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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Wednesday, June 28, 2017 5:09 PM
To: 'Michael Callahan'
Subject: RE: Winnett Cattle NDA
Attachments: Winnett Cattle NDA Advantage 170628.pdf

Signed as requested – thanks.

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: Wednesday, June 28, 2017 5:04 PM
To: Dennis Brewer <[REDACTED]>
Cc: Hugh Fleming <[REDACTED]> James Ju <[REDACTED]>
Subject: FW: Winnett Cattle NDA

Dennis – please sign and revert.

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

DOMINICK & DICKERMAN LLC | *Member FINRA, SIPC*

From: Josh Rogers [mailto:[REDACTED]]
Sent: Wednesday, June 28, 2017 5:02 PM
To: James Ju <[REDACTED]>
Cc: Scott Murphy <[REDACTED]> Michael Callahan <[REDACTED]> Hugh

Fleming <[REDACTED]>

Subject: RE: Winnett Cattle NDA

Executed on our behalf, please send back the countersigned copy.

Thanks,
Josh

Josh Rogers · Senior Associate
Advantage Capital

Direct: 646.685.8754 · Mobile: 914.420.5741 www.advantagecap.com

From: James Ju [mailto:[REDACTED]]

Sent: Tuesday, June 27, 2017 4:48 PM

To: Josh Rogers <[REDACTED]>

Cc: Scott Murphy <[REDACTED]> Michael Callahan <[REDACTED]> Hugh Fleming <[REDACTED]>

Subject: RE: Winnett Cattle NDA

Josh,

Thanks for passing along the revised NDA. I appreciate it.

We have reviewed the changes internally. The revisions work for us. Please go ahead and execute the NDA.

Regards,
James

James Ju
Analyst, Investment Banking
DOMINICK & DICKERMAN, LLC
570 Lexington Ave. 42nd Fl.
New York, NY 10022
Direct: 646.780.8453
Mobile: 585.451.5761
E-mail: [REDACTED]

From: Josh Rogers [mailto:[REDACTED]]

Sent: Monday, June 26, 2017 3:10 PM

To: Michael Callahan <[REDACTED]> James Ju <[REDACTED]> Hugh Fleming <[REDACTED]>

Cc: Scott Murphy <[REDACTED]>

Subject: RE: Winnett Cattle NDA

James, Michael, and Hugh,

Attached are a few proposed revisions to the NDA mainly concerning the length of enforceability and the return of materials requirements (I assumed shredding is OK rather than mailing back printouts etc.)

Let me know if this works for you and I will execute.

All the best,
Josh

Josh Rogers · Senior Associate
Advantage Capital

Direct: 646.685.8754 · Mobile: 914.420.5741 www.advantagecap.com

From: James Ju <[REDACTED]>
Date: June 26, 2017 at 10:13:26 AM CDT
To: Scott Murphy <[REDACTED]>
Cc: Michael Callahan <[REDACTED]> Hugh Fleming
<[REDACTED]>
Subject: Winnett Cattle NDA

Scott,

Per the e-mail below, please find attached a copy of the Winnett Cattle NDA above.

Let me know if you have any questions or requests.

Regards,
James

James Ju
Analyst, Investment Banking
DOMINICK & DICKERMAN, LLC
570 Lexington Ave. 42nd Fl.
New York, NY 10022
Direct: 646.780.8453
Mobile: 585.451.5761
E-mail: [REDACTED]

From: Michael Callahan
Sent: Monday, June 26, 2017 10:40 AM
To: Scott Murphy <[REDACTED]>
Cc: James Ju <[REDACTED]> Hugh Fleming
<[REDACTED]>
Subject: RE: Winnett Cattle Company

Scott – we will send over an NDA today and once executed we will follow up with additional material.
Thanks for your interest.

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: Scott Murphy [[mailto:](#) [REDACTED]]
Sent: Saturday, June 24, 2017 9:27 AM
To: Michael Callahan <[REDACTED]>
Subject: Re: Winnett Cattle Company

Michael,

This is something we would be interested in looking at. We have a company in the organic fertilizer space and have looked at the area fairly extensively. Look forward to digging in.

Scott.

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Wednesday, June 28, 2017 11:07 AM
To: 'Michael Callahan'
Subject: RE: Winnett Cattle Company
Attachments: AgIS NDA Form - Three Party 170628.pdf

Attached please find the signed NDA, no issues, call when convenient.

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: Wednesday, June 28, 2017 10:45 AM
To: Dennis Brewer <[REDACTED]>
Subject: FW: Winnett Cattle Company

Review and let's discuss

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: Ken Warlick [mailto:[REDACTED]]
Sent: Tuesday, June 27, 2017 8:13 AM
To: Michael Callahan <[REDACTED]>
Cc: Hugh Fleming <[REDACTED]> James Ju <[REDACTED]>
Subject: RE: Winnett Cattle Company

Sounds interesting, but the story has a lot of “holes”, so I trust your client understand this business very well. Please have the company sign and remit this NDA with your firms signatures also, and we will do the same. We have a lot of expertise in the beef cattle space, and look forward to understanding the team behind this program.

