



UTAH BUSINESS CONSULTANTS

BUSINESS BROKERAGE • VALUATION • EXIT PLANNING

Introduction to Utah Business Consultants

Utah Business Consultants was founded in 1989 with the vision to offer the highest quality business brokering service possible. Our professional team has successfully guided hundreds of business owners through the challenging and important process of transitioning business ownership. We work on deals in virtually every industry. The timing of this important event is critical and it is never too soon to start planning for the ownership transition of your business. Some business owners take years to implement programs and strategies that will ensure maximum value when it is time to sell. Other owners call because they are ready to sell immediately. Regardless of your personal circumstances we are ready to assist you in exiting your business and maximizing value.

Ready to help you with a wide variety of services

- Business Brokering
- Business Exit Planning
- Business Valuation
- Buyer Financing
- Buyer Acquisition services
- Franchise Development
- Consulting to Build Value
- Commercial Real Estate

High Quality Professional Service

Transitioning the ownership of your business may be the most important financial event of your life. Don't trust this critical process to just anyone. The professional team at Utah Business Consultants has many years of business brokering experience and exit planning experience in addition to years of experience owning and managing businesses. We work hard to make sure you will receive maximum value for your business and we focus on putting deals together that will require the minimum amount of Seller financing possible if any is required at all.

Mission Statement

Utah Business Consultants is committed to providing the highest level of professional service as we help our clients prepare for and execute their most important financial event, the transition of business ownership.

Enjoy the Tour

This document contains information about the process of valuing and selling a business. It also has information about our team, some testimonials, and some of our recently completed projects.

Call or email today for a no-cost consultation!
(801)424-6300 ubc@ubcutah.com www.ubcutah.com

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Testimonials

“Please accept the gratitude and commendations from Proficio Management, its members and all of the CALO team for your work in our recent transaction. UBC came to the table with strict integrity and professionalism and aligned resources and individuals in a unique way while ensuring the goals of the client were met and exceeded. During challenging issues, which all deals present, UBC created an atmosphere of trust and confidence, making possible the right level of concessions on all sides to get the deal completed to the satisfaction of all involved. Without the unique breadth of skills and experience as well as the confidence engendered by UBC, I am convinced that the transaction would have failed. Instead, UBC brought success and left all parties satisfied with the results, and with the contribution by Brad, Wayne and the entire team.”

-Paul Watson, Principal, Proficio Services Group, LLC

“I just sold my manufacturing company through Utah Business Consultants. We sold to an investment group from Irvine, California. My transaction was several million in size, so it was complex throughout the entire process. It was great to work with a group who helped me from start to finish. I don't know how anyone running their business full-time could ever effectively sell without qualified help.”

- Ray Peterson, Principal, USVend Technologies

“I had the recent opportunity of presenting multiple seminars with the Utah Business Consultants team. They articulate well the complexities and pitfalls inherent in valuing and selling businesses. The UBC people have put together a great structure for maximizing their clients' business value.”

- Stuart Fredman, Attorney, Michael Best & Friedrich

“I have worked with many brokers doing business purchases and sales. I have consistently found that Utah Business Consultants offers their clients the best and most complete service. The Utah Business Consultants team works closely with the buyer as well as the seller. They personally do everything they can to make sure the transaction goes as smoothly as possible. I am always comfortable recommending them to any client.”

- Nanci Snow Bockelie, Attorney, Bockelie Law Office, L.C.

“Based on my personal association with UBC, you will not find anyone who is more professional or who has more integrity, competency, or concern for their clients than you will at Utah Business Consultants. I would not have a moment's hesitation referring one of my clients to them. I would strongly recommend anyone who is looking to maximize the value of their business to engage their services.”

-Gary L. Prince, CPA, Prince Hansen Gray & Associates PLLC.

“As a CPA, I recognize when I am dealing with knowledgeable, competent individuals. The UBC team has the wherewithal to advise their clients appropriately. We have worked together with mutual clients on several occasions.”

- Joe Leverich, CPA, Gallina LLP, CPA's

“I have been working together with Utah Business Consultants since 2004 to help buyers finance the purchase of their new business. I have found the UBC team to always show professionalism, and always provide helpful solutions through their expertise and experience.”

