

James R. Gilreath

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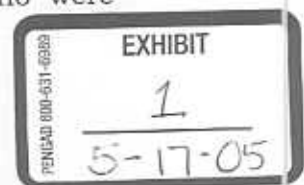
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Mr. Gilreath graduated from the University of South Carolina in 1964 with a B.S. Degree in Accounting. In 1967, he received a J.D. Degree from the University of South Carolina Law School. In 1968, he received a Master of Laws Degree in Taxation from the New York University School of Law, graduate division. He has authored articles in the *South Carolina Law Review* and in the national publication *Taxation for Lawyers*. In addition, he has been on the panel and lectured at a number of continuing education programs for attorneys and accountants. He is admitted to practice in all state and federal courts in the State of South Carolina; all state courts in North Carolina and the Federal District Courts for the Eastern, Middle, and Western Districts of the State of North Carolina; the United States Tax Court; the United States Court of Appeals for the Fourth Circuit, the Fifth Circuit and the Eleventh Circuit; and the United States Supreme Court.

During the course of his practice, he has participated as lead counsel or co-lead counsel in numerous civil cases involving complex corporate tax or securities matters. The majority of these cases were pursued in the federal courts in the States of South Carolina, North Carolina, Tennessee, Georgia, Colorado, and Louisiana. Most of this litigation involved multiple defendants, multi-state discovery and all aspects of motion practice. In addition to this, he has served as lead counsel or co-counsel for plaintiffs in the following:

Complex Litigation:

The State of South Carolina, ex relatione, T. Travis Medlock, Attorney General v. National Council on Compensation Insurance, Inc., et al., Case No. 94-CP-23-2428, Court of Common Pleas for Greenville County before Judge Henry Floyd. This was an action brought on behalf of all employers in South Carolina involving Workers Compensation Insurance. The settlement in this action consisted of a \$24.5 million immediate cash payment and future relief consisting of programs, incentives and discounts having a total present value of \$8 million along with provision for direct reimbursement of expenses of litigation in the amount of \$500,000. The claim in the case was for recoupment of losses sustained by employers in the State of South Carolina who were



squeezed into the Workers Compensation residual market. There were more than 29 attorneys of record in the matter, both local and nationally, on behalf of the defendants. Motions and discovery lasted over four years and the production of documents exceeded one million documents.

Ross Cosmetics Securities litigation filed in the U.S. District Court, Spartanburg Division. This litigation was ultimately settled for approximately \$9 million in 1993.

Multi media securities litigation filed in the Court of Common Pleas for Greenville County before Judge Pyle. As a result of this action, the company elected a recapitalization plan which resulted in an increase of \$7.00 per share over the initial freeze out offer. Without considering the potential value of the opportunity for continued equity participation, it was estimated that the benefit to the public shareholders was in excess of \$40 million.

Moorman v. Crawford, et al., Case No. CC-86-0050-M, U.S. District Court, Western District of North Carolina. This was a stockholders derivative action filed on behalf of the stockholders in a large closely held corporation. A settlement arrangement was entered into with the company wherein the company made an offer to all of its shareholders to purchase all or part of their stock at substantial amounts over previous stock purchases.

Kitchens v. U.S. Shelter, 82-1951-1, U.S. District Court for the District of South Carolina. This was a class action securities matter involving a judgment of \$6.2 million.

Phillips v. Beeber, C.A. #9-88-2051-3, U.S. District Court for the District of South Carolina. This was an ERISA class action involving termination of a pension plan of Trailways Bus Lines. This litigation resulted in terminating the pension plan and recovering a surplus for the benefit of the class which exceeded \$30 million.

Thomas v. Tru-Tech, U.S. District Court for the District of South Carolina, U.S. Dist. LEXIS 15929. This was an ERISA class action involving termination of a pension plan. Plaintiffs received a \$217,000 non-jury verdict, Judge G. Ross Anderson; affirmed by the 4th Circuit, U.S. Court of Appeals.

Patriots Point Securities Litigation, U.S. District Court for the District of South Carolina. This was a class action involving a defaulted bond issue. Plaintiffs received a \$12.7 million settlement in 1992.

Bonney v. Grainger, 356 S.E.2d 137 (S.C. Ct. App.). This was trust litigation in which long standing trustee of some 40 years was removed for lack of authority to act as trustee.

Newsom, et al. v. Blue Cross and Blue Shield of South Carolina, et al. Case No. 2002-CP-40-4997, Court of Common Pleas, State of South Carolina, County of Richland. This is a class action brought on behalf of all doctors in South

Carolina against various Blue Cross entities. The Court has recently certified the Plaintiff class action motion of plaintiffs.

Horner, et al. v. Blue Cross and Blue Shield of North Carolina, Civil Action No. 5:04-CV-81-FL(2); U.S. District Court for the Eastern District of North Carolina, Western Division. This is a class action brought on behalf of all doctors in North Carolina against various Blue Cross entities. A class certification motion has not yet been filed in this case.

Gosnell, et al. v. Wild Turkey Holdings, LLC, et al., Case No. 2003-CP-23-00678, Court of Common Pleas, State of South Carolina, County of Greenville. This was a class action involving a subdivision in Greenville, South Carolina. The class was certified and involved 31 various homeowners. The case was recently settled.

