,000 square foot distribution center planned for 2018, four season use is unique advantage
- ▶ Columbus and Memphis PPDCs planned for 2020, 2022 respectively, at 750,000 sf each. With these additions, we reach 95% of GDCs by next day
- ▶ Potential to add Kennewick, WA and Aurora, CO PPDCs to our distribution system in 2024
- ▶ Can pick store orders at PPDCs and cross-dock at Walmart GDCs, saving time, improving freshness

Building North American Organic Brand: WinnettOrganics Consumer Strategy



- ▶ Distinctive identity - sustainable, organic, traceable with consumer compostable packaging. Private label also available
- ▶ Market leadership - keep high value in front of consumer, pull products through retailer. Proven to be the fastest way to a multi-billion dollar company
- ▶ Focused digital strategy - point of sale app integrated to website provides traceability, nutrition info, recipes, coupons, loyalty rewards including electric car lease, green parties

Running A Familiar Path: Leadership Experienced In Brand Development



- ▶ Leadership team averages 25 years experience in consumer branded products and fresh foods, from retail floor to leadership
- ▶ All aspects of integrated brand development covered - branding, IT, operations, culture, channels
- ▶ Previous experience at scale and scaling up - startup to \$3B sales

Senior Leadership



- ▶ Dennis Brewer, Chair and CEO - 38 years experience
 - ▶ PCC Natural Markets Chair
 - ▶ HomeGrocer infrastructure consultant
 - ▶ CEO of startup and mid-market companies
 - ▶ Supply chain consultant and executive
 - ▶ Deloitte manager, consultant
 - ▶ Produce department manager
 - ▶ BA, MBA, former CPA

Our Team Has Depth of Experience



- ▶ Rafael Gomez, VP of Food Safety - 16 years
- ▶ Jason Waseman, VP of Logistics - 20 years
- ▶ Mark Vindiola, Director of Human Capital - 20 years
- ▶ Bill Reed, VP of Real Estate & Construction - 20 years
- ▶ Bruce Blitch, Chief Information Officer - 25 plus years
- ▶ Rick Wood, VP of Field Growing - 40 plus years
- ▶ Paul Smith, Chief Financial Officer - 40 plus years

Walmart Strategic Relationship Proposal



- ▶ Seven year agreement to preferentially produce and procure organic vegetables
- ▶ WinnettOrganics commits to \$2.8 billion investment in organic acreage and distribution network
- ▶ Collaborate on packaging, varieties, resilient sourcing, other initiatives
- ▶ Selling both Walmart's house brand and WinnettOrganics national brand
- ▶ Preliminary targets: \$1 billion in 2020 sales and \$2 billion in 2023 sales across all organic vegetable items, including value added beginning in 2019

Walmart Strategic Relationship Detail Elements To Be Defined



- ▶ Strategic relationship
 - ▶ Intent of parties to produce and procure national and house branded products
 - ▶ General locations of farming assets and PPDCs mutually agreed
 - ▶ Investment by WinnettOrganics - \$2.8 billion
 - ▶ Timing of key investments and availability of products
 - ▶ Sales goals and sales minimums
- ▶ Primary supplier
 - ▶ Availability
 - ▶ Meets grading standards
 - ▶ Timely delivery
- ▶ Non-circumvention
 - ▶ Intent of agreement

Walmart Strategic Relationship Detail Elements To Be Defined



- ▶ Pricing and payment
 - ▶ Calculation of price using Custom Average Tool
 - ▶ Calculation of permanent surcharges and incentives - case picking, RPC use, other
 - ▶ Calculation of temporary surcharges and incentives - freight, other
 - ▶ Prompt payment
 - ▶ Resolving invoice and item level disputes
- ▶ Duration
 - ▶ Seven year duration
 - ▶ Option to renew

Walmart Strategic Relationship Detail Elements To Be Defined



- ▶ Walmart initiatives, tools, and processes
 - ▶ Cooperation on sustainability, resilient sourcing, packaging, variety selection, and other initiatives
 - ▶ Use of tools
 - ▶ Training
 - ▶ Process compliance

