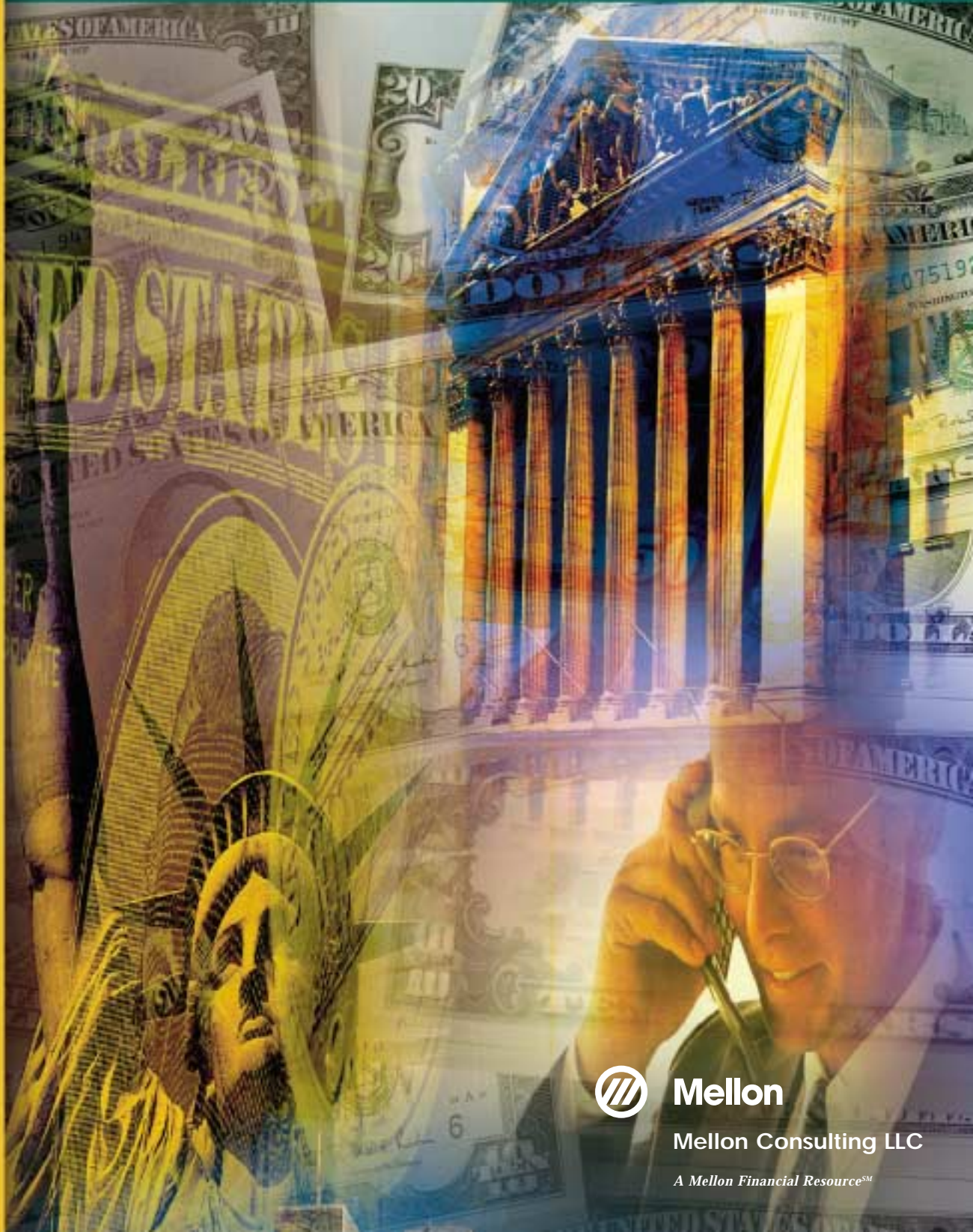


Z
O
N
E
N
E

Consulting Services

*Expertise, Technology, and Resources
for Your Business Initiatives*



Mellon

Mellon Consulting LLC

A Mellon Financial ResourceSM

Today's business-savvy executives know that redesigning business processes and systems to support changing needs can be complex and time-consuming. You've studied your options and know the advantages of outsourcing. Now it's time for you to choose an outsourcing partner. One who has the resources to guide you through the entire due diligence process, or analyze the impact of systems modifications on your organization. One who can deliver proven methodologies for your growing E-business initiatives, or implement management techniques that get the most from your resources. That partner is Mellon Consulting.

Mellon Consulting delivers world-class management and technology solutions.

