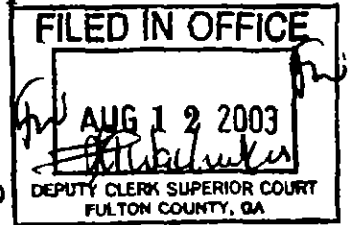


IN THE SUPERIOR COURT OF FULTON COUNTY
STATE OF GEORGIA
CIVIL DIVISION



DARRYL WALLACE AND
SHARRON MANGUM

Plaintiffs

Vs.

THE COCA-COLA COMPANY,
DOUGLAS DAFT, CORETHA RUSHING,
FRED YOCHUM, STEVEN BUCHARETI,
AMANDA PACE, TRACY KOLL,
JAMES GARRIS, MILAGROS TOMEI,
RAYMOND SHERMAN AND
JOSEPH COSTOLNICK

Defendants

JURY TRIAL DEMANDED

CIVIL ACTION

FILE NO. 2003CV73797

PLAINTIFFS' ORIGINAL COMPLAINT

COME NOW Plaintiffs, Darryl Wallace and Sharron Mangum, In Propria Persona,
hereby file their original complaint and states:

JURISDICTION

1. This Court has subject matter jurisdiction pursuant to GA Const. Art 6, § 4, 1, OCGA § 9-4-2 *et seq.*, and OCGA § 16-4-6.
2. This Court has personal jurisdiction over the parties pursuant to OCGA § 9-10-91.
3. Venue is proper pursuant to OCGA § 9-10-31.

PARTIES

4. Plaintiff Darryl Wallace is an adult citizen of the United States, Fulton County,

Georgia residing at 445 Fitzgerald Place, Atlanta, Georgia. He is 37 years old.

5. Plaintiff Sharron Mangum is an adult citizen of the United States, Paulding County, Georgia residing at 94 Crestbend Lane, Powder Springs, Georgia. She is 37 years old.

6. At all times relevant to this lawsuit, plaintiff Darryl Wallace was, until November 22, 2002, employed by defendant The Coca-Cola Company ("TCCC"). Most recently, until being criminally and maliciously fired, plaintiff was the Senior Financial Analyst at the Atlanta Beverage Base Plant ("ABBP") in the Consumer Product Supply ("CPS") Division of defendant TCCC.

7. At all relevant times, plaintiff Darryl Wallace worked for defendant TCCC in Atlanta, Fulton County, Georgia. He spent two years employed by defendant TCCC.

8. At all times relevant to this lawsuit, plaintiff Sharron Mangum was, until March 15, 2003, employed by defendant The Coca-Cola Company ("TCCC"). Most recently, until being criminally and maliciously fired, plaintiff was the Human Resources Training Coordinator at the Atlanta Beverage Base Plant in the CPS Division of defendant TCCC.

9. At all relevant times, plaintiff Sharron Mangum worked for defendant TCCC in Atlanta, Fulton County, Georgia. She spent 9.1 years employed by defendant TCCC.

10. Defendant The Coca-Cola Company is a Delaware Corporation headquartered in Atlanta, Fulton County, Georgia. The defendant may be served with process by delivering a copy of the Summons and Complaint to its registered agent for service, C.T. Corporation System, 1201 Peachtree Street, N.E., Atlanta, Georgia 30361.

11. Defendant Douglas Daft is the Chief Executive Officer and Chairman of defendant TCCC.

12. Defendant Coretha Rushing is the Senior Vice President of Human Resources of defendant TCCC.

13. Defendant Fred Yochum is the Vice President of the Consumer Product Supply (“CPS”) Division of defendant TCCC.

14. Defendant Steven Buchareti is the Director of Equal Employment Office for the Corporate Division of defendant TCCC.

15. Defendant Tracy Koll is the Director of Employee Relations for the Corporate Division of defendant TCCC.

16. Defendant Amanda Pace is the Ombudsman for the Corporate Division of defendant TCCC.

17. Defendant James Garris is the General Manager for the Atlanta Beverage Base Plant (“ABBP”), CPS Division of defendant TCCC.

18. Defendant Joseph Costolnick is the Financial Services Manager for the Atlanta Beverage Base Plant, CPS Division of defendant TCCC. At all relevant times, defendant Costolnick was the manager of plaintiff Darryl Wallace.

19. Defendant Milagros Tomei is the Senior Client Services Consultant for the Atlanta Beverage Base Plant, CPS Division of defendant TCCC. At all relevant times, defendant Tomei was the manager of plaintiff Sharron Mangum.

20. Defendant Raymond Sherman is the Engineering Manager for the Atlanta Beverage Base Plant, CPS Division of defendant TCCC.

STATEMENT OF FACTS

Summary: the Defendants’ Racketeering Enterprise

And Sale of Drinks with Contaminates

21. Over the past two years, plaintiffs' Darryl Wallace and Sharron Mangum repeatedly identified to defendant TCCC's senior management – including the individual defendants – various illegal and fraudulent schemes and discriminatory misconduct at the Atlanta Beverage Base Plant, CPS Division.

22. The illegal activities included: (a) the promotion and sale to customers and consumers, including children, carbonated beverages that defendant TCCC knows contain plastic shavings that may be potentially harmful; b) the promotion and sale to customers and consumers, including children, carbonated beverages that defendant TCCC knows contain contaminates from a weather storm that may be potentially harmful; (c) the promotion and sale to customers and consumers, including children, carbonated, non-carbonated and juice beverages that defendant TCCC knows contain contaminates from the Atlanta City Water supply that may be potentially harmful; (d) a multi-million dollar fraud on women and minority owned businesses ratified by members of defendant TCCC's Board of Directors; (e) the intentional overstatement of defendant TCCC's inventory; (f) illegal discrimination against African American vendors in delayed invoice processing in an effort to eliminate their business; (g) the continued violation of Fair Wage and Hour practices in improper calculation of overtime pay and mis-classification of exempt positions; and (h) the continued intentional discrimination by defendant TCCC against African-American and Hispanic employees.

23. The defendants conspired to and ran The Coca-Cola Company Atlanta Beverage Base Plant as an illegal racketeering enterprise. They executed their illegal activities using theft, fraud, and deception to cheat shareholders, customers, consumers, and competitors; the

defendants used extortionate threats, intimidation, bribery and fear against TCCC employees to coerce their compliancy in the racketeering enterprise; and the defendants obstructed justice to cover-up their crimes, influence potential witnesses, conceal the availability of information from official proceedings, and hinder and prevent the communication to law enforcement of information relating to the commission of these offenses.

24. When plaintiffs Darryl Wallace and Sharron Mangum reported these illegal activities to senior TCCC management, including defendant Daft, the plaintiffs were simply trying to protect the customers, consumers, shareholders, and employees of defendant TCCC, including the illegally discriminated against minority employees.

25. Nevertheless, the defendants criminally colluded to and with malignancy used lies and extortionate intimidation, fear, coercion and bribery to ruin plaintiffs, Darryl Wallace and Sharron Mangum careers, destroy their professional reputation, and punish them and their families emotionally and psychologically – all as part of the defendants' continued operation of The Coca-Cola Company Atlanta Beverage Base Plant as a criminal enterprise through a pattern of racketeering activity.

26. During the past two years, plaintiffs Darryl Wallace and Sharron Mangum repeatedly challenged management for, among other things:

I. DEFENDANT TCCC'S PATTERN OF ILLEGAL RACKETEERING ENTERPRISE INCLUDING THE SALE OF BEVERAGES WITH CONTAMINATES AND CROOKED ACCOUNTING PRACTICES TO INFLATE AND MISSTATE ITS TRUE FINANCIAL PERFORMANCE IN VIOLATION OF S.E.C. RULES

- A. the promotion and sale to customers and consumers, including children, carbonated beverages that defendant TCCC knows contain plastic shavings that may be potentially harmful;

- B. the promotion and sale to customers and consumers, including children, carbonated, non-carbonated and juice beverages that defendant TCCC knows contain contaminants from the Atlanta City Water supply that may be potentially harmful;
- C. the promotion and sale to customers and consumers, including children, carbonated beverages that defendant TCCC knew contained contaminants from a weather storm that may be potentially harmful;
- D. the promotion and sale to customers and consumers, including children, carbonated beverages that defendant TCCC knew contained the wrong ingredient thus depreciating product shelf life;
- E. the intentional overstatement of defendant TCCC's inventory;
- F. the intentional unreported cash items totally \$4 million affecting InterCompany balances;
- G. the intentional capitalization of expensed spare parts to the balance sheet not amortized;

II. DEFENDANT TCCC'S PATTERN OF OCCUPATIONAL, SAFETY AND HEALTH VIOLATIONS AT ITS ATLANTA BEVERAGE BASE PLANT

- H. improper storage of large quantities of Cane and Ethyl Alcohol
- I. unsafe working conditions

III. DEFENDANT TCCC'S PATTERN OF ILLICIT FRAUD ON WOMEN AND MINORITY OWNED BUSINESSES

- J. a multi-million dollar fraud on women and minority owned businesses ratified by members of defendant TCCC's Board of Directors;
- K. illegal discrimination against African American vendors in delayed invoice processing in an effort to eliminate their business

IV. DEFENDANT TCCC'S PATTERN OF VIOLATION OF FMLA AND FLSA REGULATIONS

- L. the violation of FMLA regulations in medically disabled employees working while on leave;
- M. the violation of FLSA regulations of improper calculation of overtime pay and mis-classification of exempt positions;

V. **DEFENDANT TCCC'S PATTERN OF CONTINUED DISCRIMINATORY PRACTICES IN VIOLATION OF TITLE VII**

N. the continued intentional discrimination by defendant TCCC against African-American and Hispanic employees.

27. These facts authenticate TCCC's continued practice of trickery and scam artistry of the unsuspecting investor, shareholder, customer, consumer and employee. Furthermore, investors, shareholders, customers, consumers and employees cannot trust TCCC when it comes to revenue numbers, expense numbers, asset numbers, safety numbers, market-share numbers, efficiency numbers, and earnings numbers, fair wages and treatment regardless of race, color, religion, gender, or national origin as the United States Constitution upholds.

28. In the face of rampant corporate illicitness at defendant TCCC Atlanta Beverage Base Plant, plaintiffs Darryl Wallace and Sharron Mangum tried to protect the shareholders, consumers, customers, and employees of defendant TCCC. So the defendant TCCC annihilated them murdering their careers, demolishing their reputations, and commandeering their financial future.

Defendant TCCC's Tradition of Crookedness

29. In defendant TCCC's Code of Conduct, it states that all employees are to "act with honesty and integrity in all matters." In fact, "integrity" is one of defendant TCCC's nine core values. Additionally, the Code of Conduct demands that "every company financial record . . . must be accurate, timely, and in accordance with the law." These simple injunctions rightly echo state and federal prohibitions against fraud and the S.E.C.'s insistence that the financial records of publicly-traded companies comply with generally accepted accounting principles ("GAAP") –

especially in the post-Enron era.

30. Plaintiffs Darryl Wallace and Sharron Mangum are individuals of unyielding integrity and ethical strength as their performance consistently substantiated. They regarded these fundamental principles as their duty as good corporate and public citizens. The defendant TCCC saw them as a mockery for stockholder meetings, and, sadly, the defendant TCCC acted accordingly.

Defendant TCCC's Conceals Contaminates in its Beverages

31. Defendant TCCC has been selling carbonated beverages to children and adults throughout the United States knowing these beverages contain plastic shavings, on information and belief, are potentially harmful to kids. Defendant TCCC has known about the problem since at least November 2001. And defendant Daft, the CEO and Chairman of defendant TCCC, has known since at least May 2002. Nevertheless, defendant TCCC has refused to notify the consuming public and intentionally refusing to write-off impaired assets over the past several months.

BACKGROUND: November 2001 James Garris, General Manager learned that one of its suppliers providing the main ingredient for Fanta Strawberry, contained plastic shavings from its container. The 55 gallon metal drums contained plastic lining which deteriorated from the acidic base of the citric fruit contained in the ingredient.

February 2002 James Garris, General Manager learned there was a repeat problem with Fanta Strawberry; however, due to a rush order, Garris approved the release of Fanta Strawberry for its fountain dispensing equipment despite, Haywood Hill's (Production Operator), warning that the filtration process did not filter out the particles and that the plastic shavings were so thick that they would need to be shoveled off the product before packaging.

32. Defendant TCCC has been selling carbonated, non-carbonated, and juice beverages

and sports drinks to children and adults throughout the United States, knowing these beverages contain contaminants from the Atlanta City Water supply that may, on information and belief, be potentially harmful to kids. Defendant TCCC has known about the problem since at least May 2000. And defendant Daft, the CEO and Chairman of defendant TCCC, has known since at least May 2002. Nevertheless, defendant TCCC has refused to notify the consuming public and intentionally refusing to write-off impaired assets over the past several months.

BACKGROUND: The Atlanta City Water system notifies the general public when its water supply fails its normal filtration process, and warns the general public to boil water and/or consume bottled water. Although, James Garris, General Manager, received these same warnings, the continued practice of mixing and pasteurization process for product was continued. However, signs were posted inside the employee lounge forbidding employees to consume fountain and juice beverages dispensed through TCCC fountain equipment. Additionally, Dasani bottled water was provided for employees as an alternative.

33. Defendant TCCC sold carbonated beverages to children and adults throughout the United States, knowing these beverages contained contaminants from a weather storm that may, on information and belief, to be potentially harmful to kids. Defendant TCCC has known about the problem since at least June 2002. And defendant Daft, the CEO and Chairman of defendant TCCC, has known since at least June 2002. Nevertheless, defendant TCCC has refused to notify the consuming public and intentionally refusing to write-off impaired assets over the past several months.

BACKGROUND: June 2002 a Laboratory Technician, Willie Jones, was assigned to run a number of tests of a railroad tanker containing alcohol prior to its use in processing Sprite. Jones found that the opening to the tanker's contents had been compromised. The Internal Deviation Report reads, "Hatch on the top of tanker was left open over weekend, no seal on hatch. It rained two days during weekend." The lid was left unsecured and was removed from the opening. Fearing that the weather storms over the weekend had contaminated the alcohol, Jones notified the Laboratory Manager, Alanna Barfield, immediately. She

instructed Jones to test the alcohol and when it didn't pass the tests administered, Barfield ordered him to use other measuring devices to force the alcohol to pass.

Jones reported the deficiency anonymously to the Ombuds 1 800 line. The Corporate Audit team conducted an internal investigation into the report. Instead of recalling the product, Corporate Audit concealed the wrongdoing and instructed Karen Klansek, the Quality Assurance Manager, to incorporate procedures to prevent the incident from occurring again in the future.

34. Defendant TCCC sold carbonated beverages to children and adults throughout the United States, knowing the "formula for beverage preparation . . . was incorrect (wrong ingredients and weights)" thus depreciating product shelf life. Defendant TCCC has known about the problem since at least December 2002. And defendant Daft, the CEO and Chairman of defendant TCCC, has known since at least December 2002. Nevertheless, defendant TCCC has refused to notify the consuming public and intentionally refusing to write-off impaired assets over the past several months.

BACKGROUND: December 2002 TCCC Atlanta Beverage Base Plant was audited for The Coca-Cola Quality System ("TCCQS") Phase III Certification, which is based on ISO 9000 standards. The Corporate Audit Team comprised of Michael Ferrell, Grant Smith, Daniel Goossen, and Dr. Ala Srekowski learned during the audit that there were several critical errors in the laboratory affecting the manufacture and testing of beverages. The final audit reports shows:

- a. "The formula for beverage preparation . . . was incorrect (wrong ingredients and weights).
- b. The carbonated beverages were prepared without carbonation.
- c. The end point of NaOH standardization was set up as ph=8.6 not 8.3 as is required.
- d. The color analysis of S-601 was performed using a 1-cm cell, not a 10 cm as is required.
- e. The performance of GC method to analyze Part 2 of Sprite was not verified before the sample analysis."

Despite this critical assessment ("Any issue having a potential or real significant adverse impact on product quality, image and trademark . . .") and the substantial risks associated with

concealing these problems which had gone on two years consecutively, defendant TCCC audit team provided the Atlanta Beverage Base Plant's Laboratory with a passing grade. (Attached as Exhibit A and made a part of this complaint for all purposes pursuant to OCGA § 9-11-10(c) is the report of defendant TCCC that details its audit assessment.)

35. Generally Accepted Accounting Principles require that "impaired" assets be written down from their historical cost basis to their fair market value. An impaired asset is one whose value on the books may not be recoverable. The underlying premise for GAAP's treatment of impaired assets is that worthless or substantially devalued assets on a balance sheet create a false snapshot of the company's true financial picture. An accurate tally of assets and write-offs is crucial in determining a company's net worth, debt/equity ratio, and earnings-per-share, just to mention a few formulas by which investors measure financial risk.

36. Defendant TCCC through its Ombudsman, Amanda Pace, and Director of ER, Tracy Koll, has known about these contamination problems since at least on or about May 2002. Defendant Daft, the CEO and Chairman of defendant TCCC, Rushings, Buchareti, and Yochum have known since at least October 2002. James Garris, the General Manager of defendant TCCC Atlanta Beverage Base Plant, has known about these problems since 2000 and consented to the continued packaging and shipping of contaminated products.

37. Defendants TCCC, Daft, Rushing, Pace, Koll, Buchareti, and Garris have kept the consuming public ignorant about these potential dangers because defendant TCCC has never disclosed them. Additionally, the defendant TCCC having complete disregard for Federal Drug Administration regulations and most importantly, public welfare, released product for public consumption.

38. Had TCCC honestly applied GAAP – not to mention revealing to the consuming public that its product contained contaminants then defendant TCCC would have to write-off all of that inventory and incur a total expense of several hundred million dollars for inventory and outstanding purchase orders.

39. The truth is that defendant TCCC is once again putting profits over the public's right to know and also delaying recognition of a material expense, covering-up fraudulent accounting and inflating earnings by artfully amortizing the contamination problems.

**Defendant TCCC's Atlanta Beverage Base Plant
Crooked Accounting Practices**

40. Plaintiff Darryl Wallace repeatedly advocated complete compliance with GAAP's impairment rules for the contaminated product as well as the unrecorded cash items, capitalization of expensed spare parts, and the overstatement of inventory.

BACKGROUND: May 2002 it was reported to Bridgett Wise that there were cash items not recorded from January 2002 affecting the intercompany balances. The total receipts were approx. \$172,000. It was further learned from Kim Gilliam, Corporate Service Source Accountant, that over \$4,000,000 million had not been properly recorded by Elizabeth Hayes, Accountant II. At the time of plaintiff Wallace's termination, there were intercompany balances of over \$157,000,000 that have not been cleared from The Minute Maid Company and TCCC Fountain Division.

41. Defendant TCCC Atlanta Beverage Base Plant did not properly expense its spare parts, resulting in \$240,000 dollars currently sitting on the balance sheet with no accounting treatment [depreciation].

42. Defendant TCCC through its Ombudsman, Amanda Pace, and Director of ER, Tracy Koll, has known about fraudulent accounting practices since at least on or about May 2002. Defendant Daft, the CEO and Chairman of defendant TCCC, Rushing, Buchareti, and Yochum

have known since at least October 2002. James Garris, the General Manager of defendant TCCC Atlanta Beverage Base Plant, has knowingly participated with Joseph Costolnick, Finance Manager III, in concealing these irregularities.

43. Defendants TCCC, Daft, Rushing, Pace, Koll, Buchareti, and Garris have kept these practices concealed from the public, SEC and the Federal Government in an effort to protect their own personal interests ignoring the investors, customers, consumers and employees' rights to know that their financial investments were at stake.

44. Plaintiff Darryl Wallace reported these fraudulent schemes repeatedly. Several times in 2001 and again October 2002 to Albert Jackson, an attorney with Bashen Consulting Firm, an organization hired by defendant TCCC to assess its liability at the Atlanta Beverage Base Plant. Seven weeks later from the last reporting, defendant TCCC fired plaintiff Darryl Wallace. (Attached as Exhibit B and made a part of the complaint for all purposes pursuant to OCGA § 9-11-10(c) are the e-mails between plaintiff Wallace and defendant Costolnick, Wise and others.)

**Defendant TCCC's Pattern of Occupational, Safety
and Health Administration (OSHA) [29 USC § 651 et seq] Act Violations**

45. Defendant TCCC has knowledge beforehand that storage of approximately 96,000 pounds of cane and ethyl alcohol inside its plant facility where approximately 125 employees work would be potentially deadly if not contained properly. Having complete disregard for the safety of its employees and the public, TCCC led by James Garris, GM of ABBP and carried out by Raymond Sherman, Engineering Manager, issued orders to Chris Georges, Safety Technician to move the alcohol internally while the rail tanker car was being cleaned. (Attached as Exhibit C and made a part of the complaint for all purposes pursuant to OCGA § 9-11-10(c) is the

Citation and Notification of Penalty issued by U.S. Department of Labor, Occupational Safety and Health Administration.)

46. Defendant TCCC having complete disregard for employee and public safety did not inform of the potential danger of such a large quantity of alcohol being stored in its facility and nearby surrounding of other businesses. Instead, it concealed the problem by all means necessary including denying the problem existed when contacted by concerned employees.

47. Plaintiff Sharron Mangum filed a formal complaint with OSHA July 20, 2002 when her concerns were discounted and ignored. Plaintiff Darryl Wallace filed an internal complaint July 24, 2002 when employees reported to him that vapors were leaking from the large quantity of alcohol stored on the 3rd floor.