Kindest Regards,

Ken Warlick
AgIS Capital
c. 704.604.2988
e. [REDACTED]

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From: Michael Callahan [[mailto:\[REDACTED\]](mailto:[REDACTED])]

Sent: Thursday, June 22, 2017 12:54 PM

To: Ken Warlick <[REDACTED]>

Cc: Hugh Fleming <[REDACTED]> James Ju <[REDACTED]>

Subject: Winnett Cattle Company

Kenneth,

I hope all is well. I have attached the executive summary of a cattle and organic fertilizer opportunity that may be of interest to your firm. We have spent time conducting due diligence on the current state of the anaerobic digester market as well as building an extensive model in order to better frame this opportunity. If upon further review you want to move ahead, we request that you sign an NDA which will enable us to share all of the available materials and coordinate a call/meeting with the management team.

Thanks for taking time to review the material and I look forward to speaking with you soon.

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: Wednesday, June 28, 2017 7:35 AM
To: [REDACTED]
Subject: Vision For Organic and Natural Fresh Foods North American Brand

Dave – You will probably be flooded with Linked-In emails today. Hopefully, this one will stand out. I am currently creating a four sub sustainability model set of companies involved in organic and natural fresh foods, including:

- Organic vegetables – working to secure Albert's Organics as our launch customer for Q4 2017, then Dominick and Dickerman will raise \$60 million for the company
- Organic beef – working to establish a SPAC to fund a \$100 million acquisition of all the elements required for a vertically integrated organic beef operation including cattle and feed, Q1 2018
- Natural beef and organic fertilizer – working to raise \$40 million through Dominick and Dickerman to fund acquisition of a beef feedlot and convert to natural beef and organic fertilizer production, Q3 2017
- Value added packaged organic foods – to offer deli fresh products beginning in 2020

We will sell all these products as a single North American organic and natural brand and use social media, a loyalty program, and high degree of transparency to reinforce the consumer's connection to the Winnett brand. As you know, fresh, organic, and sustainable have consumer traction as well as practical economies going for them. And, we are just at the beginning of mass adoption.

My background includes a stint as Chair of PCC Natural Markets in Seattle and as a Director of NutraSource, their primary natural and organic wholesaler until UNFI took them on (after a merger with Mountain Peoples). I have an MBA, CPA, worked for seven years at Deloitte in consulting, and have 38 years of experience, including significant leadership roles.

I would enjoy the opportunity to chat and see where there might be synergies between our interests and directions.

Regards,
Dennis

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



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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Wednesday, June 28, 2017 7:35 AM
To: [REDACTED]
Subject: Vision For Organic and Natural Fresh Foods North American Brand

Dave – You will probably be flooded with Linked-In emails today. Hopefully, this one will stand out. I am currently creating a four sub sustainability model set of companies involved in organic and natural fresh foods, including:

- Organic vegetables – working to secure Albert's Organics as our launch customer for Q4 2017, then Dominick and Dickerman will raise \$60 million for the company
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Regards,
Dennis

Dennis Brewer
Chief Executive Officer
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www.winnettorganics.com



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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Wednesday, June 28, 2017 6:26 PM
To: 'George Kaufman'
Cc: 'Yingjie Weng'; 'Mitchell Nussbaum'
Subject: RE: organic foods/beef SPAC

Thanks. I'll contact Mitchell tomorrow.

Regards,
Dennis

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



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From: George Kaufman [mailto:[REDACTED]]
Sent: Wednesday, June 28, 2017 6:22 PM
To: Dennis Brewer <[REDACTED]>
Cc: Yingjie Weng <[REDACTED]> Mitchell Nussbaum <[REDACTED]>
Subject: RE: organic foods/beef SPAC

Dennis,

It was nice speaking with you just now. Mitchell Nussbaum from Loeb & Loeb, cc'd is traveling the week of the 10th, returning the following week. I leave it to you two to connect telephonically prior and schedule a meeting post.

Attached is our general SPAC overview. Please let me know if you have any questions or comments leading up to the 11th.

Best,

George Kaufman
Partner and Head of Investment Banking
CHARDAN
17 State Street, 16th Fl, New York, NY 10004
(646) 465-9015 Direct | (646) 465-9036 Fax
[REDACTED] www.chardan.com
<http://www.chardan.com/disclaimer>

From: Dennis Brewer [mailto:[REDACTED]]
Sent: Tuesday, June 27, 2017 6:51 PM

To: George Kaufman
Subject: RE: organic foods/beef SPAC

George – Tomorrow after 4PM Eastern will work fine at your convenience. Call me on 520-549-6245.

Regards,
Dennis

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



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From: George Kaufman [[mailto:\[REDACTED\]](mailto:[REDACTED])]
Sent: Tuesday, June 27, 2017 6:49 PM
To: [REDACTED]
Subject: organic foods/beef SPAC

Dennis,

My assistant forwarded an email from you. Please let me know a good time to speak tomorrow after 4pm or Thursday between 10am and noon.

Best,

George Kaufman
Partner and Head of Investment Banking
CHARDAN
17 State Street, 16th Fl, New York, NY 10004
(646) 465-9015 Direct | (646) 465-9036 Fax
[REDACTED] www.chardan.com
<http://www.chardan.com/disclaimer>

Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Thursday, June 29, 2017 10:35 AM
To: 'Mitchell Nussbaum'
Subject: Meeting July 18th

Mitch – Rather than take up your time today on the phone, let me become more educated on SPACs from Chardan and EarlyBird, then we can meet and discuss. I understand you are out on the 11th when I will be meeting them. How is the morning of July 18th for a brief introductory meeting at your office? Let me know a good time and we will plan on that.

