

January 20, 2017

e-mail: [gberman@dsi.biz](mailto:gberman@dsi.biz)

To the Creditors and Shareholders of:

FarmLink, Inc.  
a Delaware Corporation  
1600 Genessee, Suite 700  
Kansas City, MO 64102

Notice of Commencement of  
Assignment for the Benefit of Creditors

Dear Sir or Madam:

Please be advised that FarmLink, Inc. (the “Company”) made an assignment for the benefit of creditors pursuant to Missouri common law, in favor of Development Specialists, Inc. (the “Assignee”) on January 6, 2017 (the “Assignment”). The Assignment is evidenced by the attached Trust Agreement and Assignment of Assets For the Benefit of Creditors Exhibit “A” (the “Trust Agreement”).

History

The Assignee is informed that the Company was originally formed in March, 2000. The Company originally began as a combine leasing business eventually evolving into an equipment sharing solutions business and a data analytics company.

The Assignee is further informed that over the course of 2015 it became apparent to the Company that it was going to be difficult to finance the Company as both an equipment solutions business and a data analytics company. In many instances, investors indicated a preference for one or the other product lines. As a result, at the end of 2015, the business was separated into two separate companies; FarmLink, Inc., as the data analytics business and Machinerylink Solutions, Inc. (“Machinerylink”), as the equipment sharing solutions.

Finally, the Assignee is informed that in early 2015, the Company retained investment bankers at Perella Weinberg Partners (“Perella”) to help raise capital. Perella's efforts continued in 2016 with the new 2-company structure. In 2016 the decision was made to sell the Company and Machinerylink. The existing investors loaned approximately \$3.3 million to the Company in the form of secured promissory notes (the “Loans”) which were expected to fund operations and to permit Perella more time to market the companies. The marketing effort by Perella and the Company was robust and approximately 100 parties showed interest and 24 executed NDAs and performed some level of due diligence. After an exhaustive sale process, however, no transaction could be completed and in December 2016, the Company’s financial prospects had not improved and it ceased operations.

LOS ANGELES

333 South Grand Avenue, Suite 4070 • Los Angeles, California 90071-1544 • Telephone: 213.617.2717 • Fax: 213.617.2718 • [www.dsi.biz](http://www.dsi.biz)

SAN FRANCISCO • CHICAGO • NEW YORK • MIAMI • LONDON • WILMINGTON • COLUMBUS

### The Assignment

With the consent of the owners and stockholders owning more than eighty percent (80%) of the subscribed and issued stock and with the Company's board of directors unanimous consent, the Trust Agreement was executed by the Company and accepted by the Assignee on January 6, 2017. The purpose of the Assignment is to conduct an independent out of court liquidation of the Company's assets for the benefit of creditors. Over the years, the Assignee and its personnel have collectively been involved in well over 1,000 such assignments.

On January 11, 2016, the Loans were assigned to Main Street Data Corp. ("MSDC"). MSDC asserts a lien on all of the Company's assets including any cash proceeds generated from such assets. On January 13, 2017, in order to fund administrative fees and expenses necessary to liquidate the Company through the assignment, MSDC and the Assignee entered into an Agreement Regarding the Indemnification and Use of Cash Collateral (the "Cash Collateral Agreement"). The Assignee and its counsel, the firm of Spencer Fane, LLP in Kansas City, Missouri, are reviewing the current asset and debt structure of the Company, which will be reported to creditors in our next report.

Additionally, in light of the previous extensive marketing efforts, the amount of the secured debt, and other timing concerns including retention of former employees of the Company, the Assignee entered into a Specified Asset Purchase Agreement with MSDC on January 13, 2017. MSDC purchased, among other things, certain intellectual property formerly used by the Company and all assets used in the Company's agriculture data science business. Such assets were sold for \$1,000,000 which was paid as a credit against the secured debt held by MSDC; provided, however, that the Assignee maintains certain rights to seek cash based upon its review of MSDC's claims and liens. The sale closed on January 13, 2017.


This notice is being sent to all known creditors of the Company including all taxing authorities and all representatives of creditors. Attached is an Affidavit of Claim form that must be completed and returned to the Assignee no later than April 6, 2017, along with any documents substantiating the claim. Creditors who fail to file their proofs of claim by that date will not be entitled to share in any distribution arising out of the liquidation of the Company's assets.

Please do not hesitate to contact the undersigned, Steven Victor ([svictor@dsi.biz](mailto:svictor@dsi.biz)) or John Wheeler ([jwheeler@dsi.biz](mailto:jwheeler@dsi.biz)) by e-mail or by telephone at (312) 263-4141 should you have any questions about this matter assignment.

Thank you for your consideration and cooperation in this matter.

Very truly yours,

Development Specialists, Inc.  
Solely as Assignee for the Benefit of Creditors of FarmLink, Inc.

By   
Geoffrey L. Berman

p.s. Please be advised that a separate notice will be sent to creditors of Machinerylink concerning an assignment of its assets which also took place on January 6, 2017.

Enclosure (Proof of Claim)