48. Defendant TCCC was fined approximately \$20,000 for multiple violations, five of which were considered "serious." They were:

- a. "29 CFR 1910.106(b)(4)(iv)(d) Covers not vapor tight to prevent vapor release. Hazard of overexposure from contact or inhalation.
- b. 29 CFR 1910.106(b)(4)(ii)(h) Tanks . . . were not provided with overflow prevention equipment to prevent the overflowing of over 40,000 pounds ethyl alcohol. Hazard of inhalation or contact.
- c. 29 CFR 1910.119(e)(7) Improper process hazard analysis conducted prior to a change in process for storage of over 40,000 pounds of ethyl alcohol. Hazard of fire or explosion.
- d. 29 CFR 1910.119(l)(1) Inadequate written program on the management of change to the process and procedures used to store over 40,000 pounds of ethyl alcohol. Hazard of fire or explosion.
- e. 29 CFR 1910.119(l)(3) Inadequate employee training for employees affected by the changed process for unloading and storing over 40,000 pounds of ethyl alcohol. Hazard of fire or explosion.
- f. 29 CFR 1910.1200(f)(5)(i) Tanks . . . storing over 40,000 pounds of ethyl alcohol were not labeled to identify the hazardous chemical. Hazard of fire or explosion.

BACKGROUND: In an effort to conceal its OSHA violations, James Garris, GM of ABBP, on direction from Fred Yochum, VP of CPS misstated actual facts to

OSHA Investigator, Anita Fountain upon her arrival to TCCC Atlanta Beverage Base Plant during a plant-wide outdoor activity. Fountain was informed by defendants Yochum, Garris, and Sherman assisted by Karen Klansek, Joseph Calderara and Milagros Tomei, that employees would not return to work after lunch, and that the second shift was a skeletal crew that would not be processing product that evening. Upon learning that she had been misinformed, Fountain returned to the facility. Again, Garris supported by Sherman, made false statements regarding employees' work schedules and product processing that evening.

**Defendant TCCC's Multi Million Dollar Scam
on Women and Minority Owned Businesses**

49. Defendant TCCC announced publicly during a press release, December 2000 that it would spend \$1 billion dollars with women and minority businesses over the next five years.

50. Defendant TCCC supported and ratified by its Board of Directors—white male vendors and/or suppliers began switching their businesses into their wives' name in violation of SBA 15 USC §§ 634(b)(11) and 15 USC §§ 687b(a) in an effort to maintain their financial standing and/or growth potential with defendant TCCC, thereby, substantially decreasing opportunities for women and minority owned businesses in establishing partnerships with TCCC to provide goods and services.

BACKGROUND: Orchestrated by James Garris, GM of TCCC ABBP, carried out by Raymond Sherman, Engineering Manager, and Bert Lariscy, Maintenance Manager, these individuals began as early as January 2002 persuading businesses owned and operated by white-male vendors and suppliers to transfer their business majority ownership into their wives' name. April 25, 2002 Charles A. Morse doing business under the name of M&S Specialty Welding, Inc. since August 1, 1998 carried through with this scheme while expressing fear of criminal prosecution to a Maintenance Technician, Robert Davis. In spite of his fears, Charles A. Morse transferred majority ownership to his spouse, Kerri Morse. Action Electric is another example of this fraudulent conduct.

(Attached as Exhibit D and made a part of the complaint for all purposes pursuant to OCGA § 9-11-10(c) is the Application for Business Development and Small Disadvantaged Business

Certification completed and signed by Kerri Morse.)

51. Defendant TCCC through its Ombudsman, Amanda Pace, and Director of ER, Tracy Koll, has known about this fraud since at least on or about May 2002. Defendant Daft, the CEO and Chairman of defendant TCCC, Rushing, Buchareti, and Yochum have known since at least October 2002. James Garris, the General Manager of defendant TCCC Atlanta Beverage Base Plant, has been a willing participant in these illegal activities since 2001.

52. Defendants TCCC, Daft, Rushing, Pace, Koll, Buchareti, and Garris having complete disregard for moral and ethical behavior, let alone integrity, continue this practice today—allowing these vendors and/or suppliers to continue business as usual with defendant TCCC.

53. Plaintiffs Darryl Wallace and Sharron Mangum reported this fraud on numerous occasions. May 2002, September 2002 and again October 2002 to Albert Jackson, an attorney with Bashen Consulting Firm, an organization hired to the sum of \$500,000 dollars by defendant TCCC to assess its liability at the Atlanta Beverage Base Plant. Seven weeks later from the last reporting, defendant TCCC fired plaintiff Darryl Wallace.

**Defendant TCCC's Pattern of Violating
The Family Medical Leave Act (FMLA) [29 USC § 2601 et seq]**

54. Defendant TCCC had knowledge that female employees were intimidated to work while on medical leave covered under the Family Medical Leave Act.

BACKGROUND: Plaintiff, Sharron Mangum, was required to use a laptop while recovering from a back injury as a result of a near fatal vehicle accident June 15, 2001. The HR Manager, Kevin E. Johnson, communicated with Mangum telephone and the Internet—emailing assignments and discussing priorities during the four months she was medically disabled. Johnson went as far as stopping by Mangum's home to deliver and pickup materials.

Bridgett Wise, Finance Manager I, was required to work in the office although her

doctor had placed her on medical leave for complications to her pregnancy, which is covered under the Family Medical Leave Act. Joseph Costolnick, Finance Manager III, had full knowledge of Wise condition, but offered no relief for her medical condition, and actually pressured her to work in spite of her doctor's orders.

Shumi Islam, Process Improvement Engineer, was required to work in the office although her doctor had placed her on medical leave for complications to her pregnancy, which is covered under the Family Medical Leave Act. Raymond Sherman, Engineering Manager, had full knowledge of Islam's condition, but offered no relief for her medical condition, and actually pressured her to work in spite of her doctor's orders.

Virginia Dunans, Laboratory Technician, suffered an injury to her foot, which her medical doctor placed her on medical leave for a period of time to recover. Upon returning to work, she requested specific accommodations from Alanna Barfield, Laboratory Manager. Her request was never filled and as a result Dunans had to take additional time off for her medical condition. Additionally, she received a written warning for excessive absenteeism despite providing documents for her medical condition.

Priscilla Porter, Planner Buyer, was slated to receive a promotion prior to a sudden medical leave, as communicated by Tomei, the Human Resources Manager. Upon returning to work approximately three weeks later an external candidate was selected for the position.

55. Defendant TCCC, Daft, the CEO and Chairman of defendant TCCC, Rushing, and Koll have known about these violations since at least October 4, 2001. Defendant Pace, Buchareti, and Yochum have known since at least May 2002. Milagros Tomei, the Human Resources Manager of defendant TCCC Atlanta Beverage Base Plant, has been a willing participant in these illegal practices since her hiring March 2002.

56. As evidenced by an investigation conducted by Olivia Jones, Investigator for U.S. Department of Labor, FMLA Division, and a report compiled of her findings, defendant TCCC, represented by attorney Joe Moan, admitted guilt to some FMLA violations.

Defendant TCCC's Pattern of Violating

The Federal Labor Standard Act (FLSA) [28 USC § 201 et seq]

57. Defendant TCCC knew that they were violating the Federal Labor Standard Act while improperly classifying positions as exempt and miscalculating overtime pay for hourly employees, thereby, bilking its employees of hundreds of thousands of dollars in overtime pay spanning an approximate ten year period.

BACKGROUND: July 2001 Karen Klansek, Quality Assurance Manager, met with Kevin E. Johnson, HR Manager at that time, to discuss converting the Quality Analyst position from non-exempt to exempt status. The motivating factor for the change was Defendant TCCC Atlanta Beverage Base Plant attempt to control its overtime dollars to approximately six analysts. Although, the Laboratory Analyst position failed FLSA exemption criteria, it was still converted. It failed on: a) management, b) decision making, c) hiring and d) directing two or more employees.

While Defendant TCCC did undo this injustice March 2003 after an internal complaint was filed by Atlanta Beverage Base Plant Laboratory Analysts June 2002, it did not follow federal guidelines to properly calculate back pay, and it did not make adjustments to all Laboratory Analyst positions across all of its entities including, the Minute Maid Company, other manufacturing plants, and the corporate office.

September 2002 Defendant TCCC issued payments to its Atlanta Beverage Base Plant hourly employees after investigating a complaint filed in May 2002. FLSA guidelines require that overtime pay be calculated into any bonus structure for hourly employees. Defendant TCCC Atlanta Beverage Base Plant had not done so for the bonus structure implemented for hourly employees in 1998. Although, Defendant TCCC did address this problem; however, hourly employees did not recover all the loss wages due them. Defendant TCCC did not follow FLSA guidelines to properly calculate back pay.

December 2002 Defendant TCCC Atlanta Beverage Base changed its policy in allowing hourly employees to dress in uniform after clocking in. This was normally considered time worked which is consistent with FLSA guidelines. Hourly employees are now required to dress before clocking to start their shift. Willie Jones, Laboratory Technician, received a verbal warning from Klansek when she learned he had gotten dressed after clocking in.

January 2003 Plaintiff Sharron Mangum informed Milagros Tomei and corporate

officials that upon reviewing the FLSA guidelines to classify positions as exempt [from overtime], she realized that her position of Human Resources Training Coordinator and past position of Training and Development Coordinator did not meet the criteria for exempt. Mangum asked that this situation be investigated immediately. She also suggested that most Job Grade 6, 7 and 8, and some Job Grade 9s did not meet the criteria to be classified as exempt. Mangum never received a response. Three weeks later she was suspended and escorted off the property pending a corporate investigation.

58. Had Defendant TCCC honestly admitted its mistake – not to mention revealing to investors, shareholders, consumers, customers and employees – it would have to pay millions of dollars in back pay to current and past employees. Faced with this possibility, defendant TCCC, Daft, Rushing, Pace, Koll, Buchareti, and Garris, colluded to conceal these federal violations than risk another class-action lawsuit.

59. Defendants TCCC, Daft, Rushing, Pace, Koll, Buchareti, and Garris have complete disregard for their responsibility to act morally and ethically, let alone with integrity. They have ignored others basic human rights to be treated fairly and with respect and have continued this practice through today.

60. Plaintiff Sharron Mangum reported this violation on numerous occasions. May 2002, July 2002, September 2002, and again October 2002 to Albert Jackson, an attorney with Bashen Consulting Firm, an organization hired by defendant TCCC to assess its liability at the Atlanta Beverage Base Plant. Three and half weeks after reporting the violation again, February 2003, defendant TCCC fired plaintiff Sharron Mangum.

**Defendant TCCC's Continued Pattern of Discriminatory Practices
in Violation of Title VII [42 USC § 2000e et seq] of the Civil Rights Act of 1964**

61. In a landmark settlement for a race-discrimination class action, defendant TCCC

agreed to pay \$192.5 million to a class of black employees and to fund numerous steps that would prevent future unlawful discrimination at Coca-Cola.

62. However, as plaintiffs Darryl Wallace and Sharron Mangum reported to defendant TCCC Rushing, Pace, Koll, Buchareti and Bashen Consulting Firm on numerous occasions, race discrimination in violation of Section 1981 of the Civil Rights Act of 1871, as amended by the Civil Rights Act of 1991, 42 U.S.C. §1981 ("Section 1981"), and discrimination in violation of Title VII of the Civil Rights Act of 1964, as amended by the Civil Rights Act of 1991, 42 U.S.C. §2000 *et seq.* ("Title VII") continues as a normal everyday practice at defendant TCCC.

63. Defendant TCCC has continued its pattern and practice of race discrimination which includes disparate treatment and disparate impact due to:

- a. *Discrimination in Compensation:* Blacks, Hispanics and other minorities are paid less than their Caucasian counterparts
- b. *Discrimination in Promotions:* Defendant TCCC policies for awarding promotions are not applied uniformly or fairly, preventing Black, Hispanic and other minorities from having an equal opportunity to compete for and receive promotions.
- c. *Discrimination in Hiring:* Blacks, Hispanics and other minorities are hired at lower pay grades and starting salaries than their Caucasian counterparts in disregard of their education, training and experience.
- d. *"Glass Ceiling":* Blacks, Hispanics and other minorities experience a "glass ceiling" or a barrier to equal opportunity advancement.
- e. *Discrimination in Evaluations:* Defendant TCCC evaluation system permits subjective managerial discretion which leads to discrimination on the basis of ethnicity.

64. Defendant TCCC through its Ombudsman, Amanda Pace, and Director of ER, Tracy Koll, has known about these violations since at least on or about May 2002. Defendant Daft, the

CEO and Chairman of defendant TCCC, Rushing, Buchareti, and Yochum have known since at least October 2002. James Garris, General Manager and Milagros Tomei, the Senior Client Services Consultant of defendant TCCC ABBP, have been willing participants in these discriminatory acts since 2001.

65. Plaintiffs Darryl Wallace and Sharron Mangum reported these violations on numerous occasions. October 2001, May 2002, July 2002, September 2002, and again October 2002 to Albert Jackson, an attorney with Bashen Consulting Firm, an organization hired by defendant TCCC for \$500,000 dollars to assess its liability at the Atlanta Beverage Base Plant. Within weeks of Bashen Consulting Firm's report plaintiffs Darryl Wallace and Sharron Mangum were fired.

66. Here are a few examples of how defendant TCCC Atlanta Beverage Base Plant has continued TCCC practices of discrimination and disparate treatment.

White Males & Females

(a) Derek Brown (Maintenance Technician II) – white male – received several complaints for hostile and threatening behavior within two weeks of employment. On at least seven different occasions Brown's peers notified management, Human Resources, and the Ombuds 1 800 line that this employee had a very volatile temper, which he regularly exercised verbally and physically. Brown, using obscenities, would berate and badger his peers almost daily and on at least one occasion it was reported that he threw heavy equipment in a rage of anger. Brown was never reprimanded for his conduct.

(b) Randy Holcomb (Warehouse Operator) – white male – by his own admission, had an accident with a forklift costing TCCC several thousand dollars. TCCC Atlanta Beverage Base Plant policy requires all accidents to be investigated, and the employee to undergo drug testing. Neither occurred with Dobski. However, Dennis Bolton and James Slade (two black males) who also had forklift accidents were required to follow procedure and received verbal and written warnings in their employee files.

(c) David Higdon – (Laboratory Analyst) - white male – salary ranges from \$2,000 to \$5,000 dollars above his minority peers with comparable or more education and experience than he. Although, this was reported to Human Resources on belief and fact by Carine Titus, Ayani Momin and John Carter (three minority employees) their salaries were never adjusted for the difference.

(d) Brian Sumners – (Customer Service Coordinator) - white male - asked for specific accommodations upon returning to work after a medical leave covered under FMLA.

Sumners received his special requests without question, while Virginia Dunans, Bridgett Wise, Shumi Islam, and Priscilla Porter (*minority females*) requests were ignored or they were retaliated against.

(e) Robert Mays – (Logistics Supervisor) - white male - salary is approximately \$1,500 above Willic Green's (black male) salary although they share the same job title and was promoted on the same date. Green has an undergraduate degree; is currently pursuing a graduate degree; and has more supervisory experience than Mays. Mays has a high school diploma.

(f) Robert Traylor (Mixer) – white male – during his short employment has busted several batches and dumped several good batches down the drain costing defendant TCCC in excess of \$300,000 dollars. TCCC Atlanta Beverage Base Plant policy requires all incidents of this nature to be investigated, documented, and the employee undergo drug testing. Traylor was never subjected to these policies. However, Anthony Robinson (black male) was fired for refusing to undergo drug testing for allegedly busting a batch. Robinson's argument stated that white employees were not subjected to the same practices and procedures as black employees.

(g) Tony Davenport (Maintenance Technician II) – white male – assisted by Elizabeth Hayes - white female - was found to have purposely withheld invoices submitted by black vendors forcing them to go up to 120 days past due despite vendors numerous calls to receive payment. Kidd Shepperd and Charles Cleveland, black male vendors, are two examples of vendors receiving such abuse at these individuals' hands. As a result of these two employees behavior, TCCC Atlanta Beverage Base Plant Maintenance Department was able to drive away all their minority vendors. Neither of these employees were reprimanded for their conduct.

Additionally, Davenport is known for participating with management in harassing and threatening employees. On or about January 29, 2003 Davenport threatened to back over plaintiff Sharron Mangum with his truck. Another employee, Stephen Amolegbe, black male, witnessed the incident, but was so terrified he was unable to provide supporting information to Corporate Security Investigators, Phil Cox and Leslie Davis during the investigation.

Davenport receives unlimited overtime compensation for his role as a co-conspirator while his peers must complete written requests, citing specifically what they will be doing, before their overtime is approved.

(h) Alanna Barfield (Laboratory Manager) – white female – established the formula for beverage preparation (Beverage Makeup Sheet) with the wrong ingredients, which had been used two years consecutively by the Laboratory Analysts and Technicians in the manufacture and testing of product prior to shipping. No action was taken. However,

approximately two months later Barfield was promoted into a position vacated by Peter Simpson, white male.

(i) Tracy Bryant (Environmental Program Manager) – white male – received failing performance review ratings two years consecutively; however, was never placed on a Performance Improvement Plan. Additionally, violating its own policy, defendant TCCC gave Bryant merit increases in both instances while black employees historically receive 0% increases.

(j) Karen Klansek (Quality Assurance Manager) – white female – historically have discriminated against minority employees (evidenced by a report compiled March 2001 by Kevin E. Johnson), and had been accused of sexually harassing female subordinates while heavily intoxicated at an after hours business function. Alex Huntebrinker, Hispanic female and Tangela Gaines, black female, both filed charges of discrimination and retaliatory conduct on numerous occasions against Klansek. Klansek was never reprimanded and received a promotion within weeks of the most recent charge filed by Tangela Gaines.

(k) Defendant James Garris (General Manager) – white male – historically have discriminated against minority employees, and have used terrorist type tactics to frighten employees into submission. Plaintiff Sharron Mangum and Phyllis Morton, two black female employees, were excluded from receiving incentive bonuses for the 2001 period. Plaintiff Mangum received a partial payout only after filing a complaint against Garris. Morton never received compensation. Garris on numerous occasions during plant meetings and in closed meeting settings would tell employees if they continued complaining to defendant TCCC corporate office, the plant would be shut down. October 2002 Garris stated to Harland Howell, a black male, that he needed to get rid of four people [plaintiffs Darryl Wallace and Sharron Mangum were two of the four].

(l) Defendant Raymond Sherman (Engineering Manager) – white male – is notorious for terrorizing black employees, and making derogatory comments about them. Karen Klansek, an informant for Sherman, would notify him when black employees were seen going into or coming out of Human Resources. Sherman would corner the employee and interrogate them about their purpose for being in HR. Additionally, Sherman referred to Phyllis Morton, a black female employee, as a slave to another black employee, Albert Nalls. Sherman took pride in his conduct which was condoned by James Garris. In one instance, Sherman taking pleasure in the verbal attacks and physical hostile behavior he wielded at Plaintiff Sharron Mangum, he stated to a group of employees after Mangum's firing, "that's what she gets for messing with big red [Coca-Cola]."

(m) Defendant Steve Buchareti (Director of EEO) – white male – assisted by defendants Ombudsman, Amanda Pace (black female) and the ER Director, Tracy Koll (white female), attempted to coerce black employees to withdraw their Right-to-Sue letters

issued by the U.S. Equal Employment Opportunity Commission (EEOC) stating that their complaints could not be investigated internally because they had gone outside the company. Plaintiff Darryl Wallace, Tangela Gaines and Albert Nalls were three individuals requested to do so. The defendants TCCC, Buchareti, Pace and Koll directed them to call TCCC legal department to get assistance. Katherine Johnsen, EEOC Investigator, was identified as Defendant TCCC's contact, that would be able to have the Right-to-Sue letters rescinded.

(n) Defendant Joseph Costolnick (*Finance Manager III*) – white male – ignored GAAP rules and participated in the cover up of defendant TCCC Atlanta Beverage Base Plant accounting fraud despite concerns voiced by plaintiff Darryl Wallace.

Minority Employees

(a) Willie Jones – black male – was suspended three days without pay for allegedly sexually harassing Betty Sanders, a black female. Sanders contacted defendant TCCC Ombudsman, Amanda Pace to have the charges rescinded—confessing that she was coerced by management under the direction of defendant Garris, to file these false allegations because of a vendetta against Jones. Jones never recovered any damages.

(b) Cordell Stembridge – black male – was suspended with pay and eventually issued a written warning with possible termination for allegedly sexually harassing a temporary employee, Taneisha Dixon. This was in spite of three employees, Robert Davis, Thomas Swem, and Brian Frazier's testimony that Dixon had fabricated portions of her story. Also, it was common knowledge throughout Defendant TCCC Atlanta Beverage Base plant that Dixon is involved with a hourly employee, Dexter King, for several months and had been romantically linked to several other male employees, and only after the relationship soured did she file sexual harassment charges against them as well.

(c) Haywood Hill – black male - was denied the position of Logistic Supervisor although he had more education and experience than Robert Mays, white male. Hill holds an undergraduate degree and several years of management experience while Mays holds a high school diploma. Hill was also denied the position of Warehouse Operator although he had more education and experience than his white counterpart, Randy Holcomb.

(d) Damayata Richardson - black female - applied for and was denied the position of Warehouse Operator although she had more experience, and occupied the position several months as a temporary employee during the position's vacancy. Luke Dahls, a white male who spent his career as a fitness trainer, was hired and less than two weeks later. He quit stating that the position was beneath him.

(e) Albert Nalls - black male - has comparable education and more experience than Michael Soderlund, white male and a newly hired employee; Soderlund starting salary was approximately \$12,000 dollars above Nalls. Despite a salary adjustment in 2002 as a result of

Nalls filing an EEOC complaint, his salary still remains approximately \$3,000 below Soderlund's.

(f) Salvadore Jones – black male - has the equivalent education and experience as his white peers, Joseph Costolnick, Raymond Sherman, and Karen Klansek, however, his salary compared to theirs is much less. Jones salary ranges from \$10,000 to \$30,000 below his peers.

Defendants Use Intimidation, Threats, Bribery and Fear to Coerce and Extort Employees to Participate in Illegal Racketeering Activities

67. The defendants, including Garris, Sherman, Costolnick, and Tomei, on information and belief, regularly used intimidation and extortionate threats of economic punishment and job loss to instill fear in the Atlanta Beverage Base Plant employees. The defendants were successful – especially with the looming company wide layoffs in 2000 and again in 2003.