Regards,
Dennis

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



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Dennis Brewer

From: Scott Helwege <[REDACTED]>
Sent: Friday, June 30, 2017 2:56 PM
To: Dennis Brewer
Subject: Re: Organic Beef

Thanks Dennis, I will forward on to the bosses and if we have any further questions I will reach out! Have a great fourth.

Thank You

Scott Helwege

Buyer-Meat Dept.
Costco Wholesale
999 Lake Drive
Issaquah WA. 98027
[REDACTED]

[425-313-2978](tel:425-313-2978)

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On Fri, Jun 30, 2017 at 10:09 AM, Dennis Brewer <[REDACTED]> wrote:

Scott – Thanks for your interest. We are in the latter stages of the acquisition process on a conventional beef operation we will be converting to a natural beef program starting the first quarter of 2018. That operation, at \$76 million including an organic fertilizer plant which is going to be part of the operation, will grow and kill 45,000 head in 2018, growing to 100,000 head in 2021. That operation currently kills at JBS Hyrum, Utah. We are interested in finding major customers for this natural beef program. It will be NE3 complaint.

We are in the process of financing a \$115 million organic beef program with 8,700 organic beef in 2019 and 36,000 by 2023. As with our natural beef program, we are looking for buyers for that product, primarily in the west and southwest. The 8,700 head will come from our own ranches in Texas, New Mexico, and Nevada, with the additional cattle to come from ranchers in the Texas Panhandle and northern New Mexico we are recruiting. These cattle will be finished on a combined ration of alfalfa/sainfoin and grain (grass fed, grain finished), in a manner which is consistent with NOP regulations. We will either custom kill at JBS Cactus, TX or put our own operation in place in the Panhandle. We are seeking expressions of interest for this organic beef and are willing to make forward commitments as to quantities.

Please let me know if you have other questions. We can arrange for a call as well if you like as it may be a more efficient way for you to ask questions.

Regards,

Dennis

Dennis Brewer

Chief Executive Officer

WinnettOrganics, Inc.

[623-207-9675](tel:623-207-9675) [520-549-6245](tel:520-549-6245)

www.winnettorganics.com



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From: Scott Helwege [mailto: [REDACTED]]
Sent: Friday, June 30, 2017 12:41 PM
To: [REDACTED]
Subject: Fwd: Organic Beef

Dennis

Good Morning, I am the trim buyer for our grind plant and I have been asked to get information on your program, cattle procurement and your goals please.

Thank You

Scott Helwege

Buyer-Meat Dept.

Costco Wholesale

999 Lake Drive

[425-313-2978](#)

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----- Forwarded message -----

From: **Frank Padilla** <[REDACTED]>

Date: Thu, Jun 22, 2017 at 3:38 PM

Subject: Fwd: Organic Beef

To: Bob Huskey <[REDACTED]>

----- Forwarded message -----

From: **Dennis Brewer** <[REDACTED]>

Date: Thu, Jun 22, 2017 at 11:42 AM

Subject: Organic Beef

To: [REDACTED]

Frank – Thanks for referring me to two of your key produce buyers some months back. Our conversation on organic produce did not get very far but I appreciate the connection. We are in the process of investing \$115 million to develop an organic beef supply chain, using private equity and a major ag bank. This supply chain will produce 8,700 organic beef in 2019 and 36,000 by 2023. We will also be producing 45,000 head of natural beef in 2018, growing to 100,000 head by 2021 in another organization I am leading. If either of these is a product your organization would like to consider, I would appreciate it if you could refer me to the sourcing manager(s). Thanks again for your assistance.

Regards,

Dennis

Dennis Brewer

Chief Executive Officer

WinnettOrganics, Inc.

[623-207-9675](tel:623-207-9675) [520-549-6245](tel:520-549-6245)

www.winnettorganics.com

<image001.png>

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Friday, June 30, 2017 11:17 AM
To: 'Kerry Glandt'
Subject: RE: Hansen Agri Placement

The CFO and Controller would be in Arizona with frequent interaction with the Idaho sub.

Regards,
Dennis

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



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From: Kerry Glandt [mailto:[REDACTED]]
Sent: Friday, June 30, 2017 11:15 AM
To: Dennis Brewer <[REDACTED]>
Subject: RE: Hansen Agri Placement

Dennis,

Thanks for the details. Where would location be? Arizona or Idaho?

Thank You,

Kerry D. Glandt
Recruiter ~ Ag Division
308-382-7399
308-382-7427 - Fax
[mailto:\[REDACTED\]](mailto:[REDACTED])
<http://www.hansenagriplacement.com>



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

To: 'Kerry Glandt' <[REDACTED]>
From: Dennis Brewer <[REDACTED]>
Sent: 6/30/2017 10:08:20 AM
Subject: RE: Hansen Agri Placement

Hi Kerry, Rob is not a fit for our requirements so no point in pursuing this further at the moment. We are looking for an ag production financial team with CFO and Controller experience in cattle and crops, as well as some public company experience. We will have three subs and a parent to manage financially – a natural cattle company as we discussed, an organic cattle company, and an organic vegetable company.