Founded in 1995 as a joint venture between Chase Manhattan Corporation and Mellon Financial Corporation, Mellon Investor Services was the first company of its size and scope dedicated exclusively to shareholder services. Today, Mellon Consulting joins its affiliates, Mellon Investor Services, a registered transfer agent and FutureShare, a registered broker-dealer, in serving more than 1,800 corporate clients and more than 23 million shareholders worldwide.

Utilizing the synergies and strengths of its parent companies and affiliates, Mellon Consulting is a single-source solution provider, offering a comprehensive portfolio of management and technology consulting services through several integrated core businesses, including shareholder services, institutional trading, employee products, emerging technologies, and more. Our goal is to perform, with professionalism and diligence, the business-critical functions and processes to help you achieve success – even as your business and information technology needs change.



Leverage Mellon's Knowledge and Experience...

Mergers and Acquisitions

Mergers and Acquisitions are increasing in today's competitive business environment. Typically, M&As result in system consolidations that achieve efficiencies and cost savings. Mellon Consulting has significant experience performing these complex system consolidations. For example, Mellon Consulting successfully executed the conversion of the former Chemical Bank's Stock Transfer System into the Mellon Stock Transfer System. This effort required the integration of 1,500 issues, 7.5 million shareholder records, and 25 major systems onto the Mellon platform.

By outsourcing your project to Mellon Consulting, you can leverage our knowledge and experience to overcome implementation problems and plot a strategic direction for your new business. We can guide you through the entire due diligence process to determine the most efficient and cost-effective systems and technology platforms to retain and/or develop in your newly consolidated organization. We can help you engage your existing and new employees in an effort to mold perceptions and create a corporate culture that breeds success. From legal, financial, and technical issues, to compliance with an ever-increasing list of regulatory requirements, Mellon Consulting employs "best practices" to the satisfactory completion of your merger or acquisition.

T+1 Settlement

Mellon Consulting brings a high level of competence to assisting your company with the government mandated conversion of financial services to **T+1**. We understand the profound effect T+1 will have on your business operations and are well versed in the procedures and requirements for conversion. Mellon Consulting can help ensure that your company's technology systems, administrative back office, and trading operations will be prepared for these major changes in settlement processes and the expected increase in trading volumes.

*Mellon Consulting can help you
bridge the gap between emerging and
established information technologies.
Choose Mellon Consulting—expertise,
technology, and resources for your
business initiatives.*





Demutualizations

More and more frequently, companies have been using **Demutualizations** as a way to access capital and retain quality employees through non-cash compensation. Mellon Consulting has handled some of the largest and most complex corporate reorganizations. In what was one of the world's largest conversions of a company to public ownership, our innovative technology platforms combined numerous source systems into one master file, consolidated millions of policies, and saved approximately \$30 million in printing and mailing costs.

Mellon Consulting can help relieve you of the enormous logistical requirements of data consolidation, mass mailings, proxy tabulation, and the issuance of securities that arise in a demutualization. Meanwhile, you can concentrate on your core business while generating capital to perform increasingly complex business processes, introduce new products, and attract valuable human resources.

Systems Development & Migration

Systems Development & Migration is one of the most complex issues facing today's technology-dependent companies. From pre-project evaluation to configuration management and change control, we have the resources to make your transition to next-generation technology as easy as possible.

Maximize Your E-Sources

Maximize Your E-Sources...The transition from traditional financial services to the E-commerce platform has become an essential component of growing companies throughout the world. Our **E-Business** services provide the technological prowess to address your initiative. We can help you assess the value of making the transition to E-commerce. We can custom build your applications, deploy your web site, even teach you how to manage a scalable, flexible infrastructure. In short, we can manage your E-commerce transition so you can maximize your E-business exposure, while reaping all the financial benefits.

Managing Your Projects ... To Save You Time and Money

You know all too well how important projects compete for your time, money, and human resources. Outsourcing these time-consuming projects to Mellon Consulting allows you to regain control of your resources and can help improve the overall quality of your finished product. Our **Project Management Methodology** provides a spectrum of proven management techniques designed to get results, so you can dedicate your efforts to your core business... and your customers.

Government Record Keeping and Disbursement Services

Advances in technology have created opportunities for more accurate recordkeeping and more effective service delivery. In providing **Government Record Keeping and Disbursement Services**, Mellon currently administers the payment of \$5.5 billion dollars to tobacco growers and quota owners in 14 different states over a twelve-year period. Our years of experience in converting data files, validating check recipients, and storing payment information have helped build our customers' confidence in us. Our work is always performed in conjunction with our clients and often with external parties, such as government regulatory agencies, to ensure that critical deadlines are met. Our experience with the above solutions enables us to deliver quality services for governments and private projects.