68. The defendants' intent and purpose was on information and belief to coerce the employees to perform the necessary functions to carry out the illegal racketeering activities outlined above, where simple criminal solicitation failed.

69. The Defendant TCCC uses its Ombuds 1 800 line, and where that fails, its Ombuds, Employee Relations, and Equal Employment offices as informants, on information and belief, to respond swiftly to employees' objections and complaints about the Atlanta Beverage Base Plant's illegal racketeering activities. The defendants would and did on information and belief make illegal and coercive threats of poor reviews, bad performance grades, and termination if an employee refused to buckle to their threats.

BACKGROUND: September 20, 2003 Defendant TCCC Atlanta Beverage Base Plant employees attended a meeting at the corporate office, which was organized by Defendant Yochum and facilitated by Defendants Pace, Koll and Buchareti. In light of the complaints running rampant at its ABBP, defendant TCCC advised these employees that there were other alternatives than going outside the company. Fearing a mutiny after approximately 75% of the employees became very vocal about their concerns not being addressed, the meeting was halted. Two weeks

later Defendant TCCC hired Bashen Consulting Firm to the sum of \$500,000 dollars to assess its liability under the disguise of an employee survey. Approximately, two weeks after Bashen Consulting issued its report mid November, defendant Garris was instructed by defendant Yochum to regain control of ABBP "by any means necessary." Approximately two weeks later Plaintiff Darryl Wallace was fired, and fourteen weeks later, Plaintiff Sharron Mangum was fired.

(Attached as Exhibit E and made a part of the complaint for all purposes pursuant to OCGA § 9-11-10(c) is a report compiled by Bashen Consulting Firm of its findings.)

70. The defendants would and did carry out such threats, including firing honest employees, in order to demonstrate to other employees that "whistleblowing" would result in economic harm to anyone who tried.

71. The defendants warned plaintiffs Darryl Wallace and Sharron Mangum to cease complaining about TCCC illegal activities which were reported numerous times from 2001 to 2003. The defendants issued the final threat in October 2002 when defendant Garris issued the threat of getting rid of four people. The defendants' message was that plaintiffs Darryl Wallace and Sharron Mangum should just cooperate and participate in the illegal schemes when necessary.

72. When plaintiffs Darryl Wallace "blew the whistle" to defendants, Daft, Rushing, Buchareti, Koll, Pace, Costolnick and Garris after refusing the defendants' criminal solicitations and extortionate warnings, the result was a bogus and coercive below standard performance review resulting in two attempted Performance Improvement Plans ("PIP"). Plaintiff Wallace's exoneration in both these instances led defendants Costolnick and Garris to solicit employees, Bridgett Wise, Mike Maynard, Angela Page, Elizabeth Hayes and Taneisha Dixon, a temporary employee, and Colleen Green of Account Temps Employment Agency to participate in a

conspiracy to have plaintiff Wallace maliciously and extortionately fired on November 22, 2002.

73. When plaintiff Sharron Mangum “blew the whistle” to defendants Daft, Rushing, Buchareti, Pace, Koll, Garris, and Tomei after refusing the defendants’ criminal solicitations and extortionate warnings, the result was a bogus attempt to fabricate wrongdoing on Mangum’s part using a temporary employee, Taneisha Dixon as a co-conspirator, defendant Sherman, Chris Georges, Tony Davenport and Rosanna Kelly-Adams in her firing on March 15, 2003.

74. The defendants used the firing of plaintiffs Darryl Wallace and Sharron Mangum to make clear to other employees on information and belief that “blowing the whistle” was a fatal offense at defendant TCCC, and that they would go to unmeasurable lengths to conceal their wrongdoing. On or about December 18, 2002 it was made known to plaintiff Mangum that defendants James Garris, Milagros Tomei and Raymond Sherman were discussing her telephone conversations. Phyllis Morton, black female, told Mangum that from the nature of the discussion, she suspected her telephone had been taped, and while at work, she should be careful what she says over the phone.

75. Moreover, defendant TCCC continued its use of threats and intimidation to illegally influence and coerce employees after firing plaintiffs Darryl Wallace and Sharron Mangum. Utilizing the law firm of Morrison and Foerster LLP, James E. Johnson and Matthew H. Meade interrogated approximately twenty employees at TCCC’s Atlanta Beverage Base Plant from April 2003 to June 2003 in an attempt to lead and pressure employees to incriminate plaintiffs Wallace and Mangum in some wrongdoing to substantiate their terminations after the fact. These employees were denied their basic right to have representation present during these interrogations, and were threatened termination if they didn’t cooperate.

76. Defendant TCCC notified numerous employees with relevant information about the defendants' racketeering activities in which plaintiffs Darryl Wallace and Sharron Mangum had made many of the foregoing allegations of illegal conduct in the Atlanta Beverage Base Plant.

Defendant TCCC's purpose was on information and belief two-fold:

- (a) to terrorize a number of these witnesses that employees who "blow the whistle" will be considered Judases whose reputations and lives will be murdered to protect defendant TCCC; and
- (b) to subtly influence other witnesses to alter and withhold honest and truthful testimony from federal authorities and to prevent the communication of information to law enforcement.

77. Defendant TCCC specifically identified the "whistleblowers" and their allegations to the wrongdoers on information and belief for the purpose of influencing the witnesses' testimony in several ways.

78. First, defendant TCCC tipped off the culpable participants in the illegal schemes so, on information and belief, they could review relevant materials and alter or eliminate their testimonial and documentary evidence in a way that would protect defendant TCCC.

79. Second, defendant TCCC corruptly communicated this information to the culpable participants so, on information and belief, they could have time to plan their statements among themselves in the situation most favorable to defendant TCCC.

80. Third, defendant TCCC tipped off the culpable participants to send the message that on information and belief testifying against defendant TCCC would turn the company against those individual defendants.

SENIOR MANAGEMENT'S MALICIOUS RESPONSE TO ITS OWN MISCONDUCT
Plaintiffs Darryl Wallace and Sharron Mangum Reported the Misconduct in Writing

81. Plaintiffs Darryl Wallace and Sharron Mangum raised the issues listed above in

writing to management during the past two years.

82. Plaintiffs Darryl Wallace and Sharron Mangum who are individuals of great moral character wanted to protect defendant TCCC's financial future, preserve its reputation, and repair its dysfunctional culture. Plaintiffs Wallace and Mangum wanted to do their duty as good corporate citizens exhibiting integrity and honesty as in TCCC's Code of Conduct. But the defendants turned their backs and their concerns fell on deaf ears.

83. January 2001 began a two-year long correspondence with defendant TCCC's Daft, Rushing, Pace, Buchareti, Koll, Garris, Tomei, and Costolnick in hopes of having many of these problems fixed. (Attached as Exhibit F and made a part of the complaint for all purposes pursuant to OCGA § 9-11-10(c) are e-mails between these plaintiffs and the defendants.)

84. Plaintiffs Darryl Wallace and Sharron Mangum told Pace, Buchareti, Koll and Bashen Consulting Firm the fraud and malfeasance at Defendant TCCC Atlanta Beverage Base Plant and shared a detailed account of much of the misconduct. The plaintiffs did so –and made explicitly clear – that they were entrusting not only the information, but their livelihoods as well. However, to their dismay, defendant TCCC orchestrated their termination.

85. Defendant Pace, Buchareti, Koll and Bashen Consulting Firm breached the trust that plaintiffs Darryl Wallace and Sharron Mangum had entrusted them by sharing directly and indirectly the plaintiffs' disclosure of racketeering conduct with all the people identified in the plaintiff's memorandums.

86. And the defendants' response was swift, criminal, and injurious. They treated plaintiffs Darryl Wallace and Sharron Mangum, not to mention TCCC's investors, shareholders, customers, consumers and employees, as trash ready for disposal.

**Defendant TCCC Secret Plan to Eliminate
Plaintiffs Darryl Wallace and Sharron Mangum
For Blowing the Whistle**

87. In preparation for illegally firing plaintiff Darryl Wallace disguised as “threatening and intimidating behavior and violating the company’s no weapons policy” TCCC Atlanta Beverage Base Plant created a new Sr. Financial Analyst position, and reassigned Wallace’s job responsibilities to Angela Page, the newly hired Sr. Financial Analyst, twelve weeks prior to Wallace’s suspension, October 2002.

88. In preparation for illegally firing plaintiff Sharron Mangum disguised as “soliciting individuals to provide false information regarding your claims of threatening and intimidation in the workplace . . . as well as surreptitiously obtaining access to confidential information,” TCCC Atlanta Beverage Base Plant entered into lucrative employment agreement with Taneisha Dixon, a temporary employee, eight weeks prior to Mangum’s suspension, February 24, 2003.

89. This clearly shows TCCC premeditated plan to fire plaintiffs Darryl Wallace and Sharron Mangum regardless of its “no retaliation policy” in an effort to protect management and terrorize the Atlanta Beverage Base Plant employees into supporting the defendants’ racketeering schemes.

90. Finally, after the conclusion of the investigation by Bashen Consulting Firm, November 14, 2002, in which the plaintiffs Darryl Wallace and Sharron Mangum spent forty-eight hours recounting the racketeering, malfeasance, fraud, accounting misconduct, and discrimination problems at defendant TCCC Atlanta Beverage Base Plant, the defendants fearing another class-action lawsuit led by these two plaintiffs stepped up their plan to fire them.

91. Thus, by maliciously manufacturing grounds for Plaintiffs Darryl Wallace and Sharron Mangum's firing for speaking against corporate corruption and violation of basic human rights the defendants laid the cornerstone for their dismissal, and in the process, violated its fiduciary duty to protect corporate assets, investors, customers, consumers and employees.

***The Defendants Illegal and Unlawful Means For
Terminating Plaintiffs Darryl Wallace and Sharron Mangum***

92. On or about September 20, 2002, defendant TCCC determined that the only means by which TCCC Atlanta Beverage Base Plant employees could be terminated – other than the “layoff assessment” process - was pursuant to gross violations of the Code of Conduct after an appropriate investigation. Historically, TCCC Atlanta Beverage Base Plant had been exempted from corporate layoffs and downsizing. Defendant TCCC prescribed specific criteria to be used in making individual termination decisions which were administered by its separation committee of which defendant Steve Buchareti, EEO Director is a member.

93. On or about October 24, 2002, Bridgett Wise, Principal Financial Analyst and supervisor of plaintiff Darryl Wallace, and under the direction of defendants Garris, Costolnick, Sherman and Tomei filed a complaint alleging Wallace's behavior toward her was prone to workplace violence. Wise went as far as soliciting her husband's support, Lance Wise, to carry out this elaborate scheme to have Wallace fired.

94. On or about October 28, 2002, Taneisha Dixon, a temporary employee; Mike Maynard, IS Facilitator; Elizabeth Hayes, Accounting Clerk; and, Angela Page, Sr. Financial Analyst, under the leadership and direction of defendants, Garris, Costolnick, Sherman and Tomei and being co-conspirators, provided false statements to corporate Security Investigators,

Phil Cox and Leslie Davis in support of Bridgett Wise's complaint.

95. On or about November 6, 2003, defendant TCCC hired Dr. Marc McElhaney, a clinical psychologist to assessed plaintiff Darryl Wallace's mental stability. Following the orders of defendants Garris and Costolnick, McElhaney confined plaintiff Wallace to a room against his free while ignoring requests for representation and breaks for water.

96. On December 2, 2002, Bridgett Wise received a promotion and a bonus, rewards for her participation in plaintiff Wallace's termination. At the same time, defendant Garris received a promotion and bonus as well.

97. No longer able to conceal its wrongdoing, U.S. Department of Labor, FMLA Division, Federal Investigator, Olivia Jones was able to secure a report from Dr. Marc McElhaney wherein he states unequivocally that there was no evidence substantiating that plaintiff Darryl Wallace exhibited violent tendencies.

98. On or about January 19, 2003 Taneisha Dixon, a temporary employee provided false information to Phil Cox and Leslie Davis, Corporate Security Investigators, alleging that plaintiff Sharron Mangum asked her to falsify statements to them regarding her claims of possible workplace violence charges leveled against defendant Sherman, Tony Davenport, Chris Georges, Salvadore Jones, and Joseph Calderara. February 24, 2003, plaintiff Mangum was suspended pending the outcome of the investigation. The following day, February 25, 2003, Taneisha Dixon returned to work driving a vehicle identical in color and model to plaintiff Mangum's and boasting about her lucrative employment contract with defendant TCCC, rewards for her role as a co-conspirator in Mangum's firing. Prior to this recent change in status, TCCC violating its own policy, compensated Dixon for holiday pay while working as a temporary employee.

99. On or about February 26, 2003, Rosanna Kelly-Adams boasted to a peer, Albert Nalls, that she told TCCC Corporate Security Investigators, Phil Cox and Leslie Davis that she observed no one threatening or harassing plaintiff Sharron Mangum and that she [plaintiff Mangum] was creating a hostile work environment. As a co-conspirator with the other defendants, Kelly-Adams received a promotion and bonus within months for her testimony.

100. On or about February 27, 2003, Shields McManus (a partner with Gary, Williams, Parenti, Finney, McManus, Watson & Sperando and Mangum's legal representation in Civil Action Numbers 01-CV-2866 and 03-CV-223 filed against defendant Coca-Cola in 2001 and 2003) informed plaintiff Sharron Mangum, "they [Coca-Cola management] hate you, Sharron. The management team at the plant got together and created this scheme to fire you." On or about March 11, 2003, Alan Garber, a local attorney representing Mangum, told her, "you need to start looking for another job." On March 15, 2003, plaintiff Mangum was fired.

101. On or about April 4, 2003, Willie E. Gary (Mangum's legal representation) and former Mayor of Atlanta, Bill Campbell arrived in Atlanta to discuss the allegations surrounding plaintiff Mangum's termination. Ratified by Campbell, Gary stated, "We've seen the evidence Coke has against you. They are preparing to file a motion to have all of your claims dismissed." Despite Mangum's legal representation's betrayal, legal bungling and threats of prosecution, case dismissal, and arrest, she refused to admit guilt to something she knows beyond a shadow of doubt she did not do. Unable to shake plaintiff Mangum, Gary and Campbell abandoned their attempt to persuade plaintiff Mangum to accept a \$28,000 settlement from TCCC.

102. No longer able to conceal its wrongdoing, U.S. Department of Labor, FMLA Division, Federal Investigator, Olivia Jones was able to conduct an investigation at TCCC

corporate office and its Atlanta Beverage Base Plant. Her report clearly shows a lack of evidence on TCCC to prove termination of plaintiffs Wallace and Mangum. Additionally, the report shows an admission by Joe Moan, an attorney for defendant TCCC, referring to plaintiff Mangum as a "computer hacker." Moan stated, "an article in yesterday's AJC [Atlanta Journal Constitution] is about Sharron. It doesn't mention her by name, but it's about her." The article entitled, "Hacker could sit in next cubicle" was published May 14, 2003.

103. Evidenced from defendant TCCC's conduct, these elaborate schemes were an effort to intentionally and with malice, defame plaintiffs Darryl Wallace and Sharron Mangum's reputation as well as discount their well-documented descriptions of corporate malfeasance at TCCC Atlanta Beverage Base Plant.

104. Defendant TCCC, other representatives and agents of defendant TCCC, on information and belief, have carried out a campaign of defamation against plaintiffs Darryl Wallace and Sharron Mangum. In their job search, plaintiffs Darryl Wallace and Sharron Mangum have had to deal with the peculiar distressed looks created by this sham orchestrated by the defendants.

105. Plaintiffs Darryl Wallace and Sharron Mangum made every attempt to work with TCCC defendants to resolve these problems and to make amends the retaliation, harassment and abuse they suffered; however, the defendants betrayed their trust and creating an elaborate scheme to rid itself of them once and for all. Realizing that there was a plan to get rid of them and in accordance with Georgia statute, Wallace and Mangum engaged in protected activity under the ERA by making lawful tape recordings that constituted evidence gathering. Wallace and Mangum's tape recordings are analogous to other evidence gathering activities that are

protected under employee protection provisions, such as making notes and taking photographs that document environmental or safety complaints.

CAUSES OF ACTION

***Count I: RICO Conspiracy
(All Defendants)***

106. Plaintiffs re-alleges and incorporates by reference paragraphs 1 - 104 with the same force and effect as if fully set out in specific detail herein.

107. The defendants have conspired and endeavored to violate the Georgia RICO statute, OCGA § 16-14-4(a), by conspiring and endeavoring, through a pattern of racketeering activity or proceeds derived therefrom, to acquire or maintain, directly or indirectly, any interest in or control of any enterprise, real property, and personal property of any nature, including money, all in violation of OCGA § 16-14-4(c).

108. The defendants have conspired and endeavored to violate the Georgia RICO statute, OCGA § 16-14-4(b), as persons employed by or associated with any enterprise, that is, an association-in-fact of the defendants, to conduct or participate in, directly or indirectly, such enterprise through a pattern of racketeering activity, all in violation of OCGA § 16-14-4(c).

109. Specifically, the defendants have conspired to and endeavored to engage in, and have repeatedly committed, the following criminal activities under Georgia and federal law, which constitute a pattern of racketeering activity under OCGA § 16-14-3(8 & 9): theft in violation of OCGA § 16-8-1 *et seq.*; securities fraud in violation of OCGA § 10-5-24; mail fraud in violation of 18 U.S.C. § 1341; obstruction of justice in violation of 18 U.S.C. § 1512; influencing witnesses in violation of OCGA § 16-10-93; tampering with evidence in violation of 16-10-94; and extortion in violation of 18 U.S.C. § 1951.

110. In furtherance of such conspiracy to violate the Georgia RICO statute, in violation of OCGA § 16-14-4(c), the defendants knowingly and willfully committed extortion against plaintiffs Darryl Wallace and Sharron Mangum by illegally taking their jobs away in order to continue to conduct the defendants' racketeering enterprise.

111. And in furtherance of such conspiracy to violate the Georgia RICO statute, in violation of OCGA § 16-14-4(c), the defendants knowingly and willfully committed obstruction of justice under federal law and influencing witnesses and tampering with evidence in violation of Georgia law against plaintiffs Darryl Wallace and Sharron Mangum by illegally influencing and attempting to influence witnesses and to alter evidence to continue to conduct the defendants' racketeering enterprise and to deprive plaintiff Matthew Whitley of his rights to a fair and just hearing on his complaint.

112. Plaintiffs Darryl Wallace and Sharron Mangum have suffered extreme emotional distress as the result of the extortionate, willful, malicious, and intentional acts of the defendants.

113. As a result of the defendants' actions, plaintiffs have suffered and is continuing to suffer injury including, but not limited to, substantial loss of income, and loss of benefits.

114. As a result of the defendants' actions, plaintiffs have suffered and is continuing to suffer injury including emotional pain, suffering, humiliation, inconvenience, mental anguish, loss of enjoyment of life, and other non-pecuniary losses.

115. Plaintiffs seek to redress the wrongs alleged herein, and this suit for equitable, compensatory, and punitive damages, are plaintiffs only means of securing adequate relief.

116. Plaintiffs Darryl Wallace and Sharron Mangum have been injured by reason of such

violations of OCGA § 16-14-4 and therefore is entitled to three times their actual damages sustained, punitive damages, and all attorneys' fees in the trial and appellate courts and costs of investigation and litigation reasonably incurred, pursuant to OCGA § 16-14-6(b).

***Count II: Intentional Infliction of Emotional Distress
(All Defendants)***

117. Plaintiffs re-alleges and incorporates by reference paragraphs 1 - 104 with the same force and effect as if fully set out in specific detail herein.

118. The defendants have maliciously and intentionally engaged in outrageous conduct against the plaintiff.

119. Plaintiffs Darryl Wallace and Sharron Mangum have suffered extreme emotional distress as the result of the extortionate, willful, malicious, and intentional acts of the defendants. The defendants first tried to require the plaintiffs to become a criminal in order to perform their job. Then the defendants extortionately threatened and finally punished the plaintiffs for being honest and blowing the whistle on their racketeering schemes.

120. In short, the plaintiffs were extorted by members of a RICO enterprise for trying to protect the economic interests of shareholders, customers, consumers, and employees of defendant TCCC. Such conduct by the defendants is so outrageous and extreme as to go beyond all possible bounds of decency, and to be regarded as atrocious, and utterly intolerable in a civilized community.

121. As a direct and proximate result of the acts identified in this Complaint and such other acts to be shown by evidence, including the conspiracy to violate the Georgia RICO statute and commit other illegal acts, including obstruction of justice, and to cover up those illegal acts,

plaintiffs Darryl Wallace and Sharron Mangum have suffered injuries to person and property, including emotional distress that defies human conception.

122. As a result of the defendants' actions, plaintiffs have suffered and is continuing to suffer injury including, but not limited to, substantial loss of income, and loss of benefits.

123. As a result of the defendants' actions, plaintiffs have suffered and is continuing to suffer injury including emotional pain, suffering, humiliation, inconvenience, mental anguish, loss of enjoyment of life, and other non-pecuniary losses.

124. Plaintiffs seek to redress the wrongs alleged herein, and this suit for equitable, compensatory, and punitive damages, are plaintiffs only means of securing adequate relief.

***Count III: Wrongful Termination
(All Defendants)***

125. Plaintiffs re-alleges and incorporates by reference paragraphs 1 - 104 with the same force and effect as if fully set out in specific detail herein.

126. The defendants have wrongfully terminated plaintiffs by maliciously manufacturing a false and fraudulent violation of company policy and gross misconduct, thereby limiting defendant TCCC's common-law right to fire plaintiffs for any reason of its choosing.

127. As a result of the defendants' actions, plaintiffs have suffered and is continuing to suffer injury including, but not limited to, substantial loss of income, and loss of benefits.

128. As a result of the defendants' actions, plaintiffs have suffered and is continuing to suffer injury including emotional pain, suffering, humiliation, inconvenience, mental anguish, loss of enjoyment of life, and other non-pecuniary losses.