Regards,

Dennis

Dennis Brewer

Chief Executive Officer

WinnettOrganics, Inc.

623-207-9675 520-549-6245

www.winnettorganics.com



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From: Kerry Glandt [[mailto:\[REDACTED\]](#)]
Sent: Friday, June 30, 2017 10:59 AM
To: Dennis Brewer <[REDACTED]>
Subject: Hansen Agri Placement

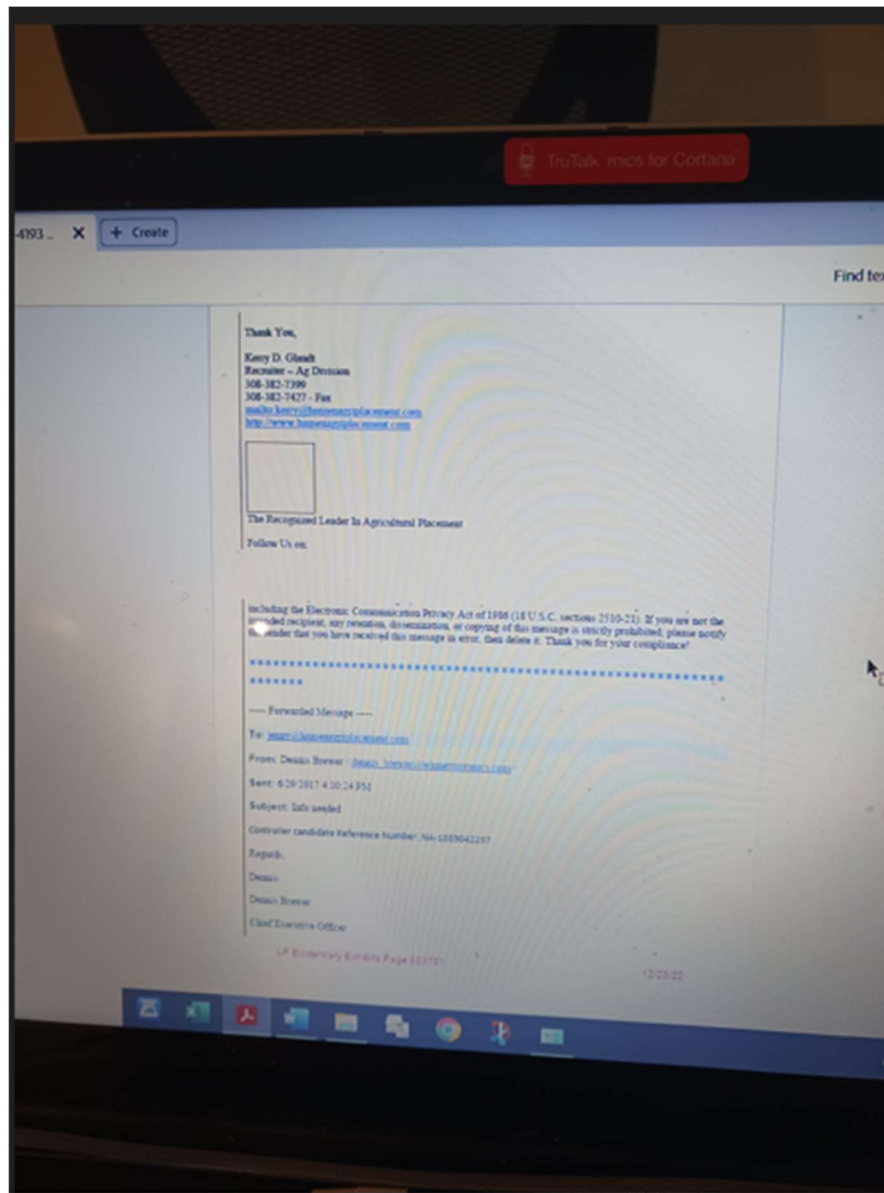
Dennis,

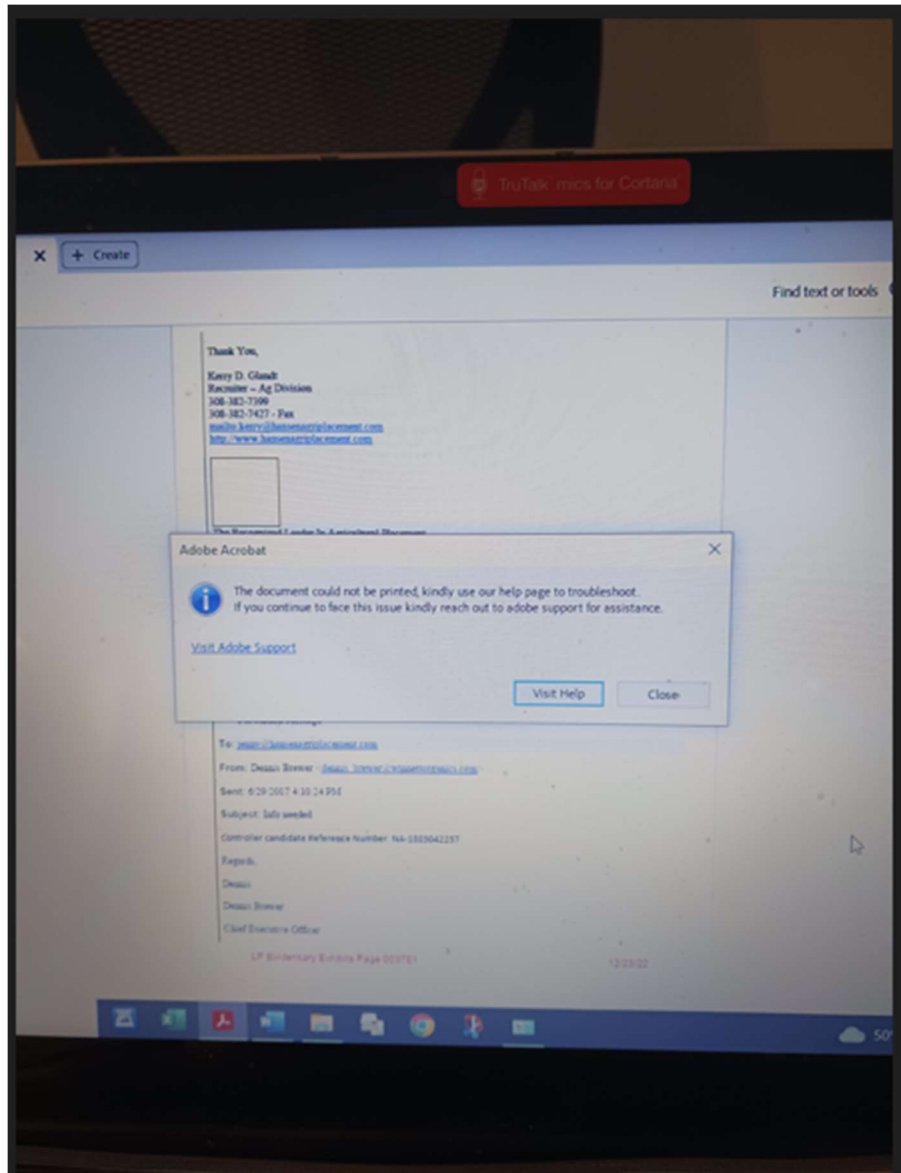
Your email for a controller was forwarded over to me from Jenny on the controller you had inquired on.

"Rob" is 50 years old and currently been in his current position of controller for over 9 years for manufacture company making short-line agriculture equipment in Nebraska. Currently would like to remain local, but consider other opportunities for the right position. Prior to his current position he worked as controller covering office in three states of a temp hiring agency. Also worked 7 years as a human resource/safety manager and inventory control manager for construction company of commercial buildings as he was in charge of all HR aspects, hiring, reviewing employees, audit job sites, strategically identify inventory levels and work with purchasing to provide on time and appropriate inventory levels to job sites.

Before reaching out to him, I'd like to know more details of the position as we talked about the Feedlot Manager Position yesterday, do you have a job description of what this persons duties would be? Location? Salary range? Is this the position for the Building manager you mentioned yesterday in building the mono-slope buildings for the feedlot, or this something totally different? Feel free to give me a call, when you have time or drop me an email with the information I would need to put an additional job order together...