- ▶ Planning
 - ▶ Strategic
 - ▶ Annual
 - ▶ Quarterly
 - ▶ Order cycle

Walmart Strategic Relationship Detail Elements To Be Defined



- ▶ Managing the relationship
 - ▶ Director level Customer Care representative
 - ▶ Designated Customer Care team members
 - ▶ Senior management quarterly meetings
- ▶ Inspections by Walmart
 - ▶ Periodic audits allowed
 - ▶ Daily in plant facilitated
- ▶ Confidentiality
 - ▶ Confidential information
 - ▶ Public dissemination by mutual agreement
 - ▶ Required disclosures

Walmart Strategic Relationship Detail Elements To Be Defined



- ▶ Certifications, Insurance, Global Food Safety, FSMA, and regulatory compliance
 - ▶ Compliance
 - ▶ Effect of non-compliance
- ▶ Dispute resolution process
 - ▶ Intra-party
 - ▶ Escalation
 - ▶ Arbitration

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Monday, January 23, 2017 10:48 AM
To: 'Ronald G. McCormick'
Subject: Presentation
Attachments: WinnettOrganics Walmart Presentation 170221.pptx

Ron – Good morning. Attached please find our presentation for the February 21st meeting. Please let me know if you find any points missing in our presentation. My plan is to cover slides 1 through 13 in our meeting. The rest of the slides are for reference only as they cover the proposed form of agreement. I look forward to the opportunity to meet with you and your team.

Regards,
Dennis

Dennis Brewer
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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Wednesday, January 25, 2017 11:46 PM
To: 'MONEY WISE CAPITAL GROUP'
Subject: RE: Overview \$60M in Equity for Company in Organic Food I/Introduction by Ken Sheppard to Lex Gubsky and Dennis Brewer

Lex – You can call me on 520-549-6245 any time as I am around all day. We are looking for \$60MM in equity, single tranche Preferred Series B at \$6 for 38% of the company to ramp operations in Gerlach, NV (5,000 acres), Kingman, AZ (14,000 acres), and Hyder, AZ (15,000 acres) over the next eight months. We would use an additional \$44MM in 5.5% debt, partially secured by \$23.625MM 5,000 acre farm property near Gerlach, NV, and by \$20MM third position interest in 16,000 acres near Kingman, AZ. We are looking for a further \$14MM at 6.5%, secured by \$20MM of farm equipment and vehicles.

We have a pending multi-billion deal with Walmart to provide up to \$7 billion of organic produce over the next seven years. If that transpires, we will be raising another \$600MM equity over two years and up to \$1.2 billion in debt over five years. We will have an indication of the strength of their commitment at a meeting in Bentonville on February 21st.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
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From: MONEY WISE CAPITAL GROUP [mailto:[REDACTED]]
Sent: Wednesday, January 25, 2017 8:31 PM
To: Dennis Brewer <[REDACTED]>
Subject: Re: Overview \$60M in Equity for Company in Organic Food I/Introduction by Ken Sheppard to Lex Gubsky and Dennis Brewer

Dennis
Good evening
How's your schedule look tomorrow?
I would like to understand what looking for and how you see it structured

Thank you

Lex Gubsky
COO
WHITESTONE MONEY WISE
INVESTMENT PARTNERS LLC

"Your Trusted Asset Management Company"

Sent from my iPhone 6

On Jan 23, 2017, at 3:47 PM, Dennis Brewer <[REDACTED]> wrote:

Lex – Our standard NDA attached. I look forward to speaking with you. Out tomorrow, back in Wednesday.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
623-207-9675 520-549-6245
www.winnettorganics.com

<image001.png>
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From: MONEY WISE CAPITAL GROUP [[mailto:\[REDACTED\]](mailto:[REDACTED])]
Sent: Monday, January 23, 2017 3:28 PM
To: Dennis Brewer <[REDACTED]>
Cc: Ken Sheppard <[REDACTED]>
Subject: Re: Overview \$60M in Equity for Company in Organic Food I/Introduction by Ken Sheppard to Lex Gubsky and Dennis Brewer

Pleasure is all mine
Please allow me to review the ppt and let's exchange NDAs which will make out into sharing easier.