129. Plaintiffs seek to redress the wrongs alleged herein, and this suit for equitable,

compensatory, and punitive damages, are plaintiffs only means of securing adequate relief.

***Count IV: Tortious Interference
(All Defendants)***

130. Plaintiffs re-alleges and incorporates by reference paragraphs 1 - 102 with the same force and effect as if fully set out in specific detail herein.

131. Defendants TCCC, Daft, Rushing, Yochum, Buchareti, Pace, Koll, Garris, Tomei, Sherman, and Costolnick intentionally interfered with plaintiffs' employment relationship with TCCC, including his termination rights as exclusively prescribed by defendant TCCC, by making false and malicious statements about plaintiffs and acting in bad faith which caused plaintiffs' termination. The reason for this is that not one individual had the decision-making authority to fire plaintiffs Darryl Wallace and Sharron Mangum.

132. The termination process removed from all decision makers at the company the authority to terminate plaintiffs Darryl Wallace and Sharron Mangum at will. Consequently, defendant TCCC is vicariously liable for the actions of the individual defendants under the doctrine of respondeat superior.

133. As a result of the defendants' actions, plaintiffs have suffered and is continuing to suffer injury including, but not limited to, substantial loss of income, and loss of benefits.

134. As a result of these defendants' actions, plaintiffs have suffered and are continuing to suffer injury including emotional pain, suffering, humiliation, inconvenience, mental anguish, loss of enjoyment of life, and other non-pecuniary losses.

135. Plaintiffs seek to redress the wrongs alleged herein, and this suit for equitable, compensatory, and punitive damages, are plaintiffs only means of securing adequate relief.

***Count V: Conspiracy to Commit Tortuous Interference
(All Defendants)***

136. Plaintiffs re-alleges and incorporates by reference paragraphs 1 - 104 with the same force and effect as if fully set out in specific detail herein.

137. Defendants TCCC, Daft, Rushing, Yochum, Buchareti, Pace, Koll, Garris, Sherman, Tomei, and Costolnick conspired to intentionally interfere with plaintiffs' employment relationship with TCCC, including their termination rights as exclusively prescribed by defendant TCCC, causing plaintiffs' termination.

138. The termination process removed from all decision makers at the company the authority to terminate plaintiffs Darryl Wallace and Sharron Mangum at will. Consequently, defendant TCCC is vicariously liable for the actions of the individual defendants under the doctrine of respondeat superior.

139. As a result of these defendants' actions, plaintiffs have suffered and are continuing to suffer injury including, but not limited to, substantial loss of income, and loss of benefits.

140. As a result of Wise's, Dixon's and others actions, plaintiffs have suffered and are continuing to suffer injury including emotional pain, suffering, humiliation, inconvenience, mental anguish, loss of enjoyment of life, and other non-pecuniary losses.

141. Plaintiffs seek to redress the wrongs alleged herein, and this suits for equitable, compensatory, and punitive damages are plaintiffs only means of securing adequate relief.

***Count VI: Breach of Fiduciary Duty
(Defendants TCCC and Buchareti, Pace, Koll)***

142. Plaintiffs re-alleges and incorporates by reference paragraphs 1 - 104 with the same

force and effect as if fully set out in specific detail herein.

143. Defendants TCCC, Buchareti, Pace and Koll owed plaintiffs Darryl Wallace and Sharron Mangum a fiduciary duty to maintain the trust and confidence entrusted in them when they shared the incriminating information about the illegal racketeering activities engaged in by defendants Garris, Tomei, Sherman and Costolnick. But defendants TCCC, Buchareti, Pace and Koll breached their fiduciary duties to the plaintiffs in connection with such information.

144. As a result of the defendants' actions, plaintiffs have suffered and are continuing to suffer injury including, but not limited to, substantial loss of income, and loss of benefits.

145. As a result of these defendants' actions, plaintiffs have suffered and are continuing to suffer injury including emotional pain, suffering, humiliation, inconvenience, mental anguish, loss of enjoyment of life, and other non-pecuniary losses.

146. Plaintiffs seek to redress the wrongs alleged herein, and this suit for equitable, compensatory, and punitive damages, are plaintiffs only means of securing adequate relief.

***Count VII: Slander
(All Defendants)***

147. Plaintiffs re-alleges and incorporates by reference paragraphs 1 - 104 with the same force and effect as if fully set out in specific detail herein.

148. The defendants have slandered plaintiffs in making false, malicious, defamatory and derogatory statements about plaintiffs to external sources publically and private, to other employees of defendant TCCC and through plaintiffs' forced republication of such statements.

149. As a result of the defendants' actions, plaintiffs have suffered and is continuing to suffer injury including, but not limited to, substantial loss of income, and loss of benefits.

150. As a result of the defendants' actions, plaintiffs have suffered and is continuing to suffer injury including emotional pain, suffering, humiliation, inconvenience, mental anguish, loss of enjoyment of life, and other non-pecuniary losses.

151. Plaintiffs seek to redress the wrongs alleged herein, and this suit for equitable, compensatory, and punitive damages, are plaintiffs' only means of securing adequate relief.

**Count VIII: Attorneys' Fees and Costs
(All Defendants)**

152. Plaintiffs re-alleges and incorporate by reference paragraphs 1-104 with the same force and effect as if fully set out in specific detail herein below.

153. All defendants have acted in bad faith and have caused plaintiffs unnecessary trouble and expense.

154. As a result of the defendants' conduct, plaintiffs are entitled to attorney's fees and costs related to this litigation pursuant to OCGA § 13-6-11.

PRAYER FOR RELIEF

WHEREFORE, Plaintiffs respectfully prays that this Court assume jurisdiction of this action and after trial:

- a. Issue a declaratory judgment holding that the actions of the defendants violated the rights of plaintiffs under Georgia law.
- b. Enter an order requiring the defendants to make plaintiffs whole by awarding plaintiffs equitable (including back pay and front pay) damages, compensatory damages, treble damages, and punitive damages, costs to include costs of investigation, attorney's fees, expenses, and pre-judgment and post-judgment interest.
- c. Plaintiffs further prays for such other relief and benefits as the cause of justice may require.


JURY DEMAND

PLAINTIFFS DEMAND A TRIAL BY A STRUCK JURY.

Respectfully submitted this the 12th day, August 2003.

 8/12/03

Darryl Wallace
445 Fitzgerald Place
Atlanta, Georgia 30349
Telephone: 404-545-0781

 8/12/03

Sharron Mangum
94 Crestbend Lane
Powder Springs, Georgia 30127
Telephone: 770-222-8802

IN PROPRIA PERSONA

Exhibit A

**Draft Report
QUALITY AUDIT**

**Atlanta Beverage Base Plant
Atlanta, Georgia
December 4-12, 2002**



**THE
COCA-COLA
QUALITY
SYSTEM**

Audit Conducted by: Michael Ferrell
Grant Smith
Daniel Goossen
Dr. Ala Strekowski

The Coca-Cola Company

Plant Personnel: James Garris
Karen Klasek
Alanna Barfield
Joe Calderara
Peter Simpson
Chris Georges
Tracy Bryant
Joe Costolnick
Ray Sherman
Bert Lariscy
Milagros Tomei
Sal Jones

**General Manager
QA Manager
Lab Manager
Production Manager
Division Microbiologist
Safety & Environmental Specialist
Environmental Program Manager
Finance Manager
Engineering Manager
Maintenance Manager
Client Services Consultant
Logistics & Materials Manager**

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I. Objectives and Scope

The objectives of the audit were to conduct an independent, unbiased assessment of the Atlanta Beverage Base Plant to confirm conformance to the standards of The Coca-Cola Company and to perform a Phase III assessment of the plant's quality system.

The scope of the audit focussed on five key areas of concentrate operations:

- Manufacturing
- Supplier Management
- Environmental, Safety and Loss Prevention
- Inventory Management/Logistics
- Quality Systems

The following quality programs and plant processes were assessed:

- Product Manufacturing and Release Testing
- Cleaning and Sanitizing
- Container Preparation and Inspection
- Control of Nonconforming Materials
- Dry and Liquid Parts Filling- Fill control, Labeling, and Date Coding
- GMP - Housekeeping
- Maintenance and Calibration
- Microbiological Testing
- Process Monitoring and Control
- Product Traceability
- Record Keeping
- Security (product, plant and formula security)
- Shipping and Distribution
- Storage, Handling of Ingredients, Packaging & Final Products
- Water Treatment
- Training
- Document Management
- Corrective Action
- Internal Audit

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II. Approach

The fieldwork portion of the audit was conducted during the period December 4-12, 2002. The audit was based on:

- Physical inspections of the facility;
- Interviews and discussions with key plant management, staff, and plant associates;
- Examination of selected documentation provided by plant personnel; and
- Review of applicable quality requirements and procedures.

It is important to recognize that all issues may not have been identified because only a sample of plant documentation and practices were reviewed.

III. Overall Plant Rating

The overall audit opinion is based on the facilities conformance to the policies, standards and specifications of the Company. As a result of this audit, the overall rating of the plant is "Meets Applicable Quality Requirements" and is recommended for Phase III certification to The Coca-Cola Quality System. (Definitions of the ratings can be found in section VII.)

IV. Compliance Audit Findings

Each nonconformance is categorized according to the key areas identified in the audit scope and rated as **critical risk**, **high risk** or **potential risk**. Definitions for these ratings are given in section VIII.

A. Manufacturing

1. Merchandise 8 Manufacturing Observation

The plant should revise the SMI for merchandise 8 manufacturing to address "non-startup batches. The current SMI is specific to "startup batches.

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2. Calibration Verification **Potential Risk**
[Ref: CPOM MC-RQ-295]

Platform scales are not verified across the full operating range as part of the monthly calibration, nor are the platform scales verified accross or within +/- 5 % of the normal range of use. Also, the plant's scale verification instructions specify verification tolerances of +/- 5%. This is a misinterpretation of the requirement and in no way reflects actual performance of the scales.

3. GMP & Housekeeping **Potential Risk**
[Ref: CPOM GMP-RQ-240, 245]

Overall, the plant reflects a very high level of compliance to company GMP and housekeeping standards. Issues identified during the audit were found to be minor and isolated in nature.

A separate list of findings was generated by plant personnel for follow up and action.

4. Filling & Packaging **Potential Risk**
[Ref: CPOM LI-RQ-655]

While reviewing the five gallon filling line, the checkweigher reject mechanism was found malfunctioning. The line was immediately stopped and corrective action taken. It is recommended that the reject mechanism is verified as part of the line start-up procedure.

5. Pasteurizer Design **Observation**

A review of the pasteurizer design revealed several issues. The temperature RTD used to monitor pasteurization temperature is located at the inlet of the holding tube. The RTD should be located at the outlet of the holding tube. Also, the system is not designed with an auto divert in the event that pasteurization temperature is not maintained. Instead, the system is designed to divert based upon product cooling temperature.

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B. Laboratory Operations

A detailed review of the Atlanta Beverage Base Plant laboratory operations was performed as part of the laboratory capability study performed in February 2002. During this audit, a traceability exercise was conducted, resulting in a complete accounting of selected product lots, retention samples, and associated quality records.

1. Test Methods

High Risk

[Ref: The Concentrate Plant Operations Manual IT-RQ-465]

Laboratory personnel are not always following correct procedures when performing analytical tests. The following examples were noted:

- The formula for beverage preparation (FP-43.00) to conduct the appearance, taste and odor tests was incorrect (wrong ingredients and weights).
- The carbonated beverages were prepared without carbonation. The CO₂ tank was empty.
- The end point of NaOH standardization was set up at pH = 8.6 not 8.3 as it is required [(RG-P-006 Reagents Q-Z, IN-P-651).
- The color analysis of S-601 was performed using a 1-cm cell, not a 10-cm as it is required (IN-P-601).
- The performance of GC method to analyze Part 2 of Sprite was not verified before the sample analysis. However the method was validated for precision and accuracy.

2. Ingredient Certificates of Analysis

Potential Risk

[Ref: The Concentrate Plant Operations Manual IT-RQ-460]

Laboratory procedures do not ensure that ingredient C of A's are reviewed and in compliance with Company specifications. Examples include:

- The analysts do not always compare laboratory analytical results against supplier results. Certificates of analysis for S-801 state results in different units than specified in Company specifications.
- Certificates of analysis for S-601, lots S095C and S077C, were outside of Company specifications and there were significant differences in results of color determination between the supplier's and the laboratory.

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3. Sensory Training **Potential Risk**

[Ref: The Concentrate Plant Operations Manual PT-RQ-665]

The sensory evaluation training program is not formalized. The last training was conducted on 11/25/2002-11/26/2002 to evaluate the difference in prepared beverages, e.g. flavor, color, and ratio. Off-taste training for beverage base has not been conducted within the last 12 months.

4. Laboratory Records **Observation**

[Ref: The Concentrate Plant Operations Manual PG-RQ-040]

The program is adequate in ensuring that production and analytical records provide traceability between finished products, ingredients, and analytical results. However, additional focus on record keeping is necessary to ensure records are accurate and legible. The following issues were noted:

- The folder for S-801G was labeled as S-8019.
- The SPC charts for most of the instruments and methods (titration, GC method for Sprite analysis and spectrophotometer) did not have records for traceability to SRM used.
- The package information on PI worksheet was overwritten several times and was impossible to read.
- The date of analysis of ingredients in the laboratory notebook did not reflect the actual date. The analyst records the date on the page when all tests on that page are completed (S-604, NA09I5221-48)

5. Test Equipment Performance **Observation**

[Ref: The Concentrate Plant Operations Manual EQ-RQ-235]

The laboratory has a program to ensure that quality control test equipment is operating within performance requirements. However, the issues identified would strengthen the program and provide greater confidence in the accuracy and validity of analytical results. Examples include:

- Control charts for the autotitrators had S-651 specification limits instead of control limits.
- The performance of the spectrophotometer was not verified before analysis of S-736 on 12/02/02 and 12/04/02.
- The frequency of standardizing 1N NaOH solution has not been validated to ensure the stability of the solution over time. The last standardization was conducted on 9/19/02.

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6. Retention Samples **Observation**
[Ref: The CPOM IT-RQ-480, Internal Procedure QA-WA-11.18]

Many of liquid ingredient retention samples were resealed after sampling for additional testing and no date and initial of the analysts were recorded on the label after resealing as it is required by internal procedure QA-WA-11.18.

7. Microbiological Testing **Observation**
[Ref: The CPQCM Volume 3 GM-P-012.01]

Analyst was wearing a long sleeve lab coat and gloves, which may contaminate work area. Short or tied sleeves are recommended and hands should be washed and dried before the tests. In addition, a bleach solution of unknown chlorine concentration was used for sterilizing the surface of the work area. A 75% ethanol solution is recommended.

8. Chemicals & Reagents **Observation**
[Ref: The CPQCM Volume 3]

Reagents are prepared from analytical grade chemicals and labeled appropriately. One expired chemical was observed, e.g. phenol stock solution used for S-813 phenol analysis.

C. Environmental, Health & Safety

Conclusion:

The Atlanta Beverage Base plant has effective environmental, safety and loss prevention (ESLP) systems in place and exhibits a high degree of compliance with applicable requirements. The ESLP programs were reviewed with respect to the level of integration into the plant the quality system and compliance with established requirements.

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1. Hazard Communication

Potential Risk

[Ref: eKOsysteM Requirement 3.5.1]

The plant's hazard communication program does not fully ensure that these materials are handled in accordance with Company standards, as defined in the Managing Hazardous Materials GEP. Items noted by the audit team include:

- The solvent tank in room E, as well as the doors to the laboratory were not labeled appropriately to indicate potential hazards.
- The Hazard Communication plan did not fully describe the process used to manage MSDS or fully describe the communication with contractors.
- Records were not available to confirm all associates received hazard communication training.
- Accesses to areas with high noise levels, such as Rooms F, R and Merchandise 8 were not posted to indicate hearing protection is required
- A current map indicating fire extinguishers and emergency pull stations was not available. An associate queried about the location of the pull station could not immediately locate the pull station. A fire pull was used as the emergency HVAC shutoff at the lab. This was confused as a fire alarm station.
- A wastewater sump in the drum wash area was not labeled to indicate that it is a confined space.
- DOT training has not been provided for all associates who sign the hazardous waste manifests.
- Documented training to "certify" associates who handle rail cars was not available. The procedure for offloading rail cars did not contain all the elements described by the DOT for offloading hazardous material railcars

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2. Safety and Loss Prevention Program **Potential Risk**
 [Ref: The Concentrate Plant Operations Manual PG-RQ-085]

The plant's safety and loss prevention program has not fully identified or controlled all worker safety or loss exposures. Areas of concern noted include:

- Eyewashes were not available at the hazardous waste area in the Lagrange warehouse, at the CIP area or in the drum wash room.
- Minor electrical system nonconformances were noted with dock lights at the Lagrange warehouse, open junction box covers, missing conduit plugs and a damaged conveyor advance switch.
- Light covers were broken on some outside lights and in the wastewater control room.
- Machine guards were not present on two pumps in Room E and at a pinch point on the juice unloading rack.
- Seat belts are provided on the forklift trucks but were not used by many of the drivers.
- Openings were noted in the walls in the manufacturing areas, breaching fire controls.
- Some chemical hoses had exposed wires on the ends creating a cut/stick hazard.
- Records were not available to verify that contractors operating company fork trucks in the Lagrange hazardous waste area are certified.
- Air vents on the 801 pumps were open allowing ethanol mists to vent into the tank farm.
- PPE (gloves, dust masks) were stored with poisons in the lab toxic chemical storage room

3. Storm Water Management Program **Potential Risk**
 [Ref: eKOsystem Requirement 3.11]

The plant's stormwater management program does not include all required elements. Examples include:

- The annual comprehensive plan review and certifications were not available.
- The annual monitoring exception certifications were not available.
- The non-stormwater discharges evaluations and certification was not available.
- The plan did not include certain potential impacts such as the juice unloading area or wastewater-offloading areas (concentrate tank, the wastewater treatment area).

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- Records were not available to verify that the annual stormwater training has been conducted.

4. Emergency Response Programs **Potential Risk**
 [Ref: eKOsysteM Requirement 3.5.1; The Concentrate Plant Operations Manual PG-RQ-080 and PG-RQ-085]

The plant's emergency response programs have not implemented all the elements required by local regulations and Company standards. Items noted by the audit team include:

- The emergency response plan (4/01) does not accurately describe current practices. As examples, the medical procedure indicates ABB associates provide first aid and CPR; this is not done. Also, another fire plan and emergency action plan has been developed and is in use.
- The ER plans do not provide a link into the Incident management plan.
- An unloading procedure for the fuel oil (required for the SPCC plan) was not available. *A procedure was developed during the audit.*
- Training records were not available to verify annual SPCC training was conducted for associates who handle oils.
- Records were not available to confirm that the annual spill drill is conducted.
- A SOP for conducting assessments/evaluations of drills was not available. Corrective actions were not documented for gaps identified in the last evacuation drill.
- Drain plugs were not installed in 4 of 6 drains in the inside bulk storage area.
- Records were not available to confirm 40 hour HAZWOPER training has been completed by contractors working in the hazardous waste area.

5. Waste Management **Potential Risk**
 [Ref: eKOsysteM Requirement 3.12]

The plant's waste management program does not fully ensure that these materials are handled in accordance with Company standards. Issues of concern include:

- The Hazardous Waste Minimization Plan has not been updated since 1996.
- The Hazardous Waste Contingency Plan (recently revised) has not yet been sent to local ER agencies.
- The map in the 2000 contingency plan does not include the newly established waste storage area.
- A mercury spill kit was not provided in the used lamp storage area.

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D. Supplier Management

The supplier management program at ABBP is designed to ensure that the plant only purchases approved ingredients from authorized suppliers that are listed in the vendors and manufacturers database. The auditing of these suppliers is conducted by the Americas Hub Supplier Authorization Group and The Minute Maid Company. Supplier performance is tracked as a part of the MRPII process in SAP. The requirements of this program are documented in the Logistics Program.

1. Supplier Management Procedures **Observation**
 [Ref: CPOM PG-RQ-400]

The plant should formally document the procedure to be used to notify all relevant personnel of a late delivery. The current procedure is dependent upon the Planner / Buyer with no assurance of a consistent process being followed.

E. Inventory Management/Logistics

The Atlanta Beverage Base Plant is receiving, storing and shipping ingredients and finished products according to the requirements of The Coca-Cola Company. Nonconforming materials are effectively managed through SAP and physical segregation. ABBP achieved MRPII Class B status in August 2002.

No nonconformances noted

V. The Coca-Cola Quality System

1. Internal Audits **Potential Risk**
 [Ref: The Concentrate Plant Operations Manual PG-RQ-055]

The documented program does not reflect actual practices with respect to handling of critical nonconformances, overall reporting of nonconformances, and analysis of nonconformances for adverse trends.

For example, the program states that corrective action plans addressing critical nonconformances are submitted to the corrective action program owner. The actual practice is for the program owner of the affected area submits the

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corrective action plan to the auditor who forwards to the internal audit program owner.

In terms of reporting, the program states that an Internal Audit Summary Report (AU-FM-02.1) is prepared. In reality, this report is not generated and the form has been deleted.

A key measure for the program is the analysis of nonconformances for adverse trends and input into the corrective action program. Currently, this analysis is not performed.

