

**EXHIBIT 5**

**Key Management Bios**

# Israel Max

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Dynamic and visionary Owner/CEO of Maxsip Telecom with an impressive 35-year tenure in the industry. A highly experienced professional, adept at leveraging expertise in telecommunications systems, sales, and installation to drive business success. Committed to delivering unparalleled service and cultivating a customer-centric approach within the organization. A strategic leader with a proven track record of achieving exceptional results, maximizing profitability, and fostering long-term business relationships. Dedicated to continuously innovating and adapting to the evolving landscape of the telecommunications industry, while consistently contributing to the growth and success of the organization.

## PROFESSIONAL EXPERIENCE

**Maxsip Telecom: CEO** (Valley Stream, NY)

**2008-Present**

- Provide visionary leadership and strategic direction with a focus on mobile, broadband, and digital services.
- Develop and implement innovative business strategies to drive revenue growth and market expansion.
- Forge strategic partnerships and alliances to enhance the company's product and service offerings.
- Successfully participated in government programs, such as the Emergency Broadband Benefit (EBB) Program, by offering eligible consumers a discount of up to \$50 per month for broadband services, ensuring affordability and accessibility.
- Provided enhanced support to consumers residing on qualifying Tribal lands through the EBB program, offering up to \$75 per month toward broadband services, promoting digital inclusion for underserved communities.
- Facilitated the acquisition of essential devices through the EBB program, offering a one-time discount of up to \$100 for laptops, desktop computers, or tablets purchased from approved providers, improving access to connected devices.
- Effectively transitioned from the temporary Emergency Broadband Benefit to the long-term Affordable Connectivity Program (ACP) on December 31, 2021, ensuring continuous support and affordability for eligible households.
- Demonstrated compliance with regulations and government directives by adopting final rules for the ACP on January 14, 2022, in accordance with the Infrastructure Investment and Jobs Act.
- Successfully conducted outreach activities as part of the Affordable Connectivity Outreach Grant Program and the Your Home, Your Internet Pilot Program, increasing awareness of the ACP among recipients of federal housing assistance.
- Participated in the Affordable Connectivity Pilot Programs, including the Affordable Connectivity Program Navigator Pilot Program, further increase awareness and facilitate enrollment in the ACP, ensuring maximum program utilization.
- Proven ability to navigate regulatory frameworks, adapt to evolving program requirements, and effectively communicate program benefits to target audiences, resulting in increased participation and positive community impact.

**Maxsip: Owner/CEO** (Woodmere, NY)

**2005-Present**

- Specialize in delivering custom-designed, full-featured, easily managed, and endlessly scalable Internet-based communications solutions.
- Provide a complete range of VOiP (Voice Over IP) systems to extend existing infrastructure and integrate VOiP with current PBX (Private Branch Exchange).

- Certified CLEC (Competitive Local Exchange Carrier) offering carrier-grade voice service.
- Skilled technicians handle internal wiring and ensure a smooth transition without interruption to business flow.
- Build IP-based communications solutions on top of our family of VOiP solutions.
- Future-proof communications infrastructure to address immediate needs and allow seamless and cost-effective scalability as the business grows and needs change.

**Expert Communications: Owner/CEO (Brooklyn, NY)**

**1985-1999**

- Accomplished CEO with a track record of driving growth and profitability in the PBX and low voltage wiring industry.
- Strategic leader who has successfully developed and executed business plans to achieve organizational objectives.
- Demonstrated expertise in overseeing the design, implementation, and maintenance of PBX systems and low voltage wiring solutions.
- Proven ability to build and manage high-performing teams, fostering a culture of collaboration, innovation, and customer focus.
- Strong business acumen with a deep understanding of market dynamics, customer needs, and industry trends in the telecommunications and low voltage sectors.

**Quality Security and Communications: Owner/CEO (Brooklyn, NY)**

**1985-1997**

- Owner and Founder of a successful alarm systems company catering to both commercial and residential markets.
- Built and led a high-performing team, fostering a culture of innovation, excellence, and customer satisfaction.
- Established strategic partnerships with suppliers and manufacturers, ensuring the availability of cutting-edge technologies and products.
- Oversaw the design and installation of alarm systems, ensuring compliance with industry standards and meeting customer requirements.
- Successfully managed operations, including inventory management, procurement, and logistics, to optimize efficiency and reduce costs.
- Maintained strong relationships with clients, providing exceptional customer service and ensuring their security needs were met.
- Stayed up-to-date with industry trends and advancements, continuously enhancing the company's offerings and staying ahead of the competition.
- Achieved consistent revenue growth and profitability, contributing to the long-term sustainability and success of the company.
- Received accolades and positive feedback from clients for delivering reliable and top-quality alarm systems and services.