Thank you

Lex Gubsky
COO
WHITESTONE MONEY WISE
INVESTMENT PARTNERS LLC
"Your Trusted Asset Management Company"

Sent from my iPhone 7 Plus

On Jan 20, 2017, at 3:17 PM, Dennis Brewer <[REDACTED]> wrote:

Lex – Nice to make your acquaintance. I look forward to speaking with you about this exciting opportunity. I am available next week except on Tuesday to discuss what we are working on with you. Please let me know a good time to contact you. I'm in NJ so am on Eastern Time.

Ken – Thanks for the introduction.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
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www.winnettorganics.com

<image004.png>
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From: Ken Sheppard [[mailto:\[REDACTED\]](mailto:[REDACTED])]
Sent: Friday, January 20, 2017 3:13 PM
To: [REDACTED]
Cc: 'Dennis Brewer' <[REDACTED]>
Subject: FW: Overview \$60M in Equity for Company in Organic Food I/Introduction by Ken Sheppard to Lex Gubsky and Dennis Brewer

Dear Dennis and Lex,

By this email, pleased permit me to introduce you to each other.

Lex,

Dennis is the principal,

Dennis,

Lex has an interest in learning more and has a substantial capital base from which to operate.

All, Please kindly copy my office on any correspondence.

Kind regards,

Creative Flips, Inc.
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From: Ken Sheppard [<mailto:> 
Sent: Thursday, December 22, 2016 1:11 PM
To: 'Lex Gubsky' <
Subject: FW: Overview \$60M in Equity for Company in Organic Food

From: Ken Sheppard [<mailto:> 
Sent: Monday, December 19, 2016 4:25 PM
To: 'Lex Gubsky' <
Subject: FW: Overview \$60M in Equity for Company in Organic Food

Hi Lex,

Good evening to you. Please kindly respond to the below/attached.

Kind regards,

Creative Flips, Inc.
Ken Sheppard

President
5200 White Oak Avenue # 13
Encino, CA 91316
(office) 310-358-7087
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From: Ken Sheppard [[mailto:\[REDACTED\]](mailto:[REDACTED])]
Sent: Tuesday, December 13, 2016 8:07 AM
To: [REDACTED] <[REDACTED]>
Subject: FW: Overview \$60M in Equity for Company in Organic Food

Hi Lex,

Good morning to you. Here is the deck for the transaction seeking \$60M in equity. Very good story. They are in the growing space of organic food.

Please advise.

Kind regards,

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Ken Sheppard
President
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Encino, CA 91316
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(cell) 818-585-9706
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From: Dennis Brewer [[mailto:\[REDACTED\]](mailto:[REDACTED])]
Sent: Tuesday, December 13, 2016 7:33 AM
To: 'Ken Sheppard' <[REDACTED]>
Subject: RE: Overview

Ken – Here are the latest investor deck and PPM. I have also attached the deck for our retailer presentation in case you would like to review that as well.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer

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623-207-9675 520-549-6245
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<image002.png>

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From: Ken Sheppard [[mailto:\[REDACTED\]](mailto:[REDACTED])]
Sent: Tuesday, December 13, 2016 10:09 AM
To: 'Dennis Brewer' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Hi Dennis,

Thank you for this. Please kindly forward us the latest deck to go along with the update memo you recently provided.

Kind regards,

Creative Flips, Inc.
Ken Sheppard
President
5200 White Oak Avenue # 13
Encino, CA 91316
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(cell) 818-585-9706
(fax) 818-783-8819
Email [REDACTED]

Corporate Web Site www.creativeflips.webs.com

Radio Show Web Site www.dealswithkd.com

Skype kensheppard51

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From: Dennis Brewer [mailto: [REDACTED]]
Sent: Monday, December 12, 2016 10:04 PM
To: 'Ken Sheppard' <[REDACTED]>
Subject: RE: Overview

Ken - Signed doc. Thanks.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
623-207-9675 520-549-6245
www.winnettorganics.com

<image002.png>
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From: Ken Sheppard [mailto: [REDACTED]]
Sent: Monday, December 12, 2016 10:47 PM
To: 'Dennis Brewer' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Hi Dennis,

Thank you for your call today. Attached, please find our standard NCND. Please kindly execute and return to my office for countersignature.