2. Recordkeeping **Potential Risk**
[Ref: The Concentrate Plant Operations Manual PG-RQ-045]

The record keeping program is designed to ensure that appropriate records are maintained to demonstrate compliance with company standards. The plant maintains a master records list specifying retention periods and filing & storage areas. A review of the production records revealed the following issues:

- Lot numbers of the filter aid used for Sprite manufacturing are not recorded
- The plant does not maintain records of individual drum fill weights. Operators record the number of drums filled and the total weight plus any remnant for yield calculation
- The use of white liquid paper
- Incomplete records, e.g. batch information transferred from SAP PI sheets to internal forms
- Use of incorrect descriptions (e.g. S-6519 for super sacs of S-651)
- Scoring out of information, instead of placing a line through and initialing

3. Training **Potential Risk**
[Ref: The Concentrate Plant Operations Manual PG-RQ-050]

Environmental, health & safety training has not been fully integrated into the plant's quality system, resulting in lapses in implementation. For example, required training such as stormwater management and SPCC is not included and hearing conservation training is not always completed for all affected employees within the prescribed timeframe. Also, the program could be strengthened by incorporating a process to follow-up and ensure that employees missing required training sessions are included in subsequent training.

4. Corrective Action **Potential Risk**
[Ref: The Concentrate Plant Operations Manual PG-RQ-060]

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Corrective actions initiated from internal EH&S audits and inspections have not been integrated into the plant's corrective action system.

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5. Process Monitoring and Control

The Process Monitoring Program is designed to assure that equipment and manufacturing processes produce products meeting Company standards. The program covers all equipment and manufacturing processes, including prior to use verification on merchandises, ingredients and equipment, as well as finished package inspection.

No nonconformances noted

6. Document Management

A. Required Documentation Potential Risk *[Ref: The Concentrate Plant Operations Manual PG-RQ-045]*

All necessary documentation has not been fully integrated into the plant's quality system. Examples include:

- SOP's and processes related to Environmental Health & Safety
- A work-aid to assist with SAP movement transactions
- Internal audit CAR form
- Management review process, e.g. management routines

7. Customer Service

The customer service program at the Atlanta Beverage Base Plant addresses the handling of all customer needs to ensure the plant provides the highest level of service and continues to meet customer expectations through a customer feedback mechanism.

No nonconformances noted

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VI. Corrective Action Plans

A corrective action plan (CAP) must be forwarded to Corporate Quality by January 12, 2003. The CAP must include the following:

- Brief description of the nonconformance
- Plans for correcting the nonconformance
- Identification of individual(s) responsible for carrying out the corrective action plan
- The date each corrective action is due to be complete
- Plans for determining effectiveness of the corrective action in terms of eliminating the root cause (measures of effectiveness).

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VII. Overall Plant Rating Definitions

"Meets Applicable Quality Requirements" – This opinion will apply when the audited facility is in compliance with virtually all applicable requirements. The few, if any, exceptions noted are occasional, anomalous, and minor in nature in light of the facility's quality programs and its overall record of compliance and quality performance; or

"Meets Applicable Quality Requirements With Some Exceptions" – This opinion will apply when the audited facility demonstrates a high degree of compliance with applicable requirements, but several exceptions are noted that are more than anomalies and reflect weakness (es) in the design and/or a lapse in the implementation of the facility's quality programs; or

"Does Not Meet Applicable Quality Requirements" – This opinion will apply when a number of exceptions to applicable requirements are noted at the audited facility. These exceptions reflect a significant departure from applicable requirements, or the absence of or a fundamental weakness (es) in the facility's quality program, or prolonged inattention to the resolution of previously identified quality issues.

Note: Plants that receive a critical risk nonconformance will automatically receive audit opinion.

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VIII. Categorizing Audit Nonconformances

Process and quality system nonconformances will be rated according to the following classifications:

Critical Risk: Any issue having a potential or real significant adverse impact on product quality, image and trademark of The Coca-Cola Company. These conditions include but are not limited to:

- Use of unauthorized ingredients or packaging.
- Use of an unauthorized supplier or supply point
- Release of an ingredient or product prior to completion of appropriate testing to determine "fitness for use".
- Use of unauthorized test procedures or test methods
- Products shipped to bottlers without identifiable tamper-evident seals.
- Environmental or safety concerns that could potentially damage the environment, cause injury to company personnel, impact the Company's image and trademark or result in a regulatory penalty.
- Local regulatory concerns that could potentially impact the image and trademark of the Company.
- Any issue creating a health and/or safety concern requiring production to be stopped and corrective action to be taken immediately.
- Any issue creating an image or trademark concern that has a high probability of affecting current or future sales.
- Misuse, adulteration or misbranding of products.

Note: Corrective actions for nonconformances that are assessed as a critical risk must be well defined, and where practical, implemented before the audit team leaves the facility.

High Risk: Any issue having a potential or real adverse affect on the quality of products and/or services provided, or on the effectiveness of the quality system. These conditions include but are not limited to:

- Any operational or quality program that leads to or has the potential to lead to unacceptable process performance or business practices
- A breakdown of one or more key quality programs i.e. :
 - A lack of a key program(s) or procedure(s) in the quality system and/or
 - A lack of adherence to the stated instructions in a key program or procedure

Potential risk: Nonconformance is assessed as low risk i.e. Internal controls exist, however the nonconformance is isolated in nature and is having no apparent adverse affect on the quality of products or services provided, or on the effectiveness of the quality system.

Observation: An issue having no immediate impact on the process, but if not addressed, could lead to a nonconformance. An observation could also be a recommendation to improve or, to increase the effectiveness of a process. Observations have neither a positive or negative impact on the outcome of the audit.

Atlanta Beverage Base Plant
Atlanta, Georgia
December 4-12, 2002

Note: Repeat Nonconformances will be considered for escalation to the next level of rating (e.g. high risk to critical risk) irrespective of the actual risk associated with the nonconformance.

A. J. B.



Rosa Ivette Munoz
10/09/2002 02:24 PM

To: Craig Hardin/US/NA/TCCC@TCCC
cc: Priscilla Porter/US/NA/TCCC@TCCC, Patrice
Krant/US/NA/TCCC@TCCC, Grizel E.
Lopez/PR/LA/TCCC@TCCC, Rengen
Li/US/NA/TCCC@TCCC
Subject: Minority suppliers goal 2003 - Puerto Rico

Hello Craig it has been a long we have not talked.

Regarding below e-mail we have some questions:

- what will be the process to qualify 2tier suppliers?
- if there is any legal clause to include in any capital expenditure to encourage MWO spending?
- to who we can contact to request that Supplier Diversity training class could be performed in our plant. The reason for this request is that in our plant we have approximate 25 associates than handles purchases.

Regards.

Rosa I. Muñoz
CPS Americas - Cidra, P.R.
☎ 787-739-8452, x. 352
☎ 787-649-5540
☎ 787-739-4405
✉ rmunoz@la.ko.com

— Forwarded by Rosa Ivette Munoz/PR/LA/TCCC on 10/09/2002 02:12 PM —



Patrice Krant
10/07/2002 04:41 PM

To: Grizel E. Lopez/PR/LA/TCCC@TCCC, Rosa Ivette
Munoz/PR/LA/TCCC@TCCC, Priscilla
Porter/US/NA/TCCC@TCCC
cc:
Subject: Re: Minority suppliers goal 2003

Rosa, Grizel and Priscilla:

I attended a Supplier Diversity update today led by Cece Webster and Johnnie Booker. Coca-Cola North America, Fountain and TMMC are all well over their 2002 goals, but Corporate is coming in at less than 50% of its 2002 goal of \$50 MM, so of course the Chairman's office and the Diversity office are very concerned. (Technical, however, will be over its goal of \$3.9 MM for 2002 thanks to you!) The Corporate goal includes Technical, Business Systems, External Affairs, Corporate Communications, the Executive Offices, Finance, HR, Legal, Marketing, McDonald's Account Group, Science, Security & Aviation, ServiceSource and miscellaneous.

The Company's overall goal for 2003 is \$175 MM, which is 30% higher than its goal of \$135 MM for 2002. I know we have talked about setting the Cidra and ABBP goals 5% higher than 2002, but I am pretty sure we are going to be asked to commit to more than a 5% increase. Since Cidra and ABBP are both going to exceed their 2002 goals, can you look at your numbers again and see if, based on the capital work planned for next year and the new suppliers you think will get certified, you would feel comfortable raising your goal to 15% higher than the 2002 goals?

A couple of ideas for places to look for additional MWO spend opportunities:

1. 2nd tier suppliers: as an example, if we purchase a million dollars worth of computer equipment from IBM, it doesn't count as minority spend because they are a majority-owned company. But if they use a minority firm to manufacture the keyboards, we can get credit for the amount of money IBM spent with the MWO firm for the keyboards they sell to us. Craig Hardin is available to help you look for and qualify second tier spend, so please give him a call.

[Rosa, this relates to your email question today about second tier suppliers, but I do not know the answer to whether there is a contract clause to use about this. Certainly, if you hire a non-MWO firm to do a capital construction project and they hire minority firms to do some of the work, you can get credit for the second-tier spend, as long as you document it. I recommend you give Craig Hardin a call about the contract clause and then let us all know the answer (thanks!!).]

2. Legal fees: Sharon Case was at the meeting, and she told me that both Cidra and ABBP have legal bills for environmental counsel, labor claims, litigation, etc. If the firms are certified minority firms, you need to add that spend to your reports each month and be sure to let Rengen Li know so he can flag the supplier's vendor number in SAP if it is not already there. I am going to ask Anthony Cabrera to give me a report each month so I can check it for certified legal services suppliers, but you should check with your Finance organizations to see if any of these firms are being used in the plants already.

3. Minority suppliers who are not officially certified MWO: Craig Hardin is available to help you with the "sales" call to encourage minority suppliers to become certified MWO suppliers. Priscilla, he is going to give you a call, but if you have not heard from him in a couple of days, please call him at 404-676-8800. Craig can help you learn to overcome any supplier objections to getting certified.

Also: I got a definite feeling we will have to add reporting MWO spend as a percentage of total "impactable" spend by the plant next year. This means you will need to take out any purchases you don't control (such as the ingredients negotiated by GP&T, TMMC and CIS, even though you influence some of the purchasing decisions on these, plus anything else you don't control the purchase decision on). What's left is your "impactable" spend. For November 15, I will have to report your 2003 target as total dollars and as % increase over last year. In anticipation of being asked to also include your goal as a percentage of total impactable spend, please calculate this and let's discuss prior to November 15.

Training: there is a one-day Supplier Diversity training class held here at the office once a month. It is mandatory training for all buyers in Fountain and Minute Maid. While it is not mandatory in Corporate yet, I strongly recommend you take it. Call Rengen Li for details and schedule.

One last thing: although the meeting was very focused on getting suppliers certified and spending money with certified suppliers, we did take a few minutes to talk about what TCCC can be doing for the suppliers, such as asking the certifying agencies to make certification more attractive so suppliers see a definite benefit and don't have to be coaxed into certifying, teaching suppliers how to go through the certification process, and giving suppliers some e-procurement training and access to tools so they can participate with us as our e-procurement goals grow.

I think that about covers the subjects from the meeting. If I think of anything else, I will send another message. If you have any questions, please call me.

Thanks and regards,
Patrice

Patrice Krant
Director, Supply Management and Planning
Commercial Products Supply
The Coca-Cola Company, P.O. Box 1734, Atlanta, GA 30301
Phone: 404-676-2485 Fax: 404-676-2783
Grizel E. Lopez



Grizel E. Lopez
10/07/2002 03:25 PM

To: Patrice Krant/US/NA/TCCC@TCCC
cc: Rosa Ivette Munoz/PR/LA/TCCC@TCCC
Subject: Minority suppliers goal 2003

Hello, Patrice for your record

CRI, MWO 2003 Goal as agreed.

\$2,963,228	2002 MWO Goal
\$3,100,000	2003 MWO Goal
\$ 136,772	Diff
5%	% Inc

Grizel E. López
Caribbean Refrescos, Inc.
✉ grlopez@la.ko.com
☎ 787-739-8452, x 328
☎ 787-402-2337 unit 994-5762
☎ 787-739-4405

— Forwarded by Grizel E. Lopez/PR/LA/TCCC on 10/07/2002 03:24 PM —



Rosa Ivette Munoz
10/07/2002 01:57 PM

To: Patrice Krant/US/NA/TCCC@TCCC
cc: Grizel E. Lopez/PR/LA/TCCC@TCCC
Subject: Minority suppliers goal 2003

Patrice confirming my voice, minority expenditure goal for next year is 5% increase. If the proposed capital expenditure is approve for Cidra the expenditure could increase, but at present we can not make any commitment.

By the way, in the case of hiring somebody to manage the capital expenditure, their is any contract clause that we can include covering our program to the second tier suppliers?

Regards

Rosa

Rosa I. Muñoz
CPS Americas – Cidra, P.R.
☎ 787-739-8452, x. 352

📞 787-649-5540

📠 787-739-4405

✉ munoz@la.ko.com

**Certification Regarding
Debarment, Suspension, and Other Responsibility Matters
Primary Covered Transactions**

This certification is required by the regulations implementing Executive Order 12549, Debarment and Suspension, 13 CFR Part 145. The regulations were published as Part VII of the May 26, 1988 Federal Register (pages 19160-19211). Copies of the regulations are available from local offices of the U.S. Small Bus

Ms Porter
I have sent
attached info to
SBA - San Francisco.

I've also attached
copies of shares of
stocks proving I own
51% of M&S Specialty
Holding, Inc.

Any questions
don't hesitate to
call!
- Kevin Morse

INSTRUCTIONS ON REVERSE)

I certify on my knowledge and belief that it and its

is not a Federal debarment, declared ineligible, or
Federal department or agency;

the applicant has not been convicted of or had a civil
penalty or a criminal offense in connection
with a public (Federal, State or local) transac-
tion, nor has it violated Federal or State antitrust statutes or
falsification or destruction of records,

the applicant has not been civilly charged by a governmental en-
tity with the offenses enumerated in paragraph

the applicant has not had one or more public trans-
action defaults.

I certify to any of the statements in this cer-
tification and provide an explanation to this proposal.

Business

Date

Morse Holding, Inc.

A. Morse, President

Signature of Authorized Representative

Kevin A. Morse

Signature of Authorized Representative

If any of you have these same concerns (please read message below), please complete an internal deviation form for the corrective action team to research. I am not aware that this is an issue, but I am also not the expert on this subject matter.

Thanks
Bridgett

--- Forwarded by Bridgett Wise/US/NA/TCCC on 07/24/2002 08:15 AM ---

Darryl Wallace
07/24/2002 07:13 AM

To: Bridgett Wise/US/NA/TCCC@TCCC
cc:
Subject: plant safety



Bridgett,

It was brought to my attention yesterday by several people in the plant (different areas) that there is a large amount of alcohol being stored on the third floor. Individuals have reported smelling strong vapors when entering this floor and have reported that the area is in quite a mess. Last night during the thunderstorm, members from maintenance reported that the building shook from the thunder. Traffic lights at Fulton Industrial and Camp Creek were hit by lightning and stopped working.

All of this raises the issue of whether we have a safe working environment or are there explosives being stored on site that are highly flammable. I was told that maintenance put out a memo warning employees not to take radios to the third floor, because the spark could ignite an explosion. Also, it's my understanding that the MSDS lists this material as being capable of travelling via its vapor to an ignition source and returning the ignition to the body thereby causing an explosion. With all of this on my mind last night, I was unable to sleep, often waking up every hour during the night.

Please let me know if these facts can be substantiated. If they are in fact true, I would like to request a laptop to work from home until the situation is resolved or a transfer to a downtown office where I can feel safe and not at risk of a plant explosion. It is imperative that I receive some concrete information from you on this issue as soon as possible.

Sincerely,
Darryl Wallace
Atlanta Beverage Base Plant
The Coca-Cola Company
(404) 676-2390 office
(404) 515-3144 fax

*Polaraid Plant was struck by lightning 7/23/2002
during thunderstorm*

- 2 -

INSTRUCTIONS FOR CERTIFICATION

1. By signing and submitting this proposal, the prospective primary participant is providing the certification set out below.

2. The inability of a person to provide the certification required below will not necessarily result in denial of participation in this covered transaction. The prospective participant shall submit an explanation of why it cannot provide the certification set out below. The certification or explanation will be considered in connection with the department or agency's determination whether to enter into this transaction. However, failure of the prospective primary participant to furnish a certification or an explanation shall disqualify such person from participation in this transaction.

3. The certification in this clause is a material representation of fact upon which reliance was placed when the department or agency determined to enter into this transaction. If it is later determined that the prospective primary participant knowingly rendered an erroneous certification, in addition to other remedies available to the Federal Government, the department or agency may terminate this transaction for cause or default.

4. The prospective primary participant shall provide immediate written notice to the department or agency to whom this proposal is submitted if at any time the prospective primary participant learns that its certification was erroneous when submitted or has become erroneous by reason of changed circumstances.

5. The terms "covered transactions," "debarred," "suspended," "ineligible," "lower tier covered transaction," "participant," "person," "primary covered transaction," "principal," "proposal," and "voluntarily excluded," as used in this clause, have the meanings set out in the Definitions and Coverage sections of the rules implementing Executive Order 12549. You may contact the department or agency to which this proposal is being submitted for assistance in obtaining a copy of those regulations (13 CFR Part 145).

6. The prospective primary participant agrees by submitting this proposal that, should the proposed covered transaction be entered into, it shall not knowingly enter into any lower tier covered transaction with a person who is debarred, suspended, declared ineligible, or voluntarily excluded from participation in this covered transaction, unless authorized by the department or agency entering into this transaction.

7. The prospective primary participant further agrees by submitting this proposal that it will include the clause titled "Certification Regarding Debarment, Suspension, Ineligibility and Voluntary Exclusion—Lower Tier Covered Transaction," provided by the department or agency entering into this covered transaction, without modification, in all lower tier covered transactions and in all solicitations for lower tier covered transactions.

8. A participant in a covered transaction may rely upon a certification of a prospective participant in a lower tier covered transaction that it is not debarred, suspended, ineligible, or voluntarily excluded from the covered transaction, unless it knows that the certification is erroneous. A participant may decide the method and frequency by which it determines the eligibility of its principals. Each participant may, but is not required to, check the Nonprocurement List.

9. Nothing contained in the foregoing shall be construed to require establishment of a system of records in order to render in good faith the certification required by this clause. The knowledge and information of a participant is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.

10. Except for transactions authorized under paragraph 6 of these instructions, if a participant in a covered transaction knowingly enters into a lower tier covered transaction with a person who is suspended, debarred, ineligible, or voluntarily excluded from participation in this transaction, in addition to other remedies available to the Federal Government, the department or agency may terminate this transaction for cause or default.

Darryl Wallace

04/25/2002 02:49 PM

To: Joseph J. Costolnick/US/NA/TCCC
cc: Bridgett Wise/US/NA/TCCC@TCCC, Elizabeth
Hayes/US/NA/TCCC@TCCC
Subject: Re: Request For Payment

According to CRI, in an attempt to reconcile the intercompany accounts, it is important that individual areas book their own entries to intercompany. This allows the individual responsible for reconciliation the ability to focus on the balances.

There are a lot of entries that should be taking place regarding invoices/accounts receivable. On a monthly basis, the account's payable person should accrue any invoices that will not be paid during the month. In that Elizabeth has access to and is in charge of this area, it's only fair that she book the entry and reverse it when she is ready to pay the invoice.

I'm not opposed to doing someone else's job, but if we are to focus on workflow and what's best for the business; we would pattern our responsibilities after the CRI model. It has taken me a lot of time to track down different pieces of the intercompany puzzle and it will only make intercompany that much harder to reconcile if I have to make all the intercompany entries. An intercompany entry is just like any other journal entry. In this case, Elizabeth would complete a Y9 journal entry

Below is Elizabeth's CRI counterpart's entry to record and invoice he has decided not to pay:

Document Overview

Doc. number	6600001443	Company code	7009	Fiscal year	2002
Doc. date	04/05/2002	Posting date	04/05/2002	Period	04
Ref. doc.	J/V4-04				
Doc. currency	USD				
Doc. head. text	BBP accrual				

	03/27/2002	22	101	COCA-COLA North America		23,056.39
	03/27/2002	22	101	COCA-COLA North America		33,316.27
	03/27/2002	22	101	COCA-COLA North America		5,323.45
	03/27/2002	22	101	COCA-COLA North America		2,275.19
	03/27/2002	22	101	COCA-COLA North America		2,847.98
	03/27/2002	22	101	COCA-COLA North America		74,678.96
	03/27/2002	22	101	COCA-COLA North America		11,191.22
	03/27/2002	22	101	COCA-COLA North America		72.47
	03/27/2002	22	101	COCA-COLA North America		52,744.20
	03/27/2002	22	101	COCA-COLA North America		6,205.28
	03/27/2002	22	101	COCA-COLA North America		218,968.11
		58	241101000	SAP GRIR account		430,671.44-



The process involved to determine whether an invoice needs to be accrued or not is totally within Elizabeth's role of responsibility. Booking the entry is part of that process.

Joseph J. Costolnick



Joseph J. Costolnick
04/25/2002 12:30 PM

To: Darryl Wallace/US/NA/TCCC@TCCC
cc: Elizabeth Hayes/US/NA/TCCC@TCCC, Bridgett
Wise/US/NA/TCCC@TCCC
Subject: Re: Request For Payment

Darryl, please record this intercompany transaction so that you remain fully aware of all activity and can more easily reconcile our intercompany accounts.

--- Forwarded by Joseph J. Costolnick/US/NA/TCCC on 04/25/02 12:23 PM ---



Elizabeth Hayes
04/25/02 12:06 PM

To: Joseph J. Costolnick/US/NA/TCCC@TCCC
cc:
Subject: Re: Request For Payment

Joe-

I am not sure how to book this intercompany accrual. Should I contact Jose Luis? Please advise.

Thanks,
Elizabeth

--- Forwarded by Elizabeth Hayes/US/NA/TCCC on 04/25/02 12:06 PM ---

Darryl Wallace
04/25/02 10:53 AM

To: Elizabeth Hayes/US/NA/TCCC@TCCC
cc: Maira Pujals/PR/LA/TCCC@TCCC, Jose L.
Guzman/PR/LA/TCCC@TCCC, Bridgett Wise/US/NA/TCCC@TCCC
Subject: Re: Request For Payment

Elizabeth,
The accrual should be handled by you. Please speak with Jose Luis should you need help on recording this accrual.

