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SOUTHERN CALIFORNIA
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How to Maximize the Value of Your Practice

1. See our referrals. **BBI shows the whole name and city for each testimonial**, not just initials (they are not made-up). We encourage you to call our clients and verify what we say and what they say about our service.
2. BBI spends the money to mail out an ad for your practice to 100% of the potential buyers in your area. **Our database contains about 30,000 CPA's, EA's, Accountants, Bookkeepers and Tax Preparers.** That's the entire state of California (exclusive of CPAs in academia, industry and national firms).
3. Wouldn't you like to have **multiple buyers** making offers on your practice. This provides you with several key benefits:
 - a. By having your choice of buyers, you can make sure that you get the "right" buyer for your clients, i.e., similar personality, ethics, knowledge, fee levels, etc.
 - b. By having multiple buyers the price and/or down payment usually gets bid up to a higher level.
 - c. No low-ball offers such as nothing down and an "earn-out" over 5 years.
4. BBI provides **an extensive Prospectus** for your practice and we emphasize the best features. By doing this work up-front, this ensures that you get only good, qualified buyers that want exactly what you have for sale. Selling practices since 1978 bears this out.
5. Would you like to **work your practice (and make money)** while we:
 - Analyze your practice and emphasize the Key Selling Points.
 - Write an ad for your practice emphasizing key elements.
 - Show your practice personally, in your office.
 - Negotiate the price and terms for you.
 - Prepare all of the paperwork: Buy/Sell Agreement, State filings, State searches, Credit Report (from all 3 agencies), etc.
 - Provide sample "Letters of Introduction" to ensure that you comply with the California Privacy Act.
6. **Buyers are risk averse: They want facts and good advice gleaned from 35 years of experience.**
7. BBI has a **graduated fee schedule** depending on your revenues.
8. We recently updated our database - we now have about 30,000 contacts. Please let us know if you received more than one brochure so we can save some trees.

Yours truly,
BUSINESS BROKERAGE, INC.

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BUSINESS BROKERAGE, INC.

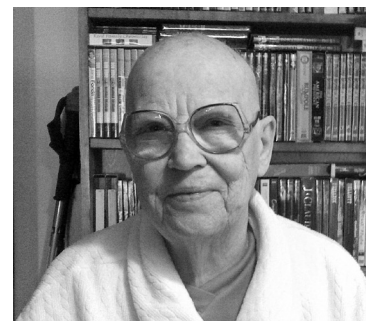
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How to Sell Your Practice for Maximum Profit on the Exact Terms You Need to Fit Your Future



DAVID C. SMITH
FOUNDER OF BBI

"One of the best things that we do for our clients is to provide them with multiple offers. This allows you to pick the buyer that will be most compatible with your clients."



Byrna Bicknell, EA
San Diego, CA

Cancer, chemo! Help me David - I need a fast sale! David got it done quickly. The buyer even took over my lease. BBI took care of setting multiple interviews with qualified buyers and prepared the buy/sell contract with all docs, and a 3 agency credit report on the buyer.

SELLERS OFTEN TELL ME THEY FEEL LIKE THEY ARE BEING TREATED AS A PAWN OF THE IRS!

SELLERS: Maybe it's time to think about selling your practice. Since 2008 many practitioners have been looking forward to retirement. Unfortunately, the uncertainty of a recession, bad economy and unemployment derailed their plans to retire. Is this you? Are you looking for a solid buyer that will take good care of your clients; a buyer with the personality to keep your clients; a buyer who has the wherewithal to pay for your practice? How about a buyer that welcomes you to stay in the business to help with the transition? Business Brokerage will be personally involved to make a win/win deal happen for you from valuation to closing with the credit report, buy/sell agreement and all docs.

BUYERS: Do you want a practice that will pay for itself in 3 years? Buyers want a high level of retention and transitional assistance from the Seller. Continuity is crucial, and keeping the seller and his/her staff onboard is highly desirable. Most of our buyers achieve an 85% to 95% retention when they follow our tips. Our years of experience with hundreds and hundreds of sales will help you structure deal you can live with. Note: All listing have a guarantee of the gross sales.

Buyers and Sellers alike tell us they appreciate our thoroughness and professionalism. Lee Ribolin has a degree in Finance and in Real Estate and is a licensed Real Estate Broker. (required by law in California).

YOU TELL US WHAT YOU WANT AND NEED; WE'LL PROVIDE THE "OPTIMUM MARKETING STRATEGY" SO YOU'LL GET IT. HERE'S HOW:

During our in-depth interview, we gather all of the pertinent information about your practice and your needs. Using this information, we will offer you several pricing strategies based on our knowledge of the market.

- 1 **A fast sale.** (Maybe it's for health reasons.) In any event, you need to be out of your practice within 30-60 days.
- 2 **A "bundle of cash."** You're leaving the area or leaving the state. You need a high down payment and some walking money so that you can go on to your next business venture and buy a new house.
- 3 **A secure stream of income for your retirement.** You're well-to-do financially; your house is paid for and the kids are out of college. Most importantly, you want a buyer that will take care of your clients and provide security on your note.

Practices For Sale: See our website at GO2BBI.COM

MILLIONS IN ACCOUNTING AND TAX PRACTICE SALES

SUSAN SHUB Oakland, CA



Lee Ribolin of BBI was instrumental in helping me sell my company to the right group. He carefully reviewed all elements of my business to determine a fair valuation and only introduced me to serious potential buyers. In the end he found me a great buyer and I am more than pleased with the outcome. Lee is a true professional and I would recommend his services and company to anyone who seriously wants to sell their accounting firm. Thanks, Lee!