**SKILLS**

PBX, Telecom, Low Voltage Wiring, Data, Networking, Microsoft Office Suite

**EDUCATION**

Yeshiva Torah Vodaath, Brooklyn, NY

**1991**

**ADDITIONAL PERSONAL INFORMATION**

- EMT (Emergency Medical Technician) - 1989-Present, Hatzalah ember
- Fire Commissioner - Woodmere Fire District
- Class A Firefighter - Woodmere Fire Department

# Noah Isaacs

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Experienced Senior Financial Executive with a proven track record of optimizing financial operations for multibillion-dollar, multinational corporations. Skilled in driving complex strategic initiatives, M&A activities, and financial operations, while motivating large-scale teams to achieve organizational growth and stability. Integrates scalable strategies to align global financial operations with corporate vision, partners with cross-functional teams to drive enterprise-wide financial technology integrations and mitigates risk through scalable solutions. Areas of expertise include strategic planning and execution, financial operations management, mergers and acquisitions, financial planning and analysis, risk mitigation, SOX and regulatory compliance, process design and improvement, and budgeting and forecasting.

## PROFESSIONAL EXPERIENCE

**Maxsip Telecom: CFO** (Valley Stream, NY)

**Dec. 2022-Present**

- Successfully implement streamlined Accounts Payable and Accounts Receivable processes, reducing errors and increasing efficiency in financial operations.
- Lead the valuation and purchase of two companies, with a total value of \$14 million, utilizing sound financial analysis to achieve significant cost savings.
- Oversee all financial operations, including the preparation of financial statements and ensuring compliance with regulatory requirements, resulting in accurate reporting and financial stability.
- Continuously evaluate all marketing campaigns, identifying areas for improvement and optimizing ROI for the company.
- Manage and mentor a team of over 10 finance professionals, driving professional growth and fostering a collaborative and supportive work environment.
- Develop and implement financial strategies that support business objectives, resulting in sustainable growth and improved profitability.
- Maintain strong relationships with key stakeholders, including investors and lenders, ensuring ongoing financial support and stability for the company.
- Proactively identify and mitigate financial risks, utilizing sound financial analysis and forecasting to inform strategic decision-making.

**Astral Energy LLC: CIO** (Montvale, NJ)

**Feb. 2018-Nov. 2022**

- Directed and managed a team of 4 professionals responsible for overseeing the financial operations of the organization.
- Provided accurate financial statement reporting and supervised the annual third-party audit to ensure compliance with regulatory requirements.
- Led due diligence and assessed the value of prospective M&A targets ranging from 1mm-80mm TEV.
- Successfully acquired a company for \$800k in 2019 and increased its value by 80%.
- Formulated and implemented the general hedging strategy for all commodities to mitigate risks and optimize profitability.
- Prepared compelling pitch decks and financial materials for prospective equity investors, effectively communicating the organization's financial performance and growth potential.

- Strategized and executed pricing policies for all prospective customers, identifying fixed prices and savings opportunities to maximize revenue.
- Conducted thorough underwriting analysis of new commodity products for all markets, ensuring risk management and profitability.
- Negotiated a preferred service agreement with financial backers Mitsubishi Industries, optimizing financing and partnership opportunities.

**Astral Energy LLC: Financial Analyst** (Englewood Cliffs, NJ)

**Sep. 2014-Jan. 2018**

- Generated monthly reports on customer and market margins to identify areas for improvement and optimize profitability.
- Collaborated with in-house development team to optimize processes and pricing models, resulting in increased efficiency and revenue growth.
- Designed and implemented customized rate classes and customer groups to better meet the needs of diverse customer segments, resulting in improved satisfaction and retention rates.
- Conducted extensive data analysis on sales production, customer retention, and overall market trends, providing valuable insights to guide strategic decision-making and improve business performance.