Thanks,
Darryl

Elizabeth Hayes



Elizabeth Hayes
04/25/2002 10:31 AM

To: Maira Pujals/PR/LA/TCCC@TCCC
cc: Chrystal Lazenberry/US/NA/TCCC@TCCC, Darryl
Wallace/US/NA/TCCC@TCCC
Subject: Re: Request For Payment

Maira,

Our policy at BBP is to not pay until we can match a goods receipt to the invoice and order for all of our suppliers. As soon as I have a goods receipt to show that we have the merchandise, I will clear the invoice for payment. Darryl will handle the accrual on our side.

Regards,
Elizabeth Hayes
Atlanta Beverage Base Plant
404-676-2790
404-515-3144 - fax
Maira Pujals



Maira Pujals
04/25/02 09:26 AM

To: Elizabeth Hayes/US/NA/TCCC@TCCC, Darryl
Wallace/US/NA/TCCC@TCCC
cc: Chrystal Lazenberry/US/NA/TCCC@TCCC
Subject: Re: Request For Payment

Elizabeth:
We need to clarify if your payment terms is upon receipt of merchandise ,please verify with your accounts payable department.

Darryl:
The receivable (in the inter company account) is recognize at the moment the shipment is done, since Elizabeth will not pay it , you need to accrue this amount in your intercompany account in order to minimize the differences at month end. If you need assistance Jose Guzman could explain the procedure for merchandise *in transit at month end*.

Regards

Elizabeth Hayes



Elizabeth Hayes
04/24/02 05:50 PM

To: Chrystal Lazenberry/US/NA/TCCC@TCCC
cc: Darryl Wallace/US/NA/TCCC@TCCC, Maira
Pujals/PR/LA/TCCC@TCCC
Subject: Re: Request For Payment

Chrystal,

The following invoices can be paid:

<u>Invoice #</u>	<u>Sales Order</u>	<u>Amount</u>
90037733	39951	21,378.96
90036308	39455	2,997.76
90039454	41350	7,167.28
90038957	43458	31,383.10

Please do not pay invoice 90039729 for sales order 43460 for \$166,887.82. We have not received this shipment yet and are not expecting it to arrive for at least a week.

Regards,
Elizabeth Hayes
Atlanta Beverage Base Plant
404-676-2790
404-515-3144 - fax
Chrystal Lazenberry



Chrystal Lazenberry
04/24/02 01:12 PM

To: Elizabeth Hayes/US/NA/TCCC@TCCC
cc:
Subject: Request For Payment

Elizabeth

Please let me know by Thursday 12:00. DMG prepares payment on Thursday afternoon

Thanks,
Chrystal

— Forwarded by Chrystal Lazenberry/US/NA/TCCC on 04/24/2002 01:11 PM —

Darryl Wallace
04/24/2002 12:51 PM

To: Elizabeth Hayes/US/NA/TCCC@TCCC
cc: Chrystal Lazenberry/US/NA/TCCC@TCCC
Subject: Request For Payment

Elizabeth,
Please review the five invoices below and let Chrystal know whether they are okay to pay.

Thanks,
Darryl Wallace
Atlanta Beverage Base Plant
The Coca-Cola Company
(404) 676-2390 office
(404) 515-3144 fax

— Forwarded by Darryl Wallace/US/NA/TCCC on 04/24/2002 12:48 PM —



Maira Pujals
04/24/2002 12:47 PM

To: Chrystal Lazenberry/US/NA/TCCC@TCCC, Darryl
Wallace/US/NA/TCCC@TCCC
cc: Jeri Finley/US/NA/TCCC@TCCC, Sheila V.
Sesco/US/NA/TCCC@TCCC, Brett Taylor/US/NA/TCCC@TCCC, Juan
L Bernios/PR/LA/TCCC@TCCC, Carlos
Tomassini/PR/LA/TCCC@TCCC, Ruthie
Holmes/US/NA/TCCC@TCCC, Sheila
Baskerville/US/NA/TCCC@TCCC, Deborah F.
Echols/US/NA/TCCC@TCCC, Dana A. Hasty/US/NA/TCCC@TCCC,
Joseph J. Costolnick/US/NA/TCCC@TCCC
Subject: Request For Payment

Chrystal/Darryl:

Following are invoices for shipments made to CCUSA . Please make payment to Caribbean
Refrescos, Inc. on Friday April 26, 2002. Should you have any inconvenience to pay
on this day , please let me know.

<u>Reference</u>	<u>Amount</u>	<u>Location</u>
43717	62,103.03	1058
42736	1,524,038.68	1058
44761	12,205.90	1058
60004756	(435.30)	1058
44298	196.00	1058
44302	17,472.00	1058
44303	22,033.60	1058
43911	3,447.60	1058
40667	62,103.03	1058
45046	24,791.20	1058
44866	4,672.10	1058
43460	166,887.82	101
41350	7,167.28	101
43458	31,383.10	101
39951	21,378.96	101
39455	2,997.76	101
	<u>1,962,442.76</u>	

ThankYou

Maira

Darryl Wallace
04/25/2002 05:44 PM

To: Elizabeth Hayes/US/NA/TCCC
cc: Joseph J. Costolnick/US/NA/TCCC, Bridgett Wise/US/NA/TCCC
Subject: Intercompany Invoices

Elizabeth,
The following invoices

Heidi Burdette
11/29/01 02:20 PM

To: Darryl Wallace/US/NA/TCCC@TCCC, Bridgett Wise/US/NA/TCCC@TCCC, Joseph J. Costolnick/US/NA/TCCC@TCCC
cc: Elizabeth W. Todd/US/NA/TCCC@TCCC, Anatoly Khramtsov/US/NA/TCCC@TCCC
Subject: 4Q 2001 BBP Zero NBV Assets

In compliance with Corporate Audit, Property Accounting needs your assistance to identify CCUSA fully depreciated assets that should be removed from the Fixed Asset System (FAS) if they meet the following criteria:

- missing
- obsolete and have been physically disposed of
- broken and have been physically disposed of

This review is conducted on a semi-annual basis. Property Accounting will facilitate the identification of all assets with a zero Net Book Value (NBV) and distribute the reports to the appropriate department managers. The department managers will be responsible for reviewing and notifying Property Accounting of those assets that meet the criteria mentioned above, and should be written-off via an approved Request For Authorization (RFA).

This review is critical for the Company in that TCCC pays property taxes on the original cost of all recorded tangible fixed assets. Thus, this process will help to reduce the amount of taxes paid, as well as, provide a more accurate representation of the fixed assets on the Company's Balance Sheet.

Action Items:

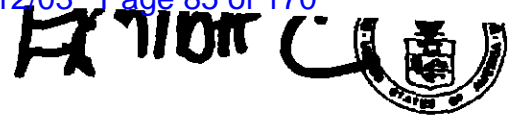
1. Review the attached listing of assets currently listed on FAS as of October 26, 2001 for your respective area.
2. For all missing, obsolete or broken assets that have been physically disposed of, prepare an RFA and obtain proper approvals per CCUSA's Chart of Authority.
3. Approved RFA's must be received by Property Accounting no later than Friday, December 14, 2001.
4. Property Accounting will process the asset retirements in FAS for the December Month-End Close.

**CCUSA FAS Download
NBV vs. Zero NBV Summary Analysis (excluding FET)**

	\$668,660,091.78	\$334,430,029.84	\$334,242,784.02	24,243
	\$26,854,027.08	\$10,051,448.04	\$16,802,579.04	573
	\$7,392,995.22	\$7,392,995.22	\$0	571
	\$34,247,022.30	\$17,444,443.26	\$16,802,579.04	1,144

If you have questions, please contact me on extension x62217 or Beth Todd on extension x61146.





Citation and Notification of Penalty

To:
Coca Cola
and its successors
1001 Great Southwest Parkway
Atlanta, GA 30336

Inspection Number: 303941306
Inspection Date(s): 07/22/2002- 08/13/2002
Issuance Date: 08/23/2002

Inspection Site:
1001 Great Southwest Parkway
Atlanta, GA 30336

The violation(s) described in this Citation and Notification of Penalty is (are) alleged to have occurred on or about the day(s) the inspection was made unless otherwise indicated within the description given below.

This Citation and Notification of Penalty (this Citation) describes violations of the Occupational Safety and Health Act of 1970. The penalty(ies) listed herein is (are) based on these violations. You must abate the violations referred to in this Citation by the dates listed and pay the penalties proposed, unless within 15 working days (excluding weekends and Federal holidays) from your receipt of this Citation and Notification of Penalty you mail a notice of contest to the U.S. Department of Labor Area Office at the address shown above. Please refer to the enclosed booklet (OSHA 3000) which outlines your rights and responsibilities and which should be read in conjunction with this form. Issuance of this Citation does not constitute a finding that a violation of the Act has occurred unless there is a failure to contest as provided for in the Act or, if contested, unless this Citation is affirmed by the Review Commission or a court.

Posting - The law requires that a copy of this Citation and Notification of Penalty be posted immediately in a prominent place at or near the location of the violation(s) cited herein, or, if it is not practicable because of the nature of the employer's operations, where it will be readily observable by all affected employees. This Citation must remain posted until the violation(s) cited herein has (have) been abated, or for 3 working days (excluding weekends and Federal holidays), whichever is longer. The penalty dollar amounts need not be posted and may be marked out or covered up prior to posting.

Informal Conference - An informal conference is not required. However, if you wish to have such a conference you may request one with the Area Director during the 15 working day contest period. During such an informal conference you may present any evidence or views which you believe would support an adjustment to the citation(s) and/or penalty(ies).

If you are considering a request for an informal conference to discuss any issues related to this Citation and Notification of Penalty, you must take care to schedule it early enough to allow time to contest after the informal

conference, should you decide to do so. Please keep in mind that a written letter of intent to contest must be submitted to the Area Director within 15 working days of your receipt of this Citation. The running of this contest period is not interrupted by an informal conference.

If you decide to request an informal conference, please complete, remove and post the page 4 Notice to Employees next to this Citation and Notification of Penalty as soon as the time, date, and place of the informal conference have been determined. Be sure to bring to the conference any and all supporting documentation of existing conditions as well as any abatement steps taken thus far. If conditions warrant, we can enter into an informal settlement agreement which amicably resolves this matter without litigation or contest.

Right to Contest - You have the right to contest this Citation and Notification of Penalty. You may contest all citation items or only individual items. You may also contest proposed penalties and/or abatement dates without contesting the underlying violations. Unless you inform the Area Director in writing that you intend to contest the citation(s) and/or proposed penalty(ies) within 15 working days after receipt, the citation(s) and the proposed penalty(ies) will become a final order of the Occupational Safety and Health Review Commission and may not be reviewed by any court or agency.

Penalty Payment - Penalties are due within 15 working days of receipt of this notification unless contested. (See the enclosed booklet and the additional information provided related to the Debt Collection Act of 1982.) Make your check or money order payable to "DOL-OSHA". Please indicate the Inspection Number on the remittance.

OSHA does not agree to any restrictions or conditions or endorsements put on any check or money order for less than the full amount due, and will cash the check or money order as if these restrictions, conditions, or endorsements do not exist.

Notification of Corrective Action - For violations which you do not contest, you should notify the U.S. Department of Labor Area Office promptly by letter that you have taken appropriate corrective action within the time frame set forth on this Citation. Please inform the Area Office in writing of the abatement steps you have taken and of their dates, together with adequate supporting documentation, e.g., drawings or photographs of corrected conditions, purchase/work orders related to abatement actions, air sampling results, etc.

Employer Discrimination Unlawful - The law prohibits discrimination by an employer against an employee for filing a complaint or for exercising any rights under this Act. An employee who believes that he/she has been discriminated against may file a complaint no later than 30 days after the discrimination occurred with the U.S. Department of Labor Area Office at the address shown above.

Employer Rights and Responsibilities - The enclosed booklet (OSHA 3000) outlines additional employer rights and responsibilities and should be read in conjunction with this notification.

Notice to Employees - The law gives an employee or his/her representative the opportunity to object to any abatement date set for a violation if he/she believes the date to be unreasonable. The contest must be mailed to the U.S. Department of Labor Area Office at the address shown above and postmarked within 15 working days (excluding weekends and Federal holidays) of the receipt by the employer of this Citation and Notification of Penalty. The enclosed booklet (OSHA 3000) outlines additional employer rights and responsibilities and should be read in conjunction with this notification.

Notice to Employees - The law gives an employee or his/her representative the opportunity to object to any abatement date set for a violation if he/she believes the date to be unreasonable. The contest must be mailed to the U.S. Department of Labor Area Office at the address shown above and postmarked within 15 working days (excluding weekends and Federal holidays) of the receipt by the employer of this Citation and Notification of Penalty.

You should be aware that OSHA publishes information on its inspection and citation activity on the Internet under the provisions of the Electronic Freedom of Information Act. The information related to your inspection will be available 30 calendar days after the Citation Issuance Date. You are encouraged to review the information concerning your establishment at www.osha.gov. If you have any dispute with the accuracy of the information displayed, please contact this office.

U.S. Department of Labor
Occupational Safety and Health Administration



NOTICE TO EMPLOYEES OF INFORMAL CONFERENCE

An informal conference has been scheduled with OSHA to discuss the citation(s) issued on 08/23/2002. The conference will be held at the OSHA office located at 2400 Herodian Way, Suite 250, Smyrna, GA, 30080 on _____ at _____. Employees and/or representatives of employees have a right to attend an informal conference.

U.S. Department of Labor
Occupational Safety and Health Administration

Inspection Number: 303941306
Inspection Dates: 07/22/2002-08/13/2002
Issuance Date: 08/23/2002



Citation and Notification of Penalty

Company Name: Coca Cola
Inspection Site: 1001 Great Southwest Parkway, Atlanta, GA 30336

The alleged violations below have been grouped because they involve similar or related hazards that may increase the potential for injury resulting from an accident.

Citation 1 Item 1a Type of Violation: **Serious**

29 CFR 1910.106(b)(4)(iv)(d): Openings for manual gaging, if independent of the fill pipe, shall be provided with a vapor tight cap or cover:

(a) 3rd Floor Liquid Mixing Area - Tanks 10, 11, 27, T12 and T13 storing over 40,000 pounds of ethyl alcohol. Covers not vapor tight to prevent vapor release. Hazard of overexposure from contact or inhalation.

ABATEMENT DOCUMENTATION AND CERTIFICATION REQUIRED

Date By Which Violation Must be Abated: **Corrected During Inspection**
Proposed Penalty: **\$ 3150.00**

Citation 1 Item 1b Type of Violation: **Serious**

29 CFR 1910.106(b)(4)(ii)(h): Tanks inside buildings shall be equipped with a device, or other means shall be provided, to prevent overflow into the building:

(a) 3rd Floor Liquid Mixing Department - Tanks T12 and T13 were not provided with overflow prevention equipment to prevent the overfilling of over 40,000 pounds ethyl alcohol. Hazard of inhalation or contact.

ABATEMENT DOCUMENTATION AND CERTIFICATION REQUIRED

Date By Which Violation Must be Abated: **10/10/2002**

See pages 1 through 4 of this Citation and Notification of Penalty for information on employer and employee rights and responsibilities.

U.S. Department of Labor
Occupational Safety and Health Administration

Inspection Number: 3941306
Inspection Dates: 07/22/2002 - 08/13/2002
Issuance Date: 08/23/2002



Citation and Notification of Penalty

Company Name: Coca Cola
Inspection Site: 1001 Great Southwest Parkway, Atlanta, GA 30336

Citation 1 Item 2 Type of Violation: **Serious**

29 CFR 1910.119(e)(7): The employer did not retain process hazards analysis, updates, or revalidation for each covered process, as well as the documented resolution of recommendations described in 29 CFR 1910.119(e)(5) for the life of the process:

- (a) Liquid mixing area - Inadequate process hazard analysis conducted prior to a change of process for storage of over 40,000 pounds of ethyl alcohol. Hazard of fire or explosion.

ABATEMENT DOCUMENTATION AND CERTIFICATION REQUIRED

Date By Which Violation Must be Abated: 09/19/2002
Proposed Penalty: \$ 4500.00

The alleged violations below have been grouped because they involve similar or related hazards that may increase the potential for injury resulting from an accident.

Citation 1 Item 3a Type of Violation: **Serious**

29 CFR 1910.119(i)(1): The employer did not establish and implement written procedures to manage changes to process chemicals, technology, equipment, and procedures; and, changes to facilities that affect a covered process:

- (a) Liquid mixing area - Inadequate written program on the management of change to the process and procedures used to store over 40,000 pounds of ethyl alcohol. Hazard of fire or explosion.

ABATEMENT DOCUMENTATION AND CERTIFICATION REQUIRED

Date By Which Violation Must be Abated: 09/19/2002
Proposed Penalty: \$ 3150.00

See pages 1 through 4 of this Citation and Notification of Penalty for information on employer and employee rights and responsibilities.

U.S. Department of Labor
Occupational Safety and Health Administration

Inspection Number: J3941306
Inspection Dates: 07/22/2002 - 08/13/2002
Issuance Date: 08/23/2002



Citation and Notification of Penalty

Company Name: Coca Cola
Inspection Site: 1001 Great Southwest Parkway, Atlanta, GA 30336

Citation 1 Item 3b Type of Violation: **Serious**

29 CFR 1910.119(1)(3): Employees involved in operating a process and maintenance and contract employees whose job tasks will be affected by a change in the process were not informed of, and trained in, the change prior to start-up of the process or affected part of the process:

(a) 3rd Floor Liquid Mixing Area - Inadequate employee training for employees affected by the changed process for unloading and storing over 40,000 pounds of ethyl alcohol. Hazard of fire or explosion.

ABATEMENT DOCUMENTATION AND CERTIFICATION REQUIRED

Date By Which Violation Must be Abated: **09/19/2002**

See pages 1 through 4 of this Citation and Notification of Penalty for information on employer and employee rights and responsibilities.

U.S. Department of Labor
Occupational Safety and Health Administration

Inspection Number: 303941306
Inspection Dates: 07/22/2002 - 08/13/2002
Issuance Date: 08/23/2002



Citation and Notification of Penalty

Company Name: Coca Cola
Inspection Site: 1001 Great Southwest Parkway, Atlanta, GA 30336

Citation 2 Item 1 Type of Violation: Other

29 CFR 1910.1200(f)(5)(i): The employer did not ensure that each container of hazardous chemicals in the workplace was labeled, tagged or marked with the identity of the hazardous chemical(s) contained therein:

(a) 2nd and 3rd Floor Liquid Mixing Areas - Tanks 10, 11, 27, T12 and T13 storing over 40,000 pounds of ethyl alcohol were not labeled to identify the hazardous chemical. Hazard of fire or explosion.

ABATEMENT DOCUMENTATION AND CERTIFICATION REQUIRED

Date By Which Violation Must be Abated: Corrected During Inspection
Proposed Penalty: \$ 0.00

PATRICIA A. MORRIS
Acting Area Director

**TO SET UP AN INFORMAL PLEASE CALL HAROLD GILL
OF MY STAFF AT (770) 984-9026.**

See pages 1 through 4 of this Citation and Notification of Penalty for information on employer and employee rights and responsibilities.

U.S. Department of Labor
Occupational Safety and Health Administration
2400 Herodian Way
Suite 250
Smyrna, GA 30080
Phone: (770)984-8700 FAX: (770)984-8855



**INVOICE/
DEBT COLLECTION NOTICE**

Company Name: Coca Cola
Inspection Site: 1001 Great Southwest Parkway, Atlanta, GA 30336
Issuance Date: 08/23/2002

Summary of Penalties for Inspection Number 303941306

Citation 1, Serious = \$ 10800.00
Citation 2, Other = \$ 0.00
TOTAL PROPOSED PENALTIES = \$ 10800.00

To avoid additional charges, please remit payment promptly to this Area Office for the total amount of the uncontested penalties summarized above. Make your check or money order payable to:
"DOL-OSHA". Please indicate OSHA's Inspection Number (indicated above) on the remittance.

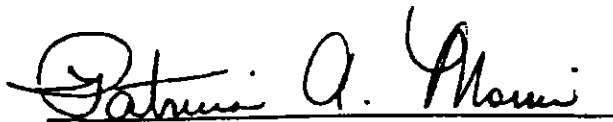
OSHA does not agree to any restrictions or conditions or endorsements put on any check or money order for less than full amount due, and will cash the check or money order as if these restrictions, conditions, or endorsements do not exist.

Pursuant to the Debt Collection Act of 1982 (Public Law 97-365) and regulations of the U.S. Department of Labor (29 CFR Part 20), the Occupational Safety and Health Administration is required to assess interest, delinquent charges, and administrative costs for the collection of delinquent penalty debts for violations of the Occupational Safety and Health Act.

Interest. Interest charges will be assessed at an annual rate determined by the Secretary of the Treasury on all penalty debt amounts not paid within one month (30 calendar days) of the date on which the debt amount becomes due and payable (penalty due date). The current interest rate is 6%. Interest will accrue from the date on which the penalty amounts (as proposed or adjusted) become a final order of the Occupational Safety and Health Review Commission (that is, 15 working days from your receipt of the Citation and Notification of Penalty), unless you file a notice of contest. Interest charges will be waived if the full amount owed is paid within 30 calendar days of the final order.

Delinquent Charges. A debt is considered delinquent if it has not been paid within one month (30 calendar days) of the penalty due date or if a satisfactory payment arrangement has not been made. If the debt remains delinquent for more than 90 calendar days, a delinquent charge of six percent (6%) per annum will be assessed accruing from the date that the debt became delinquent.

Administrative Costs. Agencies of the Department of Labor are required to assess additional charges for the recovery of delinquent debts. These additional charges are administrative costs incurred by the Agency in its attempt to collect an unpaid debt. Administrative costs will be assessed for demand letters sent in an attempt to collect the unpaid debt.


PATRICIA A. MORRIS
Acting Area Director

8/23/02
Date

NOTICE

The penalties assessed for this inspection already reflect reductions granted to the employer.