Relationships Make the Difference

The **Strategic Alliances** we have formed with industry-leading providers of advanced technologies and business services allow us to offer value-added services and the perfect complement of expert resources to satisfy your unique business needs. Drawing on the strength of our alliances, Mellon Consulting strives to establish and maintain a long-term relationship and working partnership with you. Combining new and ever-evolving technologies with our creative problem-solving abilities allows us to help you meet your business goals.

Our Commitment to You

By recruiting, hiring, and developing industry specialists, we are able to offer world-class management and technology consulting services. Our history of "lessons learned" enables *us* to help *you* anticipate and plan the changes critical to your company's future.

We can tailor our flexible solutions to meet your unique needs. And through each phase of your project, we share the responsibility of implementing them. This is our commitment to you.

Mellon Consulting has strong relationships with industry-leading providers of advanced technologies and business solutions. Each business partnership provides added value to our clients.



If you're seeking ...	Then choose Mellon ...	Our Consulting can help you . . .
Consumer Privacy Mailings	We provide comprehensive privacy mailing solutions to ensure that you are in compliance with the Gramm-Leach-Bliley Act.	<ul style="list-style-type: none"> • Design and implement your print, mail, and tabulation methodology • Build a flexible database of privacy requirements • Ensure that you are in compliance and can be audited • Prepare your company for expanded legislation • Implement your IVR, call center, Web front end, data retention, and contingency plan
T+1 Planning	We help you prepare for and implement the changes required for the shortening of the settlement cycle.	<ul style="list-style-type: none"> • Analyze the impact of T+1 upon your back and front office operations and systems • Ensure that your T+1 migration plan is comprehensive and focused • Ensure that you have comprehensive internal and external integration • Achieve superior "straight through processing" • Reduce the risk to your organization
Demutualizations	We simplify the process that allows your company greater access to capital.	<ul style="list-style-type: none"> • Design a structured timetable of events for the execution of conversion • Implement account consolidation for initial mailings • Tabulate proxies and issue stock certificates • Monitor progress at each stage of the process • Facilitate communications with regulatory agencies • Provide support afterwards as your stock transfer agent • Develop and staff a computerized information call center • Establish communication program for policyholders, employees, and investors
Mergers & Acquisitions	We have the resources to guide you through the entire due diligence process.	<ul style="list-style-type: none"> • Assess markets, organizational practices, and IT infrastructures • Determine required or desired degree of integration • Review legal, accounting, and human resource functions • Define and implement technology integration strategies • Select capable team leaders and assemble a dedicated staff • Provide continuous communication and feedback • Ensure that critical project milestones are completed on time and on budget
Systems Development and Migration	We can fine-tune your systems and help reduce computing costs.	<ul style="list-style-type: none"> • Perform pre-project evaluation and transition analysis • Design, construct, and test a prototype • Upgrade processing facilities • Perform post-design modifications • Develop and conduct training programs • Maintain and support the new or modified system
E-Business	We can deliver proven methodologies to your growing E-business initiatives.	<ul style="list-style-type: none"> • Analyze target markets and prioritize objectives • Develop web site and application hosting services • Design, develop, and deploy customized web applications • Install, manage, and maintain voice, data, and multimedia networks • Provide database, desktop, and server support services • Develop comprehensive security and contingency planning procedures • Design, develop, and conduct training programs
Project Management Methodology	We deliver management techniques that get the most from your resources.	<ul style="list-style-type: none"> • Coordinate, develop, and execute project plans • Define activity scheduling, sequencing, duration, and control parameters • Estimate costs and resources • Ensure quality planning, quality assurance, and quality control • Manage staff, team, and organizational development • Generate and distribute project information • Identify and analyze project risk and response control • Procure goods and services from outside vendors
Government Record Keeping & Disbursement Services	We can administer volume disbursement services in accordance with a barrage of regulatory requirements.	<ul style="list-style-type: none"> • Collect, prepare, and normalize data • Tabulate data accurately, timely, and cost-effectively • Process and distribute checks • Maintain a database of recipients • Handle tax reporting for payout • Coordinate file segmentation and collateral printing of mass mailings • Define requirements to support return of undeliverable mail





Contact Information

To learn more about Mellon Consulting, contact Vincent Scilla, President, Mellon Consulting, at 201-373-5300, or e-mail vscilla@mellon-investor.com.

If you are already a Mellon Investor Services client, please contact your Relationship Manager.



Mellon

Mellon Consulting

A Mellon Financial ResourceSM