Kind regards,

Creative Flips, Inc.
Ken Sheppard
President
5200 White Oak Avenue # 13

Encino, CA 91316
(office) 310-358-7087
(cell) 818-585-9706
(fax) 818-783-8819
Email [REDACTED]

Corporate Web Site www.creativeflips.webs.com

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From: Dennis Brewer [[mailto:\[REDACTED\]](mailto:[REDACTED])]
Sent: Friday, December 09, 2016 12:00 PM
To: 'Ken Sheppard' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Great. I will call at 10A LA time on Monday – look forward to it.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
623-207-9675 520-549-6245
www.winnettorganics.com

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From: Ken Sheppard [[mailto:\[REDACTED\]](mailto:[REDACTED])]
Sent: Friday, December 9, 2016 2:43 PM
To: 'Dennis Brewer' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Hi Dennis,

Thank you for this. Please kindly call into my below USA conference room number at 10 AM on this coming Monday in Los Angeles time.

Kind regards,

Creative Flips, Inc.
Ken Sheppard
President
5200 White Oak Avenue # 13
Encino, CA 91316
(office) 310-358-7087
(cell) 818-585-9706
(fax) 818-783-8819
Email [REDACTED]

Corporate Web Site www.creativeflips.webs.com

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Skype kensheppard51

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From: Dennis Brewer [mailto:[REDACTED]]
Sent: Friday, December 09, 2016 11:09 AM
To: 'Ken Sheppard' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Ken – I am available the rest of this afternoon until 3PM LA time or anytime Monday before 3PM LA time. Thanks.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
623-207-9675 520-549-6245
www.winnettorganics.com

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From: Ken Sheppard [mailto:[REDACTED]]
Sent: Friday, December 9, 2016 1:56 PM
To: 'Dennis Brewer' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Hi Dennis,

Thank you for this. Please kindly provide a series of times in Los Angeles time you are available to speak together at my below USA conference room number.

Kind regards,

Creative Flips, Inc.
Ken Sheppard
President
5200 White Oak Avenue # 13
Encino, CA 91316
(office) 310-358-7087
(cell) 818-585-9706
(fax) 818-783-8819
Email [REDACTED]

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From: Dennis Brewer [<mailto:> 
Sent: Thursday, December 08, 2016 5:59 PM
To: 'Ken Sheppard' <
Subject: RE: Overview

Dennis Brewer has shared a OneDrive file with you. To view it, click the link below.

<image003.png> [WinnettOrganics Investor Presentation 161115.pptx](#)

See attachments – PPM and Investor Presentation

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
623-207-9675 520-549-6245
www.winnettorganics.com

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From: Ken Sheppard [[mailto:\[REDACTED\]](mailto:[REDACTED])]
Sent: Thursday, December 8, 2016 7:44 PM
To: 'Dennis Brewer' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Hi Dennis,

Good evening to you. We have identified a possible target for your \$60M equity raise request. Please kindly provide us with a status update.

Kind regards,

Creative Flips, Inc.
Ken Sheppard
President
5200 White Oak Avenue # 13
Encino, CA 91316
(office) 310-358-7087
(cell) 818-585-9706
(fax) 818-783-8819
Email [REDACTED]

Corporate Web Site www.creativeflips.webs.com

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Skype kensheppard51

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From: Dennis Brewer [mailto:[REDACTED]]
Sent: Tuesday, October 18, 2016 10:23 AM
To: 'Ken Sheppard' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Thanks, Ken. Things are progressing daily. Once I have the information from the landlord and broker regarding the first and their willingness to carry a significant second I will let you know.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
520-745-4403 520-549-6245
www.winnettorganics.com

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From: Ken Sheppard [mailto:[REDACTED]]
Sent: Tuesday, October 18, 2016 12:52 PM
To: 'Dennis Brewer' <[REDACTED]>
Cc: 'Daniel Krewson' <[REDACTED]>
Subject: RE: Overview

Dear Dennis,

Thank you for this and for your gracious telephone call yesterday. Please kindly advise us of any new developments as discussed. Very nice to connect with you.