- Ryan Furstenu, Business Development Officer, Wells Fargo Bank

“Utah Business Consultants has been a valued client of Zions Bank for over 20 years, and if I had a business to sell I know I could go to them and be treated fairly.”

-Richard W. Dunlop, Vice President / Branch Manager, Zions Bank

The Process of Selling Your Business

Selling your business is the most important financial event of your life and is a complicated and time-consuming process. There are many factors to consider which make it difficult for you to accomplish without professional help because you need to stay focused on the day to day operation of the business.

The professional team at Utah Business Consultants (UBC) will expertly guide you through each step of the selling process to ensure the transaction goes as smoothly as possible and to assist you in receiving maximum value for your business.

10 Steps to the Successful Sale of Your Business

1 EXIT PLANNING

An Exit Plan is a roadmap for successful business ownership transition. A great Exit Plan is designed to help you maximize value and minimize tax consequences, while planning a thoughtful exit time horizon. The plan additionally assists you in implementing current business processes to improve profitability and expedite transition.

2 SELECT ADVISOR TEAM

Finding the right team to help you is crucial. Make sure you have a qualified Business Broker/Investment Banker, CPA, Attorney, and Financial Advisor, whose resources and experience will best serve you throughout the exit planning and selling process.

3 ASSESS VALUE

To market your company successfully, we first need to determine what it's worth. UBC will perform an evaluation based upon your company's financial results, industry comparable sales, and expected future performance.

4 BUYER STRATEGY

Finding the right buyer means determining the profile of likely buyers, such as financial buyers, strategic buyers, and private equity group buyers. UBC will be selective in approaching those buyers having the right mix of talent, capital, and business experience, which combined will complement the future growth and stability of your business.

7 NEGOTIATIONS & STRUCTURE

A unique mix of talent is required to facilitate a deal structure that satisfies the needs and concerns of all parties. At UBC we serve as a proficient deal-maker as well as a financial analyst, tax consultant, negotiator, and strategic planner. UBC will lead negotiations culminating in non-binding offers which will propose price, form of payment, non-compete terms, and contingencies to be removed prior to closing.

6 GENERATING BUYERS

UBC uses 10 or more business brokerage internet advertising sites to attract and inform interested buyers. We then qualify all interested buyers and have them execute a Non-Disclosure Agreement (NDA). Qualified buyer candidates are then approved by you before any confidential information is released. Buyers requiring SBA or other financing assistance are supplied with contacts to confirm their ability to financially execute a transaction.

5 MARKETING CONFIDENTIALLY

UBC Compiles an in-depth review of your company including recast financial statements, its fixed assets, products or services, and other important aspects of your business. This compilation is called a Confidential Business Review (CBR). The CBR and all additional marketing information used by UBC is approved in advance by you.

8 DUE DILIGENCE

After terms of the sale are agreed upon in an executed Letter of Intent (LOI), the proprietary details of operation are open for review and confirmation. A definitive schedule should be agreed to before due diligence activities proceed, in order to move the process along in a timely manner.

9 DEFINITIVE PURCHASE AGREEMENT

Following the due diligence review, the buyer will draft a final purchase and sale contract called a definitive purchase agreement. This agreement details all the terms agreed to in the LOI, in contract form. In addition to the purchase contract, all other ancillary agreements such as a promissory note, non-compete agreement, equipment list, etc. will be attached.

10 CLOSING

This is the culmination of years of hard work in building your business. Final documents are signed and money and titles change hands, and the necessary documents are filed with government offices. Congratulations on the successful sale of your business. Take some time to celebrate your success!

Team Profiles



Bradley G. Marlor MBA, CBI is Principal Broker and a partner at Utah Business Consultants. Brad founded Utah Business Consultants in 1989. He is a graduate of four colleges and universities with degrees in Accounting and Business Administration. He is a former franchise owner with direct experience in buying and selling his own businesses. Brad has represented hundreds of businesses from virtually every industry. He is an Exit Planning Advisor -- preparing business owners for the most important financial event of their lives. Brad has been published numerous times in local business periodicals and newspapers, including Utah Business Magazine, The Enterprise Newspaper, and the Deseret News. He is a Certified Business Intermediary (CBI), and member of the M&A Source. Brad served four years on the South Jordan Planning Commission, three years on the South Jordan Economic Development Committee and co-founded the South Jordan Chamber of Commerce. He served on the South Jordan City Council from 2000 through 2008 and has been re-elected to serve another four years from 2016 through 2019.



