


From: Madylon Meiling MADYLON@AOL.COM 
Subject: METALAST Surface Technology
Date: February 24, 2015 at 10:19 AM
To: david@sierradorado.com
Cc: Meiling Dean dean.meiling@icloud.com



Dear David and Susan,

I am writing to summarize ideas shared in yesterday's phone conversation, and additional ideas for you to consider prior to the court hearing on Monday, March 2 at 10:00am. We have employed a marketing consultant to direct a significant name change campaign, which will begin after meeting with Judge Beasley. Thus, the option for us to work together will expire at that time.

Assumptions for Discussion and Shared Outcome:

You want to buy back your company

We want to sell MST and be retired, again

1. Semas assigns trademarks to the company/MST, and MST team continues to build the company, which includes new chemistries, new markets, expanded training classes, and increasing distributorships/sales.
2. Meiling/MST provide to Semas an exclusive option to purchase MST, including offices and lab at 2241 Park Place, Suite B, by December 1, 2016 at agreed upon price.
3. MST provides a distributorship agreement to Greg Semas to sell products and services

Additional Assumptions:

- Keeping marks with MST adds value to the company for Semas to raise funds for his purchase
- MST was an asset purchase without debt (\$25,000,000 debt when receiver took over) thus MST purchase is debt free and includes ownership of office space and technical lab
- Semas is not interested in MST after name change, thus agreement needs to be reached prior to March 2, 2015
- Meilings will engage outside resources for a global campaign to brand the new company name
- Semas can use the Metalast mark to build a new company, without using MST trade secrets
- Working together on a common cause, MST, is the best use of resources and human capital, particularly since MST is presenting at SUR/FIN 2015.

Please let us know your interest and availability to meet and discuss options for agreement.
Thank you for your consideration,
Madylon and Dean

Madylon Meiling, Ph.D.

President & CEO | METALAST Surface Technology, LLC
Direct: 775.301.5715 | Cell: 775.813.3840
www.metalast.com