The original penalty was: \$19,000.00

The reduced penalty is: \$10,800.00

EXHIBIT J



**Application for
8(a) Business Development (8(a) BD) and
Small Disadvantaged Business (SDB) Certification**

OMB Approval: 3245-0331
Expiration Date: 7/31/2004

To be completed by SBA

Date Received _____

Tracking #: _____

To be completed by Applicant

THIS APPLICATION IS FOR 8(a) * SDB only CERTIFICATION

*Firms that are 8(a) certified are certified as SDBs

NOTICE: A firm and the socially and economically disadvantaged individuals of the firm can only participate as disadvantaged in the 8(a) program one time.

YOUR SIGNATURE ON THIS APPLICATION for the 8(a) program INDICATES THAT YOU FULLY UNDERSTAND THIS LIMITATION AND THAT YOU HAVE NOT PREVIOUSLY USED YOUR ELIGIBILITY. Any sensitive information collected in this application is necessary to determine if applicants comply with statutory and regulatory requirements.

**SECTION I:
Business Profile**

Name of Firm: M&S Specialty Welding, Inc. Telephone: 770-583-3989
 Address: P.O. Box 933 E-mail: mswelding@mindspring.com 770-583-3989
 City: Newnan County: Coweta State: GA ZIP: 30264
 Primary NAICS Code: n/a PRONet Identification No: n/a
(North American Industry Classification System) Mandatory for 8(a) Certification
 This firm was established on: 8/1/1998 I (We) have owned this firm since: 8/1/1998
mm/dd/yyyy mm/dd/yyyy
 Dunn Number: do not know what it is at this time
 This firm is (check all applicable): A For-Profit Business A Proprietorship A Corporation
 A Partnership A Limited Liability Company A Broker
 Located in a HUBZone DOT-Certified Disadvantaged Business Enterprise (DBE)

The average number of employees the firm (with its affiliates) had during the past 12 months was 10. The average annual revenues for the firm (and its affiliates) during the last three years was \$ 750,000.00. The percentage of the firm's revenues earned in the primary NAICS Code is n/a %.

All applicants must attach a detailed explanation, including supporting documentation, noting the section and question number for each "Yes" response to the following questions:

- | | | |
|---|---------|--------|
| 1. Is the firm delinquent in filing any applicable business tax returns? | [] Yes | [X] No |
| 2. Does the firm have any past due taxes or any other delinquent Federal, state or local financial obligations outstanding or liens filed against it? | [] Yes | [X] No |
| 3. Are there any lawsuits pending against the firm? | [] Yes | [X] No |
| 4. Does the firm have any existing management, joint venture, indemnity, consulting, distributorship, licensing or franchise agreements? | [] Yes | [X] No |
| 5. Have there been any changes in ownership in the past two years? | [] Yes | [X] No |
| 6. Does the firm have an ownership interest in any other firm? | [] Yes | [X] No |
| 7. Does any other business concern have an ownership interest in the firm? | [] Yes | [X] No |
| 8. Does the firm buy from, sell or use the services or facilities of any other firm in which a principal of the applicant firm has a financial or any other interest? | [] Yes | [X] No |
| 9. Has the firm or any principal of the firm previously applied for 8(a) or SDB certification? | [] Yes | [X] No |
| 10. Has the firm or any principal of the firm received an SBA loan? | [] Yes | [X] No |

**SECTION I
Business Profile (continued)**

Only 8(a) Applicants must answer the following questions and attach a detailed explanation, including supporting documentation, noting the section and question number for each "Yes" response:

- 11. Has the firm ever been certified as an 8(a) BD Program participant or own any assets of a previously certified 8(a) BD Program participant? Yes No
- 12. Does the firm have a negative net worth or working capital position? Yes No
- 13. Has the firm earned revenues in its primary NAICS code for less than the immediate past two years? Yes No

**SECTION II
Business Management and Administration**

Please provide the following information on all owners, directors, management members, and officers (add additional pages if necessary):

Name	Position in Firm	Percentage of Ownership Interest in Firm	Hours Devoted to the Management of firm	Access to firms Bank Account (Y/N)	Socially and Economically Disadvantaged (Y/N)
Kerri Morse	President	51%	20/week	Y	N
Jed Brumekus II	V.P.	49%	20/week	Y	N

All applicants must attach a detailed explanation, including supporting documentation, noting the section and question number and any supporting documents for each "Yes" response to the following questions:

- 14. Does any non-disadvantaged individual or entity furnish a required license or professional certification? Yes No
- 15. Does any non-disadvantaged employee, owner, director, officer or management member receive compensation from the firm in any form, including dividends, that exceeds the compensation of the highest ranking officer of the firm? Yes No
- 16. Does any individual or entity other than the individual(s) claiming disadvantage provide financial or bonding support, office space, or equipment to the firm? Yes No
- 17. Is any owner, director, officer or management member a former employee or a principal of a former employer of any individual(s) claiming disadvantage? Yes No
- 18. Does any owner, director, officer or management member have an ownership interest in any other firm? Yes No
- 19. Is any owner, director, officer or management member currently a Federal employee or have a household member who is currently a Federal employee? Yes No
- 20. Does any owner, director, officer or management member have any delinquent Federal obligations, past due taxes or liens against him/her or his/her spouse? Yes No

**SECTION III
Personal Information**

Please provide the following information on all individual applicants who claim social and economic disadvantage (add additional pages if necessary):

Name of Individual	Designated Group Membership or Basis of Disadvantage *	U.S. Citizenship Y/N	Place of Birth	Sex M/F	Veteran Y/N
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

Each individual claiming disadvantage must submit a narrative statement describing his/her economic disadvantage. Applicants who are not members of a designated group must also submit a narrative statement detailing how he/she personally experienced social disadvantage in American society and any supporting evidence.

Note: Applicants must attach a detailed explanation, including supporting documentation, noting the section and question number and any supporting documents for each "yes" response to the following questions in this section.

With respect to each individual claiming disadvantage:

- 21. Is any individual delinquent in filing his/her personal Federal or local tax returns? Yes No
- 22. Has any individual transferred any personal assets during the last two years to any immediate family member for less than fair market value? Yes No

Only with respect to each 8(a) individual claiming disadvantage (not SDB applicant):

- 23. Has any individual previously used his/her eligibility to qualify a firm for 8(a) BD Program participation? Yes No
- 24. Does any individual own individually, or in aggregate with the applicant firm and/or immediate family members, more than a 20% ownership interest in a current 8(a) BD Program participant? Yes No
- 25. Does any individual's immediate family member own individually, or in aggregate with other immediate family members and/or the applicant firm, more than a 20% ownership interest in a current 8(a) BD Program participant? Yes No
- 26. Does the applicant firm have more than a 20% ownership interest in a current 8(a) BD Program participant? Yes No
- 27. Has any individual ever been arrested? (If Yes, submit a Fingerprint Card.) Yes No

Only with respect to 8(a) applicants:

- 28. Does any non-disadvantaged owner of the applicant firm own individually, or in the aggregate with immediate family members, more than 10% of a current 8(a) BD Program participant? Yes No
- 29. Does any non-disadvantaged firm in the same or similar line of business own more than a 10% interest in the applicant firm? Yes No

* List of Designated Groups: (1)Black Americans, (2)Hispanic Americans, (3)Native Americans, (4)Asian Pacific Americans, and (5)Subcontinent Asian Americans

Under Title 18 U.S.C. § 1001 and Title 15 U.S.C. § 645, any person who misrepresents a firm's status as an 8(a) Program participant or SDB concern, or makes any other false statement in order to influence the certification process in any way, or to obtain a contract awarded under the preference programs established pursuant to section 8(a), 8(d), 9 or 15 of the Small Business Act, or any other provision of Federal Law that reference Section 8(d) for a definition of program eligibility shall be: (1) Subject to fines and imprisonment of up to 5 years, or both, as stated in Title 18 U.S.C. § 1001; subject to fines of up to \$500,000 and imprisonment of up to 10 years, or both, as stated in Title 15 U.S.C. § 645; (2) Subject to civil and administrative remedies, including suspension and debarment; and (3) Ineligible for participation in programs conducted under the authority of the Small Business Act.

I hereby certify that the information provided in this application and supporting documents relating to the applicant, to me personally, and to my disadvantaged status is true and accurate.

By: *Bernard Monte*
President/CEO/Proprietor/Management Member/Partner

4/25/02
Date

I hereby certify that the information provided in this application and supporting documents relating to my disadvantaged status and me is true and accurate.

Signature

Date

Signature

Date

Signature

Date

Signature

Date

Signature

Date

PLEASE NOTE: The estimated burden for completing this form is 2.5 hours per response. You are not required to respond to any collection of information unless it displays a currently valid OMB approval number. Comments on the burden should be sent to U.S. Small Business Administration, Chief, AIB, 409 3rd St, S.W., Washington, D.C. 20416 and Desk Officer for the Small Business Administration, Office of Management and Budget, New Executive Office Building, Room 10202, Washington, D.C. 20503. OMB Approval (3245-). **PLEASE DO NOT SEND FORMS TO OMB.**



OMB Approval No. 3245-0101
Expiration Date: 9-30-99

SBA FORM 355 APPLICATION FOR SMALL BUSINESS SIZE DETERMINATION

Carefully read these instructions and the SBA Size Regulations before completing this form.
Applications not fully completed will not be accepted.

General Instructions

1. This application should be used by anyone seeking a size determination for the purpose of receiving assistance available to small businesses under any program administered by this Agency, except for the SBIC program which utilizes SBA Form 480. A small business is a concern which is independently owned and operated, not dominant in its field of operation, and does not exceed the size standard applicable to the procurement or program for which the business is applying.
2. SBA is authorized to make size determinations pursuant to the Small Business Act and regulations thereunder for the purpose of deciding small business protests and to determine eligibility for program assistance. SBA's size regulations are found generally at Title 13, Code of Federal Regulations, Part 121. SBA may, at its discretion, request additional relevant information not specifically identified on this form.
3. The original and one copy of SBA Form 355, with additional sheets attached as needed, should be returned to the SBA Area Government Contracting or Disaster Office closest to the applicant's principal place of business. The person signing this form must be authorized by the applicant to do so. Non-employee representatives of the applicant, such as attorneys or accountants, must provide a letter authorizing them to represent the firm for this purpose. All information requested must be supplied. Failure to do so will cause a delay in making the size or status determination.
4. All possible affiliates of the applicant, whether acknowledged or not, and whether foreign or domestic, must be included in completing this form. SBA criteria for defining affiliates should be carefully reviewed, and can be found at Part 121.103 of the Regulations. Completion of Parts IV and V of this form does not constitute an admission that the concerned entities are affiliated.
5. Where the applicable size standard involves "number of employees," a concern's average employment for the 12 months preceding the application or offer is examined, including all employees of both domestic and foreign affiliates, and including persons employed on a full-time, part-time, temporary or other basis. See Part 121.106 of the Regulations. For purposes of Economic Injury Disaster Loans, the 12 months preceding the disaster are examined.
6. Where the applicable size standard involves "annual receipts," a concern's annual receipts mean total income (or gross income in the case of a sole proprietorship) plus the cost of goods sold, as reported to the Internal Revenue Service on its Federal Income Tax Return. See Part 121.104 of the Regulations.
7. In some cases, SBA must determine the primary business activity of a concern as part of its size determination process. In making that determination, consideration is given to various criteria, such as distribution among a firm's activities of receipts, employment, and costs of doing business.
8. For purposes of this form, consider principal stockholders as those persons or concerns which own 10 or more percent of the voting stock. In cases where no individual or concern owns at least 10 percent of the voting stock, the five largest stockholders and their percentages of stock must be listed.
9. Where certain financial assistance programs are involved, applicants must include the county in which they are located, and state whether the funds to be received will be utilized in a Labor Surplus Area. Labor Surplus Areas are defined in the Department of Labor publication "Area Trends." See Part 121.301(e) of the Regulations.
10. Certain industries require special additional information. Consult the Size Standards Table and its footnotes at Part 121.201 of the Regulations. These special industries are:

Depository Institutions (SICs 6021, 6022, 6029, 6035 or 6036)
Dredging and Surface Cleanup Activities (SIC 1629)
Conference Management Services (SIC 8741, part)
Petroleum Refining (SIC 2911)

Tires and Inner Tubes (SIC 3011)
Real Estate Agents and Managers (SIC 6531)
Travel Agencies (SIC 4724)
Food Canning and Preserving (SIC 2033)
Advertising (SICs 7311-19)
Electric Services (SIC 4911)

SBA Form 355 (9-96) Previous Edition is Obsolete

SMALL BUSINESS ADMINISTRATION APPLICATION FOR SMALL BUSINESS SIZE DETERMINATION

Part I. Information relating to Applicant Only:

<p>1a. Name and address of applicant (Street, City, State & Zip Code)</p> <p><i>Kerri Morse</i> <i>1806 Grandma Branch Rd.</i> <i>Grantville, GA 30220</i> <i>Coweta</i> county.</p> <p>If determination is needed for a financial assistance program other than surety bond guarantee, will assistance funds be used in a labor surplus area? Yes <input type="checkbox"/> No <input type="checkbox"/></p>	<p>1b. Name and title of person authorized to provide more information:</p> <p><i>Charles A. Morse</i></p> <p>Telephone No.: <i>770-310-6483 - mobile</i> <i>770-583-3869 office</i></p>															
<p>1d. Size/Status Determination requested for purpose of receiving:</p> <table border="0" style="width: 100%;"> <tr> <td>Business Loan</td> <td>Section 8(a) Eligibility</td> <td><input type="checkbox"/></td> </tr> <tr> <td>Econ. Injury Disaster Loan</td> <td>Section 8(e) Contract</td> <td><input type="checkbox"/></td> </tr> <tr> <td>Cert. of Competency</td> <td>Surety Bond Guarantee</td> <td><input type="checkbox"/></td> </tr> <tr> <td>Gov't. Prime Contract</td> <td><u>Women-Owned Status</u></td> <td><input checked="" type="checkbox"/></td> </tr> <tr> <td>Gov't. Subcontract</td> <td>Other (Specify)</td> <td><input type="checkbox"/></td> </tr> </table>		Business Loan	Section 8(a) Eligibility	<input type="checkbox"/>	Econ. Injury Disaster Loan	Section 8(e) Contract	<input type="checkbox"/>	Cert. of Competency	Surety Bond Guarantee	<input type="checkbox"/>	Gov't. Prime Contract	<u>Women-Owned Status</u>	<input checked="" type="checkbox"/>	Gov't. Subcontract	Other (Specify)	<input type="checkbox"/>
Business Loan	Section 8(a) Eligibility	<input type="checkbox"/>														
Econ. Injury Disaster Loan	Section 8(e) Contract	<input type="checkbox"/>														
Cert. of Competency	Surety Bond Guarantee	<input type="checkbox"/>														
Gov't. Prime Contract	<u>Women-Owned Status</u>	<input checked="" type="checkbox"/>														
Gov't. Subcontract	Other (Specify)	<input type="checkbox"/>														

1e. Date applicant's business was established or incorporated: 8-1-98
 Note: If applicant is a corporation, a copy of its latest annual report to stockholders, by-laws, and articles of incorporation must be attached to this application. If applicant is a partnership, a copy of the Partnership Agreement must be attached.

1f. Overall primary business activity (including Standard Industrial Classification (SIC) Code):

1g. Has applicant previously been the subject of a formal SBA size determination?
 Yes No If yes, by which SBA office? _____ When? _____

2. Applicant's major products or services:

Product/Services	Standard Industrial Classification (SIC) Code	Share of Sales or Receipts for most recently completed fiscal year	Dollar value
		% of total sales	
(1) <i>Installation</i>			
(2) <i>Mechanical equipment</i>			
(3)			
(4)			
(5)			

3. Does applicant lease or operate under a franchise, license, or other contractual agreement with another concern?
 Yes No If answer is yes, a copy of the agreement must be attached.

4. Name & address of owner, partners, & principal stockholders of applicant (Street, City, State & Zip Code) (Partnerships must denote all general partners.)

	% of voting stock or of business owned
--	--

<i>Kerri Morse</i>	<i>51%</i>
<i>1806 Grandma Branch Rd.</i>	
<i>Grantville, GA 30220</i>	
<i>Joel P. Brumelow II, 543 Forkwood Way</i>	<i>49%</i>
<i>Powder Springs, GA</i>	
<i>30127</i>	

5. Names & addresses of all Officers of applicant
- *Kerri Morse - President - see above address*
 - *Joel P. Brumelow II - Vice President - see above address*
 - *Charles A. Morse, Secretary/Treasurer*
1806 Grandma Branch Rd.
Grantville, GA 30220

Names & addresses of all Officers of applicant (Continued)

Office(s) held in applicant

6. Names & addresses of all Directors of applicant (if a corporation).

7a. Are any stock options outstanding? Yes No. If yes, identify person or concern holding option(s) on attached sheet and furnish a copy of agreement(s).

7b. Is the stock held by a lender or other party as pledged collateral? Yes No. If yes, attach a copy of the agreement.

7c. Is any stock voted under a proxy agreement, a trust or voting trust? Yes No. If yes, attach a copy of the agreement or trust, together with any explanatory material.

8. Has applicant agreed to combine with or merge with another concern in the future by sale of stock or assets? Yes No. If yes, furnish details and copies of applicable documents.

9a. Is applicant or any of the persons listed in questions 4, 5 or 6 above an owner, partner, director, officer, employee or principal stockholder in any other concern(s)? Yes No. If yes, complete section 9b below.

9b. Names of individuals	Names of concerns and addresses (Street, City, State & Zip Code)	Position held	% of voting stock or of business owned
--------------------------	---	---------------	---

Part II. Information relating to employee-based size standards.

10. Applicant's number of employees. (See instructions for definition of term "number of employees.") 9 - including

Part III. Information relating to revenue-based size standards.

Kerri Morse, See Brumelou + Charles Morse

11. What is the applicant's fiscal year ending date? _____
 12. Total sales or receipts of applicant for each of its most recently completed three fiscal years as of the date of application or offer. For the purpose of Economic Injury Disaster Loans, show the sales for the three fiscal years completed prior to the disaster.

19	\$	_____
19	\$	_____
19	\$	_____
Total	\$	_____

Part IV. Information relating to alleged, acknowledged, or possible affiliates of applicant, including those firms listed under Part I, item 9b.

13. Affiliates of applicant: (domestic and foreign)
 NOTE: For each concern which is a corporation, a copy of the latest annual report to the stockholders, if available, and a copy of its articles of incorporation and by-laws must be attached. For each affiliate which is a partnership, attach a copy of its partnership agreement.

13a.	Names & addresses (Street, City, State & Zip Code)	% of voting stock or ownership of concern held by applicant	% of voting stock or ownership of applicant held by concern	Major products or services of concern (include SIC code)
------	--	---	---	--

13b.	Names & addresses of owners, partners, officers, directors, and principal stockholders of each concern listed 13a. (Street, City, State, & Zip Code)	Position Held	% of voting stock or ownership of concern
------	--	---------------	---

13c. Number of employees of each concern listed in 13a. (Attach separate sheet if needed.)

1.	_____ concern	_____ # of employees
2.	_____ concern	_____ # of employees
3.	_____ concern	_____ # of employees

13d. Total sales or receipts of each concern for each of its most recently completed three fiscal years as of the date of application or offer. For the purpose of Economic Injury Disaster Loans, show the sales for the three fiscal years completed prior to the disaster.

1,	_____ concern	2,	_____ concern	3,	_____ concern
19	\$ _____	19	\$ _____	19	\$ _____
19	\$ _____	19	\$ _____	19	\$ _____
19	\$ _____	19	\$ _____	19	\$ _____
Total	\$ _____	Total	\$ _____	Total	\$ _____

14a. Are any of the persons listed in question 13b above also owners, partners, directors, officers or principal stockholders in any other company?
 Yes _____ No _____ If answer is yes, complete section 14b below.

14b. Name of Person	Name of company and its address (Street, City, State & Zip Code)	Position Held	% of voting stock or ownership of company held
---------------------	---	---------------	---

Part V. Information relating to applicant and alleged, acknowledged or possible affiliates.

Note: Complete questions 18 through 22 in all cases where you are contesting an alleged affiliation. If you are not contesting an alleged affiliation, complete questions 18 through 22 only if requested by SBA. For size determinations pertaining to procurement programs, questions 23-29 must also be completed. Attach a separate explanation for any question answered "yes."