WILLIAM PEREZ, EA San Francisco, CA



"When I decided to sell my practice, I was concerned about finding a buyer who would take exceptionally good care of my clients and

who had demonstrated excellence in managing a practice. Lee Ribolin took the time to meet with me personally, to understand my business, and what I wanted to accomplish. Lee quickly found several well-qualified buyers who met and even exceeded my expectations. Lee was exceptionally helpful at every point in the process from setting the terms of the sale, to negotiating with the buyer, and reviewing the details of the contract. Lee guided me through a process I had never gone through before, resulting in a very pleasant and successful transition."

HARRY DUFFIELD, CPA San Diego, CA



"I bought a CPA practice from David in 1995 and the transaction went very smoothly. When I was ready to retire in 2010 David brought me a dozen qualified buyers and I received 6 full price offers. David is the best in the business!"

Your Practice is Unique. How do You Find Just the Right Buyer?

Most practitioners are "burned out" when they decide to sell. They really don't promote their business with any heart. But, since we are in tune with the market for accounting practices, we know what buyers want. Our **Confidential Information Summary** will present your practice in it's best light, professionally and accurately. In short, **we'll create a prospectus that will bring in the buyers that are just right for your practice.**

We Leave no Stone Unturned! We'll Advertise Your Practice to Every Accountant and Tax Consultant in California

We will create a strong ad for your practice. We then advertise your practice to the over 12,000 pre-qualified prospective buyers that we have generated from our HUGE database of all California accountants and tax consultants. Because accountants have business savvy, they take their time in selecting an acquisition candidate before putting up their cash. The point is that by listing with our firm, your practice will be exposed to literally thousands of buyers that are actively looking for a practice. These buyers have read our literature, know what to look for, have cash in hand and are ready to buy. Many buyers tell us they don't even read anyone else's ads any more due to our professional presentation.

How Does all this Advertising Benefit You?

It builds DEMAND. A high demand for your practice means a high price. In fact, we often have prospects looking at practices over 200 miles away from their home. This is the reason that you need a broker that deals with the entire state.

We Screen the Prospects by Demanding a CLIENT RESUME and an AGREEMENT OF CONFIDENTIALITY

All potential buyers must have a **Client Resume** and an **Agreement of Confidentiality** on file to get information about your practice. From our website, GO2BBI.com, buyers can request a full report 24-hours a day. We'll screen out all the looney-loos and select the best and most qualified buyers for you. Then, we'll set up interviews so you can check out the buyers to see who will fit best with your clientele. It is our opinion that the buyer's personality is "key" to a successful sale.

THOUSANDS OF ACCOUNTING AND TAX PRACTICES SOLD

We're Famous for Generating Multiple Offers on Behalf of our Sellers

Our ability to generate several offers for a practice is what has made us famous. **Sellers almost always get their asking price and good terms due to the action that we get from our marketing system.** Many accountants would like to buy your practice with no money down and pay you back with a percentage of your profits over several years. We think that this is unconscionable. Your practice has provided you with a good living, put your kids through school and paid the mortgage. Why give it away? We insist that you get a fair price for your practice.

Why You Need a Credit Check on the Buyer

We always want to be sure about the buyer, so we run an Experian, Equifax, and Trans Union credit report on him or her. **Even though accountants are usually good about paying their bills, each year we do get a few accountants with a credit problem.** Our sellers really appreciate this service: we have protected their interest in a way that they never would have thought about or been able to do without causing ill-will on the part of the buyer.

Our Buy/Sell Agreement Alone is Often Worth More than our Fee!

When Business Brokerage handles your sale, you get a final contract that is designed specifically for accountants. It's been picked apart, piece by piece, by hundreds of attorneys from prior deals. These professionals have fixed the loopholes, weak verbiage, and uncovered situations. Our "Buy/Sell Agreement" covers many situations that most attorneys never think of, since they don't practice accounting. Don't get me wrong, our contract is not designed to be one-sided, but rather, it's very comprehensive. For example, here are just a few of the points covered (missing any one of these points could cost you more than our fee alone):

- Protection from a buyer "cherry picking" your clients
- Protection from your gross going down due to the buyer lowering your fees
- A clause allowing the seller to refer additional business to offset any loss of clients
- A clause equivalent to "signing off" on the books and records so the buyer can't come back claiming fraud
- Protection from the death of a buyer
- A clause allowing the seller to stay on as a consultant to drum up new business for a handsome compensation
- A covenant not to compete that is strict enough to protect the buyer but not so restrictive to keep the seller out of the marketplace in case his plans don't work.



AMY BEHRENS, CPA Pasadena, CA

"I couldn't believe that in 10 days, David got 10 firms interested at the beginning of tax season and 5 offers. His expertise in selling CPA practices makes both parties very comfortable. With a broker in the middle to educate both the buyer and the seller, and David's well thought out contract, it made the transaction go smoothly, and it closed in 30 days. Thank you so much David!"

CHRISTINE DUCEY, CPA Oceanside, CA

"When it was time for us to retire a good friend recommended David and I am happy that she did! Our practice included significant estate and



trust work and it was important to find someone with experience in that area. David came through on both accounts and we had multiple offers. He was there every step of the way with excellent advice and support."

DAVID KOBE, EA San Francisco, CA



"I had listed my practice with a competitor of BBI and was unsatisfied. After a number of months and no qualified activity I called Lee Ribolin of BBI. We

set an appointment and Lee came to my office and explained the way his company does business. He described how he screens the buyers and how he accompanies the buyers to all meetings. Lee walked me through the process and brought me a number of qualified buyers. From the first Buyer interview to presenting offers and to the closing, Lee let me know what to expect. I am very satisfied with the service Lee and BBI provided. I would not hesitate to recommend Lee to any Seller who is looking for a broker who says what he going to do and then does what he says"

Listing Details: GO2BBI.COM and Click on the "RED" Button to Register.