Kind regards,

Creative Flips, Inc.
Ken Sheppard
President
5200 White Oak Avenue # 13
Encino, CA 91316
(office) 310-358-7087
(cell) 818-585-9706
(fax) 818-783-8819
Email [REDACTED]

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Skype kensheppard51

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From: Dennis Brewer [<mailto:> 
Sent: Monday, October 17, 2016 12:55 PM
To: 
Cc: 'Daniel Krewson' <
Subject: Overview

Dennis Brewer has shared a OneDrive file with you. To view it, click the link below.

<image003.png> [WinnettOrganics Investor Presentation 160921.pptx](#)

.....

Nice to speak with you. Here is our investor presentation for your review. I'm happy to supply additional detail as needed.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
520-745-4403 520-549-6245
www.winnettorganics.com

<image002.png>

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<Money Wise Winnett Perico NDA 170123.pdf>

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Thursday, January 26, 2017 9:51 AM
To: [REDACTED]
Subject: Term Sheet

Shefford Capital has proposed to invest in Preferred shares convertible one for one to common at a price of \$10 per share, closing by February 24th, assuming I sign by February 2nd. I have one more party currently interested and will see how serious they are today. My plan is to accept Shefford's offer unless the other party comes in stronger in which case we will look to both for best and final offers.

If you would like to invest in additional Series A Preferred shares at \$1.67 per share, you would need to complete the transaction prior to February 2nd, one week from today. We could use a few thousand dollars as we now have to make a due diligence trip with Shefford, followed by a trip to Bentonville for Walmart, all prior to the proposed closing date and, of course, do not have that much money available to us.

In any event, a professional investor believes our Preferred shares are now worth \$10, so some good news there.

Thanks for your support.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
623-207-9675 520-549-6245
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Dennis Brewer

From: Michael Callahan <[REDACTED]>
Sent: Thursday, January 26, 2017 4:58 PM
To: Dennis Brewer
Cc: Hugh Fleming
Subject: RE: Tuesday's Meeting

I just left you a vm. Let's talk tomorrow am.

We are putting together a slide or two for you to use for your presentation addressing the size of the investor universe that has interest in your space but we need to get a formal engagement in place with the retainer paid in full. Having our support plus Swisslog and Ryder etc can only add to your gravitas in WalMart's eyes.

Regards,
Michael J Callahan
Managing Director
Investment Banking
Dominick and Dickerman LLC
570 Lexington Ave
Suite 4200
New York, NY 10022
Direct 646 780-8432
Cell 917 930-9490

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From: Dennis Brewer [mailto:[REDACTED]]
Sent: Thursday, January 26, 2017 4:23 PM
To: Michael Callahan <[REDACTED]>
[REDACTED]
Subject: RE: Tuesday's Meeting

Thanks, Michael. Our five hour afternoon session was also very well done by Swisslog.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
WinnettOrganics, Inc.
623-207-9675 520-549-6245
www.winnettorganics.com



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From: Michael Callahan [mailto: [REDACTED]]
Sent: Thursday, January 26, 2017 4:08 PM
To: [REDACTED]
Cc: 'Dennis Brewer' < [REDACTED]>
Subject: Tuesday's Meeting

Gents,

I wanted to follow up and say we appreciate you coming in to describe your firm and the product set that will be deployed by Winnett. Having Swisslog as a partner, given your experience with WalMart, can only add to Winnett's impressive plan.

I have attached our firm's marketing deck for your perusal. We would like to be in a position to help KUKA and/or one of your clients solve any of their financing needs. Let's stay in touch.