This page blew up in printing due to a thumbnail image embedded in the email which did not have sufficient pixels to print in the Defendant United States issued version of Adobe used by Lead Plaintiff. The document is produced from a screenshot below. The factory standard version would have a workaround for this issue since it is a very common issue for users. This further evidences system management by Defendant United States of Lead Plaintiff's computer system in its continuing violations of civil and Constitutional rights of indentured persons including, without limitation, Lead Plaintiff.





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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Monday, July 3, 2017 7:04 AM
To: [REDACTED]
Subject: Beef for China

Good morning - Walmart's Ron McCormick, a Senior Director in Produce, referred me to you. I am CEO of Winnett Cattle Company. We are purchasing and converting a conventional beef feedlot operation to an identity traced natural beef operation (NE3 compliant). The operation currently feeds 35,000 head per year which are processed by JBS Hyrum, Utah. We are interested in exploring the Chinese market with your firm. We can land fresh beef in China at an excellent price point since we are responsible for our own logistics from the feedlot to the Chinese airport of entry.

We are capable of supplying 700 carcasses per week in early 2018 once the conversion to natural is complete, and will scale that to 2,100 carcasses per week over the next four years. With the right program in place, we could grow more quickly as we are currently evaluating the purchase of two additional feedlots with 172,000 head total capacity in the western U.S. I would like to discuss this program with you at your convenience.

Thank you.

Regards,
Dennis

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



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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Monday, July 3, 2017 12:21 PM
To: 'Thomas Bolinger'; 'David Baskin'; 'Michael Hillyer'; 'Levy Zheng'
Cc: 'Curtis Liu'
Subject: RE: Beef for China

Tom, Dave - Thanks very much for making the connection for us. Happy 4th!