**ENTREPRENEURIAL EXPERIENCE**

**ZivugTech: National Director** (Lakewood, NJ)

**Nov 2020-Present**

- Consult and steer startup company by employing advanced entrepreneurial mindset to achieve business objectives.
- Formulate pitch decks to successfully secure \$300K in funding and benefits while onboarding new partners across the industry.
- Promote community engagement through software technologies while onboarding new users during product demonstrations.
- Improve functionality and contribute towards software development process in coordination with software engineers.
- Conceptualize new features with in-house development team while overseeing marketing efforts to acquire new users.
- Raise funds for ongoing product development while regularly updating products to grow user base and outreach.
- Devise, direct, and implement strategic plans to promote and achieve the organization's mission, vision, and long-term goals.
- Forge and maintain mutually beneficial relationships with shareholders, partners, and external authorities.
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**TECHINAL SKILLS**

Microsoft Office Suite: Word, PowerPoint, Advance Microsoft Excel (Spreadsheets, Macros, VBA)

**EDUCATION**

**Yeshiva University, Sy Syms School of Business, New York, NY**

**May 2016**

**Bachelor of Science in Accounting, Graduated Magna Cum Laude GPA: 3.76**

**ADDITIONAL COURSES/CERTIFICATIONS**

- M&A Modeling
- Real Estate Underwriting
- Life Insurance Broker
- Chaveirim of Bergen County

## **Stanley J. McCright - Bio**

Stan McCright is the founder of McCright & Associates, LLC (a company specializing in providing HUD-mandated inspections for public housing residential units), having been involved in different aspects of public housing since 1974. In that time, he developed a sound knowledge and understanding of the changing needs of the public and leased housing industry. Particularly in today's environment, communications and information access needs are increasingly significant to the underserved and low-income populations not only in public housing but also in most other areas of the country.

Stan founded McCright & Associates in 1988 and since then has focused that firm on providing services in the areas of HQS inspections, physical inventory, fixed asset tracking and reporting programs, organizational structuring, market comparability studies and rent reasonableness surveys. Stan has performed work for various housing authorities throughout the United States ranging in size from 50 to 40,000 conventional units. He has incorporated resident initiative programs into the performance of his contracts by screening, hiring, training and supervising residents to work on various projects.

While serving as the Chief Financial Officer for White Consolidated Industries, Inc. (White-Westinghouse, Frigidaire), a Fortune 500 corporation, Stan directed the financial turnaround of the range division. Under Stan's leadership, within one year, the division went from a \$4 million loss to a \$1.5 million profit. Stan accomplished this turnaround in a union environment during a period when sales increased only by 10%. Stan achieved these improvements in profitability through internal reorganization and the implementation of cost control measures. Later Stan directed the company into government contracting with HUD and GSA through the consolidated supply contracts that resulted in annual sales in excess of \$15 million. Within three years, the range division became the number one profit entity for the corporation.

While Director of Finance at M&M Mars Corporation, Stan was selected to develop and lead "CITI" ("Constant Improvement Through Involvement) a pilot program that involved all levels of employees of the corporation from top executives to janitorial staff. Stan facilitated this group's development of policies and procedures through a participatory management program to enhance the productivity of the corporation. Due to the efforts of this initiative, the corporation netted an increase of \$500 million in sales with only a 25% increase in labor and operating expenses.

Stan's expertise in UPCS and HQS are recognized nationally. He was a presenter at the National Association of Housing and Redevelopment Officials' ("NAHRO") 2002 National Conference in Seattle, Washington. He has since then presented information on HQS and/or UPCS standards numerous times at several Regional NAHRO conferences, State NAHRO Meetings, State Association meetings, and at various Housing Authorities. Stan is training REAC inspections standards throughout the industry.

In early 2017, Stan acquired TerraCom, Inc., an ETC providing, at that time, primarily telecommunications services to qualified individuals under the FCC's Lifeline program. Stan's experience with serving low-income residents of public housing was directly applicable to providing Lifeline services to its intended markets. Since 2017, Stan has guided TerraCom through the many program changes made by the FCC in its attempts to better serve qualified program participants. TerraCom is approved for providing Lifeline services in 21 states. In April 2021 TerraCom was approved to provide services under the FCC's Affordable Connectivity Program in those same 21 states.

Stan is a graduate of the University of South Dakota, holding a Bachelor of Science Degree in Business Administration and Accounting. He is a REAC 2.3 Certified Inspector. Stan's HUD REAC Certification Identification Number is M98549.

**David Tatum**  
**5004 Creekside Preserve Dr, Hixson, TN 37343**  
**(423) 457-5537 dtatum1905@gmail.com**

**Profile**

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Versatile accounting and finance professional with over 40 years of accounting, tax and finance experience. Extensive experience in a variety of industries including service, retail and wholesale sales, small item and high-volume manufacturing, heavy industry manufacturing, and telecommunications services provider.