Regards,
Michael J Callahan
Managing Director
Investment Banking
Dominick and Dickerman LLC
570 Lexington Ave
Suite 4200
New York, NY 10022
Direct 646 780-8432
Cell 917 930-9490

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Thursday, January 26, 2017 4:23 PM
To: 'Michael Callahan'; [REDACTED]
Subject: RE: Tuesday's Meeting

Thanks, Michael. Our five hour afternoon session was also very well done by Swisslog.

Regards,
Dennis

Dennis Brewer
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From: Michael Callahan [mailto:[REDACTED]]
Sent: Thursday, January 26, 2017 4:08 PM
To: [REDACTED]
Cc: 'Dennis Brewer' <[REDACTED]>
Subject: Tuesday's Meeting

Gents,
I wanted to follow up and say we appreciate you coming in to describe your firm and the product set that will be deployed by Winnett. Having Swisslog as a partner, given your experience with WalMart, can only add to Winnett's impressive plan.
I have attached our firm's marketing deck for your perusal. We would like to be in a position to help KUKA and/or one of your clients solve any of their financing needs. Let's stay in touch.

Regards,
Michael J Callahan
Managing Director
Investment Banking
Dominick and Dickerman LLC
570 Lexington Ave
Suite 4200
New York, NY 10022
Direct 646 780-8432
Cell 917 930-9490

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Thursday, January 26, 2017 2:01 PM
To: 'Daniel Krewson'
Subject: RE: \$9MM Equipment Loan

Dan - I'll be happy to speak with both of them. The PG would be very weak as the only assets I have are my shares in the Company and a \$1.5MM debt for back salary I am owed. That is it. My personal credit rating is bad 600 or so as I have had some past due in the past three years, have a \$14,000 judgement I have not been able to pay, and about \$40K in IRS tax liens. Not pretty but I am willing to discuss.

Regards,
Dennis

Dennis Brewer
Chief Executive Officer
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623-207-9675 520-549-6245
www.winnettorganics.com



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From: Daniel Krewson [mailto:[REDACTED]]
Sent: Thursday, January 26, 2017 1:44 PM
To: Dennis Brewer <[REDACTED]>
Subject: Re: \$9MM Equipment Loan

Dennis,

I have 2 interested lenders at this point, one of which wants to set up a call with you. The other would require a PG. A third lender was interested, and would have required a PG, but after discussing their requirements with them (the PG would need to show full support of the loan) I decided it was not a good fit. If you are willing to entertain some form of PG with the second lender I think we should do a call as this is a large national lender who would be able to provide strong terms.

Dan

On Mon, Jan 23, 2017 at 5:43 AM, Dennis Brewer <[REDACTED]> wrote:

Dennis Brewer has shared a OneDrive file with you. To view it, click the link below.

 [Master Equipment List 170123.xlsx](#)

.....

Dan – Ken Shepherd has introduced me to Lex Gubsky in Philadelphia re the \$60MM equity. In the meantime, I am about to receive a \$20MM equity Term Sheet from a private equity firm in NYC. The reason I am contacting you again is to see if you can secure a \$9MM equipment line for us at 50% LTV or better. It would be used for new pickups, passenger vans, potato equipment, implements, vegetable harvesting aids, green bean harvesters, fuel tanks, and used tractors, air seeder, combine, floaters, scrapers, fuel truck, water truck, and mechanics service truck. I've attached our equipment list, current PPM, investor deck, and AP listing for your review. We have a verbal \$2.8 million commitment from Kroger for organic produce at 125 Fry's stores in Arizona and are working a very large seven year deal with Walmart. We would raise \$600 million equity over two years with Dominick and Dickerman as our investment bankers if the Wal-Mart deal goes through.

Let me know if you can do this and what other information you need. Thanks for considering this.

Regards,

Dennis

Dennis Brewer

Chief Executive Officer

WinnettOrganics, Inc.

623-207-9675 520-549-6245

www.winnettorganics.com



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--



Daniel Krewson, SVP, Senior Advisor
MultiFunding, LLC
(610) 761-0466 [REDACTED]

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