- 15. Have any owners, officers, directors, key employees or supervisors of applicant ever been employed by or performed similar work for any of the alleged, acknowledged or possible affiliates? Yes _____ No
- 16. At the time of bid opening or application for assistance or at the present, have any services been performed by applicant for any of the alleged, acknowledged or possible affiliates, or vice versa? Yes _____ No
- 17. At the time of the bid opening or application for assistance, did applicant share any facilities, equipment, or personnel with any of the alleged, acknowledged or possible affiliates? (e.g. telephone lines, office space, vehicles, receptionist, etc.) Yes _____ No
- 18. In preparing the subject bid or application for assistance, was any assistance provided by an alleged, acknowledged or possible affiliate to the applicant or by the applicant to an alleged, acknowledged or possible affiliate? Yes _____ No
- 19. Have there been or are there any current financial obligations between applicant and an alleged, acknowledged or possible affiliate? Yes _____ No
- 20. Are there any individuals who have signed or are expected to sign documents to facilitate the ability of applicant to receive indemnifications or credit guarantees, who are not owners, officers, directors, employees, partners, or principal stockholders of applicant? Yes _____ No
- 21. Does any family member of an owner, partner, officer, director, or principal stockholder of applicant have an ownership interest in any of the alleged, acknowledged or possible affiliates? Yes _____ No
- 22. Has SBA ever determined the applicant to be affiliated with any of the alleged, acknowledged or possible affiliates, or, to the best of your knowledge, determined any of the alleged, acknowledged or possible affiliates to be affiliated with each other? Yes _____ No If yes, attach a copy of the determination(s) if available, or describe the determination(s) made by SBA.
- 23. Will any of the alleged, acknowledged or possible affiliates, or any of their principals, provide an indemnity or guaranty to a surety to facilitate a contract award to applicant? Yes _____ No Has such an indemnity or guaranty been provided within the past two years? Yes _____ No
- 24. Have any of the alleged, acknowledged or possible affiliates assisted in arranging for any of the subcontractors needed for performance of this contract or any contract awarded to applicant within the past two years? Yes _____ No
- 25. Have there been ~~or~~ there any actual or proposed subcontracts between applicant and any of the alleged, acknowledged or possible affiliates? Yes _____ No
- 26. Were there any discussions as to specific terms or conditions relating to the subject contract which took place between applicant and any of the alleged, acknowledged or possible affiliates prior to bid opening? Yes _____ No
- 27. Will any of the alleged, acknowledged or possible affiliates perform more than 25 percent of this contract? Yes _____ No
- 28. If applicant were to be terminated for default on this or any other contract, would there be any financial impact on any of the alleged, acknowledged or possible affiliates or their principals? Yes _____ No
- 29. Did the procuring activity mail your current bidding documents directly to any address other than applicant's current business address? Yes _____ No

SMALL BUSINESS ACT PENALTIES FOR VIOLATIONS:

Section 16(a) of the Small Business Act, as amended, (the "Act") (15 USC 645 (a)), makes it a criminal offense punishable by fine of not more than \$5,000 or imprisonment for not more than two (2) years, or both, to make a willfully false statement or misrepresentation to the Small Business Administration (SBA) for the purpose of influencing in any way the action of the SBA for the purpose of obtaining a loan or extension thereof by renewal, deferment of action, or otherwise, or the acceptance, release, or substitution of security thereof, or for the purpose of obtaining money, property, or anything of value.

Section 16(d) of the Act, (15 USC 645(d)), makes it a criminal offense to misrepresent in writing the status of any concern as a "small business concern" in order to obtain for oneself or another any prime contract to be awarded pursuant to section 9 or 15 of the Act, or any subcontract to be awarded pursuant to section 8(a) of the Act, or any subcontract included as part or all of a goal contained in a subcontracting plan required pursuant to section 8(d) for the Act, or any prime or subcontract to be awarded as a result or in furtherance of any other provisions of Federal law that specifically references section 8(d) of the Act a definition of program eligibility (such as the Small Disadvantaged Business contracting program). Violations of section 16(d) are punishable by a fine of not more than \$500,000 or by imprisonment for not more than ten years or both, and can result in certain administrative remedies, including suspension and debarment.

CERTIFICATION:

I hereby certify that all information contained above and in exhibits and attachments hereto is true and complete to the best knowledge and belief of the applicant and is submitted for the purpose of inducing the Small Business Administration to make a determination as to the size of the applicant, in order that the applicant may receive assistance as a small business under any of the laws administered by the Small Business Administration.

M²S Specialty Welding Inc.
(Individual, partnership, trade name or corporation)

By Kerri Mase

Title President

Date September 25, 2002

PLEASE NOTE: The estimated burden hours for the completion of this form is 4 hours per response. You will not be required to respond to this information collection if a valid OMB approval number is not displayed. If you have any questions or comments concerning this estimate or any other aspect of this information collection, please contact the U.S. Small Business Administration, Chief, Administrative Information Branch, 409 3rd St., S.W., Washington, D.C. 20416 and/or Office of Management and Budget, Clearance Officer, Paperwork Reduction Project (3245-0101), Washington, D.C. 20503.

Return Executed Copies 1, 2, and 3 to SBA

OMB APPROVAL NO. 3245-01
Expiration Date: 9/30/200



United States of America
SMALL BUSINESS ADMINISTRATION
STATEMENT OF PERSONAL HISTORY

Please Read Carefully - Print or Type

Each member of the small business or the development company requesting assistance must submit this form in TRIPLICATE for filing with the SBA application. This form must be filled out and submitted by:

1. By the proprietor, if a sole proprietorship.
2. By each partner, if a partnership.
3. By each officer, director, and additionally by each holder of 20% or more of the ownership stock, if a corporation, limited liability company, or a development company.

Name and Address of Applicant (Firm Name)(Street, City, State, and ZIP Code)

Miss Specialty Welding, Inc.
1506 Grandma Branch Rd.
Grantville, GA 30220

SBA District/Disaster Area Office

Amount Applied for (when applicable)

File No. (if known)

Name and Address of participating lender or surety co. (when applicable and known)

2. Date of Birth (Month, day, and year)

3. Place of Birth: (City & State or Foreign Country)

U.S. Citizen? YES NO

If no, give alien registration number:

Most recent prior address (omit if over 10 years ago):

From: October 21, 1989
To: August 1995
Address: 793 Ridge Road
Lawrenceville, GA 30243

Personal Statement of: (State name in full, if no middle name, state (NBN), or if initial only, indicate initial.) List all former names used, and dates each name was used. Use separate sheet if necessary.

First: Kevin Middle: Akins Last: Morse

Give the percentage of ownership or stock owned or to be owned in the small business or the development company

Social Security No.

51.0
252-88-6823

Present residence address:
From: August 1995

To: Present
Address: 1506 Grandma Branch Rd.
Grantville, GA 30220

Home Telephone No. (Include A/C): 770 583-3131

Business Telephone No. (Include A/C): 770 583-3989

PLEASE SEE REVERSE SIDE FOR EXPLANATION REGARDING DISCLOSURE OF INFORMATION AND THE USES OF SUCH INFORMATION.

IT IS IMPORTANT THAT THE NEXT THREE QUESTIONS BE ANSWERED COMPLETELY. AN ARREST OR CONVICTION RECORD WILL NOT NECESSARILY DISQUALIFY YOU; HOWEVER, AN UNTRUTHFUL ANSWER WILL CAUSE YOUR APPLICATION TO BE DENIED.

IF YOU ANSWER "YES" TO 6, 7, OR 8, FURNISH DETAILS ON A SEPARATE SHEET. INCLUDE DATES, LOCATION, FINES, SENTENCES, WHETHER MISDEMEANOR OR FELONY, DATES OF PAROLE/PROBATION, UNPAID FINES OR PENALTIES, NAME(S) UNDER WHICH CHARGED, AND ANY OTHER PERTINENT INFORMATION.

6. Are you presently under indictment, on parole or probation?
 Yes No (If yes, indicate date parole or probation is to expire.)

7. Have you ever been charged with and or arrested for any criminal offense other than a minor motor vehicle violation? Include offenses which have been dismissed, discharged, or not prosecuted (All arrests and charges must be disclosed and explained on an attached sheet.)
 Yes No

8. Have you ever been convicted, placed on pretrial diversion, or placed on any form of probation, including adjudication withheld pending probation, for any criminal offense other than a minor vehicle violation?
 Yes No

I authorize the Small Business Administration Office of Inspector General to request criminal record information about me from criminal justice agencies for the purpose of determining my eligibility for programs authorized by the Small Business Act, and the Small Business Investment Act.

CAUTION: Knowingly making a false statement on this form is a violation of Federal law and could result in criminal prosecution, significant civil penalties, and a denial of your loan surety bond, or other program participation. A false statement is punishable under 18 USC 1001 by imprisonment of not more than five years and/or a fine of not more than \$10,000 under 18 USC 645 by imprisonment of not more than two years and/or a fine of not more than \$5,000; and, if submitted to a Federally insured institution, under 18 USC 1014 by imprisonment of not more than thirty years and/or a fine of not more than \$1,000,000.

Signature: Kevin Morse Title: President Date: 7-25-02

Agency Use Only

10. Fingerprints Waived
 Fingerprints Required
Date Sent to OIG

Date _____ Approving Authority _____
Date _____ Approving Authority _____

11. Cleared for Processing
 Request a Character Evaluation

Date _____ Approving Authority _____
Date _____ Approving Authority _____

PLEASE NOTE: The estimated burden for completing this form is 15 minutes per response. You are not required to respond to any collection of information unless it displays a currently valid OMB

NOTICES REQUIRED BY LAW

The following is a brief summary of the laws applicable to this solicitation of information.

Paperwork Reduction Act (44 U.S.C. Chapter 35)

SBA is collecting the information on this form to make a character and credit eligibility decision to fund or deny you a loan or other form of assistance. The information is required in order for SBA to have sufficient information to determine whether to provide you with the requested assistance. The information collected may be checked against criminal history indices of the Federal Bureau of Investigation.

Privacy Act (5 U.S.C. § 552a)

Any person can request to see or get copies of any personal information that SBA has in his or her file, when the file is retrievable by individual identifiers, such as name or social security numbers. Requests for information about another party may be denied unless SBA has the written permission of the individual to release the information to the requestor or unless the information is subject to disclosure under the Freedom of Information Act.

Under the provisions of the Privacy Act, you cannot be compelled to provide social security numbers; nor can you be denied a loan or other form of assistance solely because you did not provide a social security number. Disclosures of name and other personal identifiers are also voluntary. However, SBA requires an individual seeking assistance from SBA to provide it with sufficient information for SBA to make a character determination. In determining whether an individual is of good character, SBA considers the person's integrity, candor, and disposition toward criminal actions. In making loans pursuant to section 7(a)(6) the Small Business Act (the Act), 15 USC § 636 (a)(6), SBA is required to have reasonable assurance that the loan is of sound value and will be repaid or that it is in the best interest of the Government to grant the assistance requested. Additionally, SBA is specifically authorized to verify a loan applicant's criminal history, or lack thereof, pursuant to section 7(a)(1)(B), 15 USC § 636(a)(1)(B). Further, for all forms of assistance, SBA is authorized to make all investigations necessary to ensure that a person has not engaged in acts that violate or will violate the Act or the Small Business Investment Act. 15 USC §§ 634(b)(11) and 687b(a). As a result, if you do not provide your social security number and other personal identifiers, SBA may not have sufficient information upon which to reach a favorable determination.

When this information indicates a violation or potential violation of law, whether civil, criminal, or administrative in nature, SBA may refer it to the appropriate agency, whether Federal, State, local, or foreign, charged with responsibility for or otherwise involved in investigation, prosecution, enforcement or prevention of such violations. See 56 Fed. Reg. 8020 (1991) for other published routine uses.



PERSONAL FINANCIAL STATEMENT

U. S. SMALL BUSINESS ADMINISTRATION

As of 4-25-02

Complete this form for: (1) each proprietor, or (2) each limited partner who owns 20% or more interest and each general partner, or (3) each stockholder owning 20% or more of voting stock, or (4) any person or entity providing a guaranty on the loan.

Name Kerri Morse Business Phone (404) 583-3189
 Residence Address 1806 Grandma Branch Rd. Residence Phone (770) 583-3131
 City, State, & Zip Code Cromwell, GA 30220
 Business Name of Applicant/Borrower M.E. Specialty Welding, Inc.

ASSETS		LIABILITIES	
	(Omit Cents)		(Omit Cents)
Cash on hand & in Banks	\$ <u>5,000.00</u>	Accounts Payable	\$ <u>10,000.00</u> <u>1,500</u>
Savings Accounts	\$ <u>0</u>	Notes Payable to Banks and Others	\$
IRA or Other Retirement Account	\$ <u>0</u>	(Describe in Section 2)	
Accounts & Notes Receivable	\$ <u>0</u>	Installment Account (Auto)	\$
Life Insurance—Cash Surrender Value Only	\$ <u>100,000.00</u>	Mo. Payments \$	
(Complete Section 8)		Installment Account (other)	\$
Stocks and Bonds	\$ <u>3,000</u>	Mo. Payments \$	
(Describe in Section 3)		Loan on Life Insurance	\$
Real Estate	\$ <u>170,000</u>	Mortgages on Real Estate	\$
(Describe in Section 4)		(Describe in Section 4)	
Automobile—Present Value	\$ <u>40,000</u>	Unpaid Taxes	\$
Other Personal Property	\$ <u>0</u>	(Describe in Section 6)	
(Describe in Section 5)		Other Liabilities	\$
Other Assets	\$ <u>0</u>	(Describe in Section 7)	
(Describe in Section 5)		Total Liabilities	\$
Total	\$ <u>268,000</u>	Net Worth	\$
		Total	\$

Section 1. Source of Income	Contingent Liabilities
Salary	As Endorser or Co-Maker
Net Investment Income	Legal Claims & Judgments
Real Estate Income	Provision for Federal Income Tax
Other Income (Describe below)*	Other Special Debt

Description of Other Income in Section 1:

Alimony or child support payments need not be disclosed in "Other Income" unless it is desired to have such payments counted toward total income.
 Section 2. Notes Payable to Banks and Others. (Use attachments if necessary. Each attachment must be identified as a part of this statement and signed.)

Name and Address of Noteholder(s)	Original Balance	Current Balance	Payment Amount	Frequency (monthly, etc.)	How Secured or Endorsed Type of Collateral

number of Shares	Name of Securities	Cost	Market Value Quotation/Exchange	Date of Quotation/Exchange	Total Value
256	Kerri A. Morse	\$1.00/share		8/10-19-98	\$256.
246	Joel P. Brunelow	\$1.00/share		10-19-98	\$246.00

Section 4. Real Estate Owned. (List each parcel separately. Use attachments if necessary. Each attachment must be identified as a part of this statement and signed).

	Property A	Property B	Property C
Type of Property	n/a		
Address			
Date Purchased			
Original Cost			
Present Market Value			
Name & Address of Mortgage Holder			
Mortgage Account Number			
Mortgage Balance			
Amount of Payment per Month/Year			
Status of Mortgage			

Section 5. Other Personal Property and Other Assets. (Describe, and if any is pledged as security, state name and address of lien holder, amount of loan, date of payment, and if date open, date of completion.)

① 2001 Chevrolet p/u	④ 2001 Chevrolet C1500
② 2000 Chevrolet K3500 p/u	⑤ 1999 Chevrolet Corvette CP
③ 1999 GMC	Bank of America - lienholder

Section 6. Unpaid Taxes. (Describe in detail, as to type, to whom payable, when due, and if paid to what property, if any, a lien attaches.)

n/a

Section 7. Other Liabilities. (Describe in detail.)

n/a

Section 8. Life Insurance Held. (Give face amount and cash surrender value of policies, name of insurance company and beneficiaries.)

n/a

I authorize SBA/Lender to make inquiries as necessary to verify the accuracy of the statements made and to determine my creditworthiness. I certify the above and the statements contained in the attachments are true and accurate as of the stated date(s). These statements are made for the purpose of either obtaining a loan or guaranteeing a loan. I understand FALSE statements may result in forfeiture of benefits and possible prosecution by the U.S. Attorney General (Reference 18 U.S.C. 1001).

Signature: *Kerri A. Morse* Date: *9-25-02* Social Security Number: *252-88-6825*

Signature: _____ Date: _____ Social Security Number: _____

PLEASE NOTE: The estimated average loan hours for the completion of this form is 1.5 hours per response. If you have questions or comments concerning this estimate or any other aspect of this information, please contact the Small Business Administration, Washington, D.C. 20518, and Consumer Office, Paper Response, Entrepreneurial, Office of Management and Information Systems, D.C. 20518.

Return Executed Copies 1, 2, and 3 to SBA

OMB APPROVAL NO. 3245
Expiration Date: 9/30/02



United States of America
SMALL BUSINESS ADMINISTRATION
STATEMENT OF PERSONAL HISTORY

Please Read Carefully - Print or Type

Each member of the small business or the development company requesting assistance must submit this form in TRIPPLICATE for filing with the SBA application. This form is to be filled out and submitted by:

1. By the proprietor, if a sole proprietorship.
2. By each partner, if a partnership.
3. By each officer, director, and additionally by each holder of 20% or more of the ownership stock, if a corporation, limited liability company, or a development company.

Name and Address of Applicant (Firm Name)(Street, City, State, and ZIP Code)

M+S Specialty Welding, Inc.
1806 Grandma Branch Road
Grantville, GA 30220

SBA District/Disaster Area Office

Amount Applied for (when applicable)

File No. (if known)

1. Personal Statement of: (State name in full, if no middle name, state (M/M), or if initial only, indicate initial.) List all former names used, and dates each name was used. Use separate sheet if necessary.

Name and Address of participating lender or surety co. (when applicable and known)

First Middle Last

Kerri Atkins Morge

2. Date of Birth (Month, day, and year)

3. Place of Birth: (City & State or Foreign Country)

4. Give the percentage of ownership or stock owned or to be owned in the small business or the development company

51.0%

Social Security No.

252-88-6005

U.S. Citizen? YES NO

If no, give alien registration number:

5. Present residence address:

From: August 1995
To: present
Address: present

Most recent prior address (omit if over 10 years ago):

From: ~~1993~~ October 1989
To: August 1995
Address: 793 Ridge Road
Lawrenceville, GA 30043

Home Telephone No. (Include A/C):

1806 Grandma Branch Rd. Grantville GA 30220
770-583-3131 SA 30220

Business Telephone No. (Include A/C):

770-583-3989

PLEASE SEE REVERSE SIDE FOR EXPLANATION REGARDING DISCLOSURE OF INFORMATION AND THE USES OF SUCH INFORMATION.

IT IS IMPORTANT THAT THE NEXT THREE QUESTIONS BE ANSWERED COMPLETELY. AN ARREST OR CONVICTION RECORD WILL NOT NECESSARILY DISQUALIFY YOU; HOWEVER, AN UNTRUTHFUL ANSWER WILL CAUSE YOUR APPLICATION TO BE DENIED.

IF YOU ANSWER "YES" TO 6, 7, OR 8, FURNISH DETAILS ON A SEPARATE SHEET. INCLUDE DATES, LOCATION, FINES, SENTENCES, WHETHER MISDEMEANOR OR FELONY, DATES OF PAROLE/PROBATION, UNPAID FINES OR PENALTIES, NAME(S) UNDER WHICH CHARGED, AND ANY OTHER PERTINENT INFORMATION.

6. Are you presently under indictment, on parole or probation?

Yes No (If yes, indicate date parole or probation is to expire.)

7. Have you ever been charged with and or arrested for any criminal offenses other than a minor motor vehicle violation? Include offenses which have been dismissed, discharged, or not prosecuted. (All arrests and charges must be disclosed and explained on an attached sheet.)

Yes No

8. Have you ever been convicted, placed on pretrial diversion, or placed on any form of probation, including adjudication withheld pending probation, for any criminal offense other than a minor vehicle violation?

Yes No

I authorize the Small Business Administration Office of Inspector General to request criminal record information about me from criminal justice agencies for the purpose of determining my eligibility for programs authorized by the Small Business Act, and the Small Business Investment Act.

ATTENTION: Knowingly making a false statement on this form is a violation of Federal law and could result in criminal prosecution, significant civil penalties, and a denial of your loan, any bond, or other program participation. A false statement is punishable under 18 USC 1001 by imprisonment of not more than five years and/or a fine of not more than \$10,000; for 15 USC 845 by imprisonment of not more than two years and/or a fine of not more than \$5,000; and, if submitted to a Federally insured institution, under 18 USC 1014 by imprisonment of not more than thirty years and/or a fine of not more than \$1,000,000.

Signature: Kerri Morge Title: President Date: 4-25-02

Agency Use Only

Fingerprints Waived Date _____ Approving Authority _____

Fingerprints Required Date _____ Approving Authority _____

Date Sent to OIG

11. Cleared for Processing Date _____ Approving Authority _____

Request a Character Evaluation Date _____ Approving Authority _____

PLEASE NOTE: The estimated burden for completing this form is 15 minutes per response. You are not required to respond to any collection of information unless it displays a currently valid OMB control number. Comments on the burden should be sent to: [redacted]

NOTICES REQUIRED BY LAW

The following is a brief summary of the laws applicable to this solicitation of information.

Paperwork Reduction Act (44 U.S.C. Chapter 35)

SBA is collecting the information on this form to make a character and credit eligibility decision to fund or deny you a loan or other form of assistance. The information is required in order for SBA to have sufficient information to determine whether to provide you with the requested assistance. The information collected may be checked against criminal history indices of the Federal Bureau of Investigation.

Privacy Act (5 U.S.C. § 552a)

Any person can request to see or get copies of any personal information that SBA has in his or her file, when the file is retrievable by individual identifiers, such as name or social security numbers. Requests for information about another party may be denied unless SBA has the written permission of the individual to release the information to the requestor or unless the information is subject to disclosure under the Freedom of Information Act.

Under the provisions of the Privacy Act, you cannot be compelled to provide social security numbers; nor can you be denied a loan or other form of assistance solely because you did not provide a social security number. Disclosures of name and other personal identifiers are also voluntary. However, SBA requires an individual seeking assistance from SBA to provide it with sufficient information for SBA to make a character determination. In determining whether an individual is of good character, SBA considers the person's integrity, candor, and disposition toward criminal actions. In making loans pursuant to section 7(a)(6) the Small Business Act (the Act), 15 USC § 636 (a)(6), SBA is required to have reasonable assurance that the loan is of sound value and will be repaid or that it is in the best interest of the Government to grant the assistance requested. Additionally, SBA is specifically authorized to verify a loan applicant's criminal history, or lack thereof, pursuant to section 7(a)(1)(B), 15 USC § 636(a)(1)(B). Further, for all forms of assistance, SBA is authorized to make all investigations necessary to ensure that a person has not engaged in acts that violate or will violate the Act or the Small Business Investment Act. 15 USC §§ 634(b)(11) and 687b(a). As a result, if you do not provide your social security number and other personal identifiers, SBA may not have sufficient information upon which to reach a favorable determination.

When this information indicates a violation or potential violation of law, whether civil, criminal, or administrative in nature, SBA may refer it to the appropriate agency, whether Federal, State, local, or foreign, charged with responsibility for or otherwise involved in investigation, prosecution, enforcement or prevention of such violations. See 56 Fed. Reg. 8020 (1991) for other published routine uses.

CERTIFICATE