**Professional Skills**

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Accounting and tax rules and regulations  
Merger and acquisitions, including purchase investigations  
Financial and SEC reporting  
Hands-on leadership, personnel management and communications skills

**Financial and Management Experience**

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***Chief Financial Officer***

Global Reconnect, LLC and TerraCom, Inc. January 2017 to present.

These companies provide telephone and data services to low-income individuals under the FCC's "Lifeline" and ACP programs. I supervise accounting & finance, financial reporting, inventory management and HR functions. I also manage consolidations accounting, insurance placement - both property & casualty - for the companies as well as medical insurance & benefits and serve as the liaison with corporate attorneys on corporate and contractual matters.

***Chief Financial Officer***

McCright & Associates, LLC - August 2013 to October 2021

The company provides consulting and housing inspection services to the public housing market. It has about 80 employees. I supervised accounting & finance, financial reporting and HR functions. I also managed consolidations accounting, insurance placement - both property & casualty insurance for the companies as well as medical insurance & benefits and served as the liaison with corporate attorneys on corporate and contractual matters. I assisted with due diligence work in reviewing several Lifeline providers in connection with the company owners' efforts to expand their lines of business.

***Co-Owner and Chief Financial Manager***

Pennine Farm Supply, LLC • Spring City, TN • April 2000 to April 2012.

Pennine is a retail business with 10 employees. I managed all significant aspects of the business and prepared the financial statements and tax returns for the business. Added a "vintage furniture business line. Acquired a local Carhartt clothing and footwear store as the basis for a successful "Outdoor Outfitters" store expansion, converting an existing warehouse into a retail operation for the expansion.

***Vice President of Finance & Controller***

Miller Industries Towing Equipment, Inc. • Chattanooga, TN • March 1997 to April 2000.

Miller Industries Towing Equipment, with sales in excess of \$200 million, \$200 million in assets and 300 employees, is the largest subsidiary of Miller Industries, Inc. I supervised accounting, financial reporting, and credit & collection. I was also Controller for the parent company. There I managed

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consolidations accounting, SEC reporting, insurance placement, and was the accounting liaison with domestic, English and French subsidiaries. While at Miller, I was directly and actively involved in:

- Acquisition of two towing equipment manufacturing competitors
- Building and strengthening skill level of financial and accounting department
- Establishment of accounting and reporting systems to incorporate the newly acquired companies into the parent entity
- Expansion of the business insurance program to cover the newly acquired companies
- Site visits to subsidiary locations to review and improve accounting procedures and controls to ensure timely and accurate financial reporting

**Vice President - Treasury and Credit**

Dorsey Trailers, Inc. • Atlanta, GA • January 1996 to March 1997.

Dorsey was a manufacturer of over-the-road cargo trailers with sales in excess of \$100 million. I managed the treasury and credit functions. The industry was consolidating, and the company was sold in short order.

**Vice President - Special Accounting Projects**

Coca-Cola Bottling Co. Consolidated • Chattanooga, TN • 1991 to January 1996.

Coke Consolidated is the number two Coke bottler in the U.S. with sales and assets in excess of \$700 million each in 1996. My responsibilities included assisting with investment projects for the principal shareholder, including reviewing financial statements of his privately held companies and working with and improving their accounting staffs.

***Vice President & Controller***

ConStar International, Inc./Dorsey Corporation • Chattanooga, TN • 1983 to 1991.

ConStar was the world's largest producer of plastic containers for the soft drink industry with sales in excess of \$500 million in 1991. I managed financial and SEC reporting, was the accounting liaison with the U.S. and foreign subsidiaries, supervised the internal audit function and its reporting to the Board of Directors Audit Committee, performed purchase investigations, and managed the company's casualty insurance program. While at ConStar, I assisted with:

- Significantly reducing the cost of the company's casualty insurance program
- Closing an inefficient manufacturing plant
- Selling the Dorsey Trailers subsidiary and another subsidiary because they did not fit with ConStar's core business.
- Acquiring a restaurant chain in New England.

***Tax Manager***

Deloitte, Haskins & Sells • Chattanooga, TN • 1981 to 1983

***Audit Staff to Tax Manager***

Arthur Andersen LLP • Chattanooga, TN • 1974 to 1981

**Education**

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Bachelor of Science, Business & Accounting • University of Georgia

Associate of Arts, Business • Dalton Junior College

Certified Public Accountant