Regards,
Dennis

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From: Thomas Bolinger [mailto:[REDACTED]]
Sent: Monday, July 3, 2017 12:16 PM
To: David Baskin <[REDACTED]> Dennis Brewer <[REDACTED]> Michael Hillyer <[REDACTED]> Levy Zheng <[REDACTED]>
Cc: Curtis Liu <[REDACTED]>
Subject: RE: Beef for China

Good Morning Dennis,

I have copied Levy Zheng on this email. Levy is the Director of Meat for China and will be able to answer any of the questions that you might have.

Thomas E. Bolinger
Merchandise Manager Pork, Poultry and Seasonal
Office: 479.277.2764
[REDACTED]

Wal-Mart Stores, Inc.
702 Southwest 8th Street
Bentonville, AR 72716-0120



From: David Baskin
Sent: Monday, July 03, 2017 10:37 AM
To: Dennis Brewer; Michael Hillyer
Cc: Thomas Bolinger
Subject: RE: Beef for China

Thomas can you connect them?

From: Dennis Brewer [[mailto:](#) [REDACTED]]
Sent: Monday, July 03, 2017 6:04 AM
To: David Baskin; Michael Hillyer
Subject: EXT: Beef for China

Good morning - Walmart's Ron McCormick, a Senior Director in Produce, referred me to you. I am CEO of Winnett Cattle Company. We are purchasing and converting a conventional beef feedlot operation to an identity traced natural beef operation (NE3 compliant). The operation currently feeds 35,000 head per year which are processed by JBS Hyrum, Utah. We are interested in exploring the Chinese market with your firm. We can land fresh beef in China at an excellent price point since we are responsible for our own logistics from the feedlot to the Chinese airport of entry.

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Tuesday, July 4, 2017 10:15 AM
To: [REDACTED]
Subject: US Beef

Good day – Our company, Winnett Cattle Company, is in the process of acquiring a 50,000 head conventional beef feedlot in the western US. We will be converting that feedlot to a natural beef operation which complies with Chinese import regulations for US beef. We are offering entire carcasses, in the form of fresh primal cuts of USDA Choice boxed beef, for 80CNY per kilogram delivered price in our Boeing 747-400F to your specified airport of entry in China.

I am interested to know if Walmart China would like to consider the availability of 550 USDA Choice carcasses per month beginning in January 2018. We can increase this quantity to more than 1,500 Choice carcasses per month over four years from this one feedlot. We also have the option to purchase two additional feedlots with total annual capacity of 172,000 head if there is interest in increasing sales faster. USDA Select grade carcasses, in the form of boxed beef, are also available if you desire them.

We use JBS to process our beef. JBS is GFS certified for food safety. We use our own refrigerated trucks and air containers to transport the fresh beef, and can provide documentation of the cold chain for each batch of beef if required. We will work with you to make arrangements to transload these refrigerated air containers to your preferred trucking company in a refrigerated facility at the Chinese airport of entry to maintain the cold chain to your distribution centers. We expect the entire process, from JBS to our aircraft to the Chinese airport of entry to require less than 36 hours, so the beef will be very fresh.

Thank you for your consideration. I look forward to hearing from you.

Regards,
Dennis

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Thursday, July 6, 2017 6:16 AM
To: 'Gavin Haladay'
Subject: RE: Vision For Organic and Natural Fresh Foods North American Brand

Gavin – I look forward to speaking with you then. Call at 2PM Friday if you can. You can reach me direct at 520-549-6245.

Regards,
Dennis

Dennis Brewer
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From: Gavin Haladay [mailto:[REDACTED]]
Sent: Wednesday, July 5, 2017 7:08 PM
To: [REDACTED]
Cc: David Chen <[REDACTED]>
Subject: RE: Vision For Organic and Natural Fresh Foods North American Brand

Hi Dennis,

Dave forwarded this along to me. I am currently leading our agriculture private equity endeavors and it definitely makes sense for us to meet and catch-up. I am pretty open Friday afternoon if that works for you after 2pm PST for an introductory call.

Thanks,
Gavin



Gavin J. Haladay
cell: +1 503.804.9123
email: [REDACTED]

Begin forwarded message:

From: Dennis Brewer <[REDACTED]>
Date: June 28, 2017 at 6:35:19 AM CDT
To: <[REDACTED]>
Subject: Vision For Organic and Natural Fresh Foods North American Brand

Dave – You will probably be flooded with Linked-In emails today. Hopefully, this one will stand out. I am currently creating a four sub sustainability model set of companies involved in organic and natural fresh foods, including:

- Organic vegetables – working to secure Albert's Organics as our launch customer for Q4 2017, then Dominick and Dickerman will raise \$60 million for the company
- Organic beef – working to establish a SPAC to fund a \$100 million acquisition of all the elements required for a vertically integrated organic beef operation including cattle and feed, Q1 2018
- Natural beef and organic fertilizer – working to raise \$40 million through Dominick and Dickerman to fund acquisition of a beef feedlot and convert to natural beef and organic fertilizer production, Q3 2017
- Value added packaged organic foods – to offer deli fresh products beginning in 2020

We will sell all these products as a single North American organic and natural brand and use social media, a loyalty program, and high degree of transparency to reinforce the consumer's connection to the Winnett brand. As you know, fresh, organic, and sustainable have consumer traction as well as practical economies going for them. And, we are just at the beginning of mass adoption.