Wayne A. Simpson CPA, CBI, M&AMI is a partner at Utah Business Consultants. Wayne is a 1973 graduate of the University of Utah, earning a B.S. degree in Accounting. He was a partner of Simpson & Co., CPAs from 1974 to 1999. He is a member of the American Institute of CPAs. In 1997, Wayne earned an Educational Achievement Certificate in Business Valuation from the AICPA. He is licensed for Real Estate Transactions. Wayne is a member of the International Business Brokers Association and the M&A Source. He has achieved the Certified Business Intermediary (CBI) and Merger & Acquisition Master Intermediary designations. Wayne is a frequent speaker at CPA and Financial Planner conferences, discussing business valuation and exit planning. He has written over two dozen articles for The Enterprise Newspaper on Merger & Acquisition Topics. Wayne is a past President of the Salt Lake Exchange Club in Salt Lake City, Utah.



Kerry Sharp joined Utah Business Consultants in 2002 as a consultant and intermediary following a successful career as a product development manager, business owner, and sales executive. Kerry brings to UBC extensive business experience. He was involved for more than 15 years managing high technology product development teams during which he helped launch numerous computer and communications systems products to market. He has helped define, implement, and manage product development and operations processes for growing startup businesses. Kerry has successfully helped numerous business owners through the process of selling a business and is a franchise specialist. He has owned and operated multiple small businesses. Kerry earned a B.S. degree in Computer Engineering with secondary studies in Business Management from Utah State University and holds a Utah real estate license.

Team Profiles



Calvin E. (Cal) Black attended Brigham Young University 1968-1970, O'Brian School of Real Estate 1969 and 1978, Business Marketing Corporation, Santa Ana, CA 1980-1981, Institute of Certified Business Counselors, Pleasant Hill, CA 1980-1981, and Dimensions of Professional Selling, Carew Dimensional Systems, Denver, CO 1984. From 1975-1987 Cal was a Utah Real Estate Broker, managing construction projects, handling financing, negotiating with City and County agencies for project approvals and inspections for real estate construction, developing subdivisions, apartment complexes, condominiums, shopping centers, office buildings and industrial parks. Cal has owned and managed several businesses. He has helped many business owners in the very important process of selling their business, in the fields of manufacturing, product distribution, automotive, printing and medical devices. Cal has now joined Utah Business Consultants to provide to clients the unmatched customer service that UBC offers.



George Metos enjoys transacting deals in all types of businesses, including the technology and industrial sectors. He has degrees in Electrical Engineering and Computer Science from the University of Utah. After college, he founded and managed a software development company whose video game products generated over \$1B in retail sales. He also transacts mergers involving automobile and scrap metal recyclers on a national basis.



Joshua J. Jones MSF is passionate about helping business owners navigate the process of buying and selling businesses. He has owned and operated several small businesses, including a multi-location franchise. He also has experience in corporate finance and planning, investment banking, and asset-backed securities. Josh graduated from Utah Valley University in 2009 with a B.S. degree in Business Management and from the University of Utah in 2010 with an M.S. degree in Finance.

Determining the Value of Your Business

It is important for every business owner to understand the factors that create value in a business whether you are currently considering selling your business or if that event is still many years in the future. Why? Because how you currently operate your business day to day will impact the future value of the business. Waiting until it is time to sell your business before creating an exit plan is risky.

Understanding the principles below will help you start managing your business day to day so that when the inevitable ownership transition time arrives, your financial benefit will be maximized and the process will be as smooth as possible.

How Businesses are Valued

Most small to mid-sized business are valued using the multiple of discretionary earnings technique. An adjusted cash flow for the business is calculated, then numerous value contribution factors are assessed to determine a value multiplier. This valuation method creates a model that helps the business buyer determine the potential Return On Investment (ROI) that may be realized based on the historical cash flow performance of the business.