Tax Related Litigation:

Calhoun v. Wells, jury trial U.S.D.C., Greenville Division [Judge Houck], related matters at 45 AFTR2d 80-1686 (D.S.C., 1980) and 80-2 U.S.T.C. (CCH) 9643 (D.S.C. 1980).

Covil Insulation Co., Inc. v. Commissioner of Internal Revenue, 65 T.C. 364 (1975), tax deficiency litigation.

Jim Lee Wilson v. Commissioner, 35 T.C.M. (CCH) 1019, (1976), tax deficiency litigation.

Reported Cases and Orders:

Covil Insulation Co., Inc. v. Commissioner of Internal Revenue, 65 T.C. 364 (1975)

Jim Lee Wilson v. Commissioner, 35 T.C.M. (CCH) 1019 (1976)

Calhoun v. Wells, 80-1 T.C.M. (CCH) 9431 (D.S.C.1980); 80-2 T.C.M. (CCH) 9643, (D.S.C. 1980)

Llewelyn v. Dobson Bros., 262 S.E.2d 726 (S.C. 1980)

Gantt v. Boone, Wellford, Clark and Langschmidt, 559 F. Supp. 1219 (M.D. La.1983)

Runion v. U.S. Shelter, 98 F.R.D. 313 (D.S.C.1983)

Diamond v. Lamotte, 709 F.2d 1419 (11th Cir. 1983)

South Carolina National Bank v. Darmstadter, 622 F. Supp. 226 (D.S.C. 1985); 813 F.2d 403 (4th Cir. 1986) cert. denied 479 U.S. 1065 (1987)

Lee v. Chesterfield General Hosp. Inc., 344 S.E.2d 379 (1986)

Bonney v. Granger, 356 S.E.2d 138 (1987); 387 S.E.2d 720 (1990)

Pate v. Ford, 360 S.E.2d 145 (1987); 376 S.E.2d 775 (1989)

Kitchens v. U.S. Shelter, Fed. Sec. L. Rep. (CCH) 93,920 (D.S.C. 1988); 1988 W.L. 212511 (D.S.C. 1988); U.S. Dist. LEXIS 15929 (D.S.C. 1988); U.S. Dist. LEXIS 16044-16050 (D.S.C. 1987)

Newsom v. State Board of Medical Examiners, 386 S.E.2d 627 (1989)

Elmore v. Cone Mills Corp., Federal Sec. L. Rep. (CCH) 95, 506 (D.S.C.1990); 1991 U.S. Dist. LEXIS 13583 (D.S.C. 1991); 6 F.3d 1028 (4th Cir. 1993); 23 F.3d 855 (4th Cir., en banc, 1994)

Phillips v. Bebbler, 914 F.2d 31 (4th Cir. 1990)

Thomas v. Tru-Tech, Inc., 12 Employee Benefits Cases 1304; 900 F.2d 256 (4th Cir. 1990)

USF&G v. Patriot's Point Development Authority, 772 F. Supp. 1565 (D.S.C.1991); 788 F. Supp. 880 (D.S.C. 1992)

Nipper v. Snipes, 7 F.3d 415 (4th Cir. 1993); 38 Fed. R. Evid. Serv. 23

Thomas v. Peacock, 39 F.3d 493 (4th Cir. 1994)

Peacock v. Thomas, 116 S.Ct. 862 (1996)

Collins Entertainment Corp. v. Infnational Techs, 145 F.3d 1323, 1998 U.S. App. LEXIS 19210 (4th Cir. S.C. 1998)

Vogt v. Greenmarine Holding, LLC 318 F. Supp. 2d 136, 2004 U.S. Dist. LEXIS 1196, 21 I.E.R. Cas. (BNA) 47 (S.D.N.Y. 2004)

Crown Cork & Seal Co., v. CBS Corp., 2002 U.S. Dist. LEXIS 7896 (M.D.N.C. Apr. 1, 2002)

Summey v. Ford Motor Credit Co., 449 F. Supp. 132

Banco de Credito Indus. v. Citizens & Southern Natl. Bank of South Carolina, 1980 U.S. Dist. LEXIS 15871 (D.S.C. Dec. 24, 1980)

DOT v DOE, Inc., 563 S.E.2d 565 (2002)

Pond Place Partners v. Poole, 351 S.C. 1; 567 S.E.2d 881 (Ct. App. 2002)

Hall v. Fedor, 349 S.C. 169; 561 S.E.2d 654 (Ct. App. 2002)

Bob Jones Univ. v. Strandell, 344 S.C. 224; 543 S.E.2d 251 (2001)

Collins Music Co. v. IGT, 353 S.C. 559; 579 S.E.2d 524; cert. denied by *IGT v. Collins Music Co.*, 157 L. Ed. 2d 143, 124 S. Ct. 303 (U.S. 2003)

Professional Associations and Memberships:

Greenville County Bar Association
Member, 1968 - Present

South Carolina Bar
Member, 1968 - Present

American Bar Association
Member, 1968 - Present

Association of Trial Lawyers of America
Member, 1985 - Present

Certified Mediator in South Carolina and North Carolina

South Carolina Trial Lawyers
Member, 1978 - Present

Greenville County Estate Planning Council
Member

North Carolina Bar Association
Member

North Carolina State Bar
Member

Public Investors Arbitration Association
Member, 2000 - Present