My background includes a stint as Chair of PCC Natural Markets in Seattle and as a Director of NutraSource, their primary natural and organic wholesaler until UNFI took them on (after a merger with Mountain Peoples). I have an MBA, CPA, worked for seven years at Deloitte in consulting, and have 38 years of experience, including significant leadership roles.

I would enjoy the opportunity to chat and see where there might be synergies between our interests and directions.

Regards,
Dennis

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cell: +1 503.804.9123
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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Thursday, July 6, 2017 7:46 AM
To: [REDACTED] Rafael Gomez; [REDACTED] Bruce Blitch; [REDACTED]
Cc: 'Michael Callahan'
Subject: Status Report

WCC – The feedlot sellers have indicated they will present a counteroffer this week. On the investor side of things, there was progress in getting the final touches on the financial model this week. This will facilitate more serious discussions with investors next week. I am working with Walmart China to determine if there is interest in natural cattle at their 440 stores in China as that market has just been reopened to US beef. China's import regulations dictate traceable natural cattle, conventional cattle are not permitted.

WOCC – Family office passed as they are interested in grass fed beef only. They are circulating our proposal to other investors in case there may be interest. I also have PE interest in this and our other offerings as of yesterday which I am working to develop.

WO – No word from Albert's – it will soon to be too late to get started this season in southern Arizona. We will likely need to get to Whole Foods which I have not yet succeeded in doing. This project may wait until next season unless something dramatic develops soon – which is not very likely at this point.

WDF (Winnett Deli Fresh) – a line of value added produce and deli items. Just in the conceptual stage, planned for 2020. This rounds out our national branding effort to present a full array of organic and natural fresh items in the perimeter departments of grocery stores. Obviously we need to fund these efforts one at a time to get investor buy-in. We will unify the entire program with a consistent brand image, social media campaign, and loyalty program which spans the various categories. Striving to become the Amazon of organic and natural fresh foods. They started out selling books and have never stopped growing and changing.

Regards,
Dennis

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Dennis Brewer

From: Van Argiros <[REDACTED]>
Sent: Friday, July 7, 2017 4:46 PM
To: Dennis Brewer
Subject: RE: Any News

Hi Dennis,

Thanks for your patience. We are going through some reorganization changes here. Having said that, Scott's role will be shifting to all of our sales responsibilities and Bill Schultz has been appointed Albert's President. Bill has asked that while new roles are established we put any investment projects on hold until he has time to evaluate in more detail. Keep us posted on your progress and we will try to support your current programs where possible.

Thanks again,

Van



Van Argiros
Director, Produce Procurement
Albert's Organics
2450 17th Ave, Suite 250
Santa Cruz, CA 95062
p : 800-625-5661 ext. 62244
f : 866-472-9980
c : 831-706-0833
www.albertsorganics.com
www.unfi.com

From: Dennis Brewer [mailto:[REDACTED]]
Sent: Wednesday, June 28, 2017 1:58 PM
To: Van Argiros
Subject: Any News

Hi Van – I hope all is well with you. Any news from your end? We are proceeding full speed with our natural and organic beef programs but waiting on a significant launch customer to start work on our vegetable program.

Regards,
Dennis

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Friday, July 7, 2017 5:10 AM
To: 'Gregory P. Crossgrove '
Subject: RE: Status Report

Greg – Once we find a suitable size customer we will be off and running. Call at your convenience.

Regards,
Dennis

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From: Gregory P. Crossgrove [mailto:[REDACTED]]
Sent: Friday, July 7, 2017 1:29 AM
To: Dennis Brewer <[REDACTED]>
Subject: Re: Status Report

Dennis-- Would be a good idea if we could talk, on the status of crop shortage for the desert deal, 2017-2018. This is creating an over supply of good vegetable crop ground in the desert. Greg

Sent from my iPhone

On Jul 6, 2017, at 4:45 AM, Dennis Brewer <[REDACTED]> wrote:

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Friday, July 7, 2017 5:36 AM
To: 'Levy Zheng'
Subject: RE: RE: Beef for China

Levy – Thanks for your introduction to the Chinese market. We would be interested in helping you develop a full line presence of beef in your stores. We could supply personnel to assist with in-store demonstrations to help educate consumers to the preparation methods and diverse flavors available from natural beef. We would be willing to do this as part of a mutual commitment to stock the full line of beef products in your stores. We can make entire carcasses available as primal cuts of boxed beef or as case-ready product, already cut and wrapped and lacking only a price label. Two air freighters (150,000 plus kilograms) of fresh beef per week are available beginning in January. We can grow that to whatever quantity is desired. Please let me know how you would like to proceed. Thank you.

Regards,
Dennis

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From: Levy Zheng [mailto:[REDACTED]]
Sent: Tuesday, July 4, 2017 10:23 AM
To: Dennis Brewer <[REDACTED]> Thomas Bolinger <[REDACTED]> David Baskin <[REDACTED]> Michael Hillyer <[REDACTED]>
Cc: Curtis Liu <[REDACTED]> Winstone Chee <[REDACTED]> Ray Zhang(MDSG) <[REDACTED]>
Subject: RE: RE: Beef for China

Hi, Dennis,

This email from Levy Zheng of WM China Hyper. I am in charge of Meat Dep. in China. Several weeks earlier, we heard of Chinese government has opened up market to US beef, since then, we are keeping focusing on this progress. Currently, there are 2 channels that keep connection with us about US beef, one is direct import department for WM China, the other is Globe sourcing team located in US. I would like to share some key information about our current beef business in China with you, hope it is useful to you.

Beef business is growing rapidly last 5 years with on average of 20% growth every year, now 70% of beef in WM China coming from Brazil cause competitive price, 90% of business coming from 3 beef cuts – beef flank/brisket, beef topside, and beef chuck(cause Chinese cooking method mostly focusing on stew/fry), 65% of sales from 100 stores(we have 440 stores in China).

Also customer/store know a little bit about beef, they reply on supplier labor service severely. So, if you are interested in this, we could keep in touch with you ,and also I will introduce you to our DI department. Many thanks!

Regards,
Levy Zheng
Director/DMM of Meat

Wal-Mart China Home Office
Tel: 0755-2397 3556
Mail: [REDACTED]

From: Dennis Brewer [mailto:[REDACTED]]
Sent: Tuesday, July 04, 2017 12:21 AM
To: Thomas Bolinger; David Baskin; Michael Hillyer; Levy Zheng
Cc: Curtis Liu
Subject: EXT: RE: Beef for China

Tom, Dave - Thanks very much for making the connection for us. Happy 4th!

Regards,
Dennis

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From: Thomas Bolinger [mailto:[REDACTED]]
Sent: Monday, July 3, 2017 12:16 PM
To: David Baskin <[REDACTED]> Dennis Brewer <[REDACTED]> Michael Hillyer <[REDACTED]> Levy Zheng <[REDACTED]>
Cc: Curtis Liu <[REDACTED]>
Subject: RE: Beef for China

Good Morning Dennis,

I have copied Levy Zheng on this email. Levy is the Director of Meat for China and will be able to answer any of the questions that you might have.

Thomas E. Bolinger
Merchandise Manager Pork, Poultry and Seasonal
Office: 479.277.2764
[REDACTED]

Wal-Mart Stores, Inc.
702 Southwest 8th Street



From: David Baskin
Sent: Monday, July 03, 2017 10:37 AM
To: Dennis Brewer; Michael Hillyer
Cc: Thomas Bolinger
Subject: RE: Beef for China

Thomas can you connect them?

From: Dennis Brewer [<mailto:> [REDACTED]]
Sent: Monday, July 03, 2017 6:04 AM
To: David Baskin; Michael Hillyer
Subject: EXT: Beef for China

Good morning - Walmart's Ron McCormick, a Senior Director in Produce, referred me to you. I am CEO of Winnett Cattle Company. We are purchasing and converting a conventional beef feedlot operation to an identity traced natural beef operation (NE3 compliant). The operation currently feeds 35,000 head per year which are processed by JBS Hyrum, Utah. We are interested in exploring the Chinese market with your firm. We can land fresh beef in China at an excellent price point since we are responsible for our own logistics from the feedlot to the Chinese airport of entry.

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Dennis Brewer

From: Dennis Brewer <[REDACTED]>
Sent: Saturday, July 8, 2017 7:28 PM
To: 'Levy Zheng'
Subject: Logistics for fresh US beef

Levy – Based upon the current price for USDA Choice beef and the current exchange rate, we can supply boxed primal cuts of beef for 80 CNY per kg, and case-ready packaged cuts ready for retail sale for 92 CNY per kg, for the whole carcass, delivered price. The refrigerated cartons of beef would be flown to your choice of Chinese airport of entry. You would be responsible for arranging the transloading of the refrigerated air cargo containers to refrigerated trucks for transport to your distribution centers. We would fly into this airport of entry with two full loads of beef each week, 100 tonnes per aircraft load. We would make an arrangement whereby your price would float based upon the USDA Choice boxed beef price and would include air freight charges, payable in USD at the then current exchange rate. This would be the most economical way to secure fresh US beef for your customers. As I mentioned in my last email, we would be pleased to supply product demonstrators in your stores to educate customers and allow them to taste excellent quality fresh US beef. We are also open to importing premium Chinese refrigerated food products to the US for Walmart on the return flights.

I look forward to our continuing discussion and to meeting the personnel in your Direct Import department via email.

Regards,
Dennis

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Dennis Brewer

From: Kerry Glandt <[REDACTED]>
Sent: Monday, July 10, 2017 5:23 PM
To: Dennis Brewer
Subject: RE: Hansen Agri-PLACEMENT: Candidate Submittal Jon Nickless

Dennis,

I sent it over to him and he said 10am on Wednesday would work for him which would be 11am Arizona or 1pm Eastern time. If this is too late in the morning, let me know and will reschedule with Jon... as when I sent it over to him, I wasn't thinking that 6:30am eastern was 3:30am your time and may want to have his call completed before getting busy with other things?

Anyway, if 11am will work, I will leave it, if you want earlier, I'm sure he would be open to it...?

Thank You,

Kerry D. Glandt
Recruiter ~ Ag Division
308-382-7399
308-382-7427 - Fax

[mailto:\[REDACTED\]](mailto:[REDACTED])
<http://www.hansenagriplacement.com>



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