Factors That Affect Business Value

- Revenue and profit trends in recent years and in the current year
- Industry trends and growth prospects
- Business growth prospects
- Management team
- Customer concentration
- Competitive advantages
- Barriers to entry
- Ease of operating the business
- Product and service concentration
- Staff knowledge and skills
- Intellectual Property
- Owner goodwill versus business goodwill
- Value of FF&E and Inventory
- Location

What You Should Be Doing Now

Formalize an exit plan today that focuses on your personal transition objectives and time frame. Evaluate your business exit plan considering each of the factors above that impacts the value of your business. Define and execute strategies to improve areas of weakness.

Creating and Executing an Exit Plan

It is best to engage a qualified exit planning professional to create and execute a plan that will ensure maximum value for your business and ease the ownership transition process.

Recently Completed Projects



EYE-FI
a Nevada-Based
Specialized Manufacturer of OEM
Products



ENDEAVOUR
A Portland, Oregon-Based
Private Equity Group

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CARPENTER PAPER CO.
of Utah
a Utah-based
Wholesale Paper Distributor
Products and Services
was acquired by
a Private Investor

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BE PREPARED SOLAR
a Utah-based Company
for Backup Solar Generators
was acquired by
a Private Equity Group

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LLOYD'S TIRE & AUTO
CENTER
a Utah-based
Car Repair and Tire Store
was acquired by
a Private Investor
Based in Utah

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COLD STONE CREAMERY
a Utah-based Ice
Cream Parlor Franchise
was acquired by
a Private Investor
Based in Utah

Third time we have represented
the sale of this franchise

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THE NEWCASTLE
SCHOOL
a Utah-based
Academic Preschool
was acquired by
a Private Investor

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THE SPA CLUB
a Utah-based
Multiple Location Full Day Spa
was acquired by
a Private Investor

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STRIDER WINTER
RACING CIRCUIT
a Utah-based
Racing Event Provider
was acquired by
a Private Investor

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SIGN SERVICE
a Utah-based Wide Format
Printing Company
was acquired by
a Private Investor

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HAMPTON'S SUPERIOR
DRY CLEANERS
a Utah-based Company
was acquired by
a Private Investor

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EDIBLE ARRANGEMENTS
a Utah-based Fresh
Fruit Arrangements
Franchise
was acquired by
a Private Investor

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EPIC PUZZLES & GAMES
a Utah-based
Game Store
was acquired by
a Private Investor
Based in Utah

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Recently Completed Projects



TRACK UTILITIES, INC.
an Idaho-based Underground
Utility Contractor
was acquired by
a Private Equity Group
Based in Atlanta and Jamaica

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CHANGE ACADEMY at
LAKE of the OZARKS
a Missouri-based
Residential Treatment Center
was acquired by
a Private Investor
Based in California

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TRU-CUT STEEL RULE DIE, INC.
a Utah-based Manufacturer
of Steel Rule Dies
and an Array of Other Products
was acquired by
a Private Equity Group
Based in St. Louis

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FIRE SUPPRESSION SYSTEMS
a Montana-based Manufacturer
and Distributor of
Fire Suppression
Products and Services
was acquired by
a Private Equity Group
Based in Boston, MA

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1-800 FLOODED
a Utah-based Disaster
Clean-up Company
was acquired by
a Private Investment Firm
in Alaska

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ELEVATED BILLING
a Utah-based Billing Company
for Substance Abuse and
Behavioral Health
was acquired by
Elevated Outcomes, LLC
a Private
Equity Backed Search Fund

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OFFSHORE MARINA
a Utah-based
Premier Provider of Boat
Rentals
and Powerboat Services
was acquired by
a Private Investor

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ELITE STRUCTURES, INC.
a Utah-based Metal
Building Manufacturer
was acquired by
a Private Investor
Based in Utah

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LEGAL HEAT
a Utah-based
Training and Certification Co.
for Concealed Firearm Permits
was acquired by
a Private Investor
Based in Ohio

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Recently Completed Projects



**AT THE CROSSROADS
RESIDENTIAL
TREATMENT**
a Utah-based Adult Transition
Center was acquired by
a Management Led Buyout

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**INTERMOUNTAIN
SUBSTANCE ABUSE**
a Utah-based Substance Abuse
Education and Treatment Center
was acquired by
a Financial Investor
Based in Salt Lake City

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HAMMAKA HAMMOCKS
a Utah-based online retailer of
unique outdoor seating
was acquired by
a Local Investor
Based in Salt Lake City

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**ALL WEATHER STEEL
PRODUCTS**
a Utah-based Manufacturer and
Distributor of Storm Doors
was acquired by
Larson Manufacturing
Based in South Dakota

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NEWONICS
a Utah-based Contract
Electronics Manufacturer
was acquired by
a Private Investor
Based in Utah

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**EVOLUTION MANAGED
SOLUTIONS**
a Utah-based Information
Technology Services Business
was acquired by
a Private Investor
Based in Utah

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STINGER SPIKE SYSTEMS
an International Manufacturer of
Law Enforcement Products
was acquired by
Federal Signal Corporation
a Public Corporation

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INTERWEST PAPER, INC.
a Utah-based Paper
and Cardboard Recycler
was acquired by
a Private Investor
Based in Utah

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HOLLAND EQUIPMENT
a Utah-based Heavy Equipment
Manufacturer and Dealer
was acquired by
an Employee Buy-out group
Based in Utah

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PRESS-A-PRINT
an Idaho-based Manufacturer of
Pad-printing Machines
was acquired by
Pacific Equity Group
Based in California

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BUSINESS PLANNING GROUP
a Utah-based
Specialty Insurance Company
was acquired by
a Private Investor
Based in Utah

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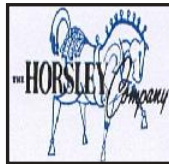
UTILITEC COMMUNICATIONS
a Data-processing and Customized
Billing Services Company
was acquired by
Ancor Information Management
Based in Michigan

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INTERSTATE PARTS & SUPPLY
a Utah-based Supplier of
Replacement Parts for Large
Ground Engaging Equipment
was acquired by
DHH Group, Inc.
Based in Utah

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HORSLEY COMPANY
a Utah-based Manufacturer and
Installer of Luggage Systems
was acquired by
Brynwood Partners
Based in Connecticut

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TEERLINK CABINET, INC.
a Utah-based Manufacturer of
High-End Cabinets
was acquired by
a Private Investor
Based in California

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FINN-WALL SPECIALTIES, INC.
a Utah-based
Industrial Coatings Company
was acquired by
a Private Investor
Based in Utah

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U.S. VEND TECHNOLOGY

U.S. VEND TECHNOLOGY, INC.
an Idaho-based
Manufacturer of Vending Machines
was acquired by
Pacific Equity Group
Based in California

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**WILLIAMSEN
MANUFACTURING**

**WILLIAMSEN
MANUFACTURING, INC.**
a Utah-based Manufacturer
of Dump Truck Bodies
was acquired by
Godwin Manufacturing, Inc.
Headquartered in Dunn, NC

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TUCK LANDSCAPING, INC.
a Utah-based
Landscaping Company
was acquired by
a Private Investment Group
Based in Utah

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MEINEKE of TAYLORSVILLE
a Utah-based Franchised Auto
Repair Business
was acquired by
a Private Investor
Based in Utah

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PRESTWICH PALLET

PRESTWICH PALLET, INC.
a Utah-based Manufacturer of
Wooden Pallets and Fencing
was acquired by
a Private Investor
Based in Utah

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STRAND HEATING & AIR CONDITIONING

STRAND HEATING &
AIR CONDITIONING, INC.
a Utah-based HVAC Company
was acquired by
an Employee Buy-Out Group
Based in Utah

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SPARKLE EXPRESS CAR WASH
a Utah-based Car Wash Business
was acquired by
a Private Investor
Based in Utah

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SINGLETON FENCE, INC.
a Utah-based Highway and
Ranch Fencing Company
was acquired by
a Private Investor
Based in Utah

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CANDLE WARMERS, INC.
a Utah-based Candle
Warmer Manufacturer
was acquired by
a Private Investor
Based in Utah

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SUNDANCE HOMES

SUNDANCE HOMES, LLC
a Utah-based Developer
of Single Family and Multi-
Residential Dwellings
was acquired by
Frontgate Alliance, LLC
Based in Utah

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COPIERS FOR LESS
a Utah-based Reseller of
Refurbished Copy Machines
was acquired by
Access Business Services, Inc
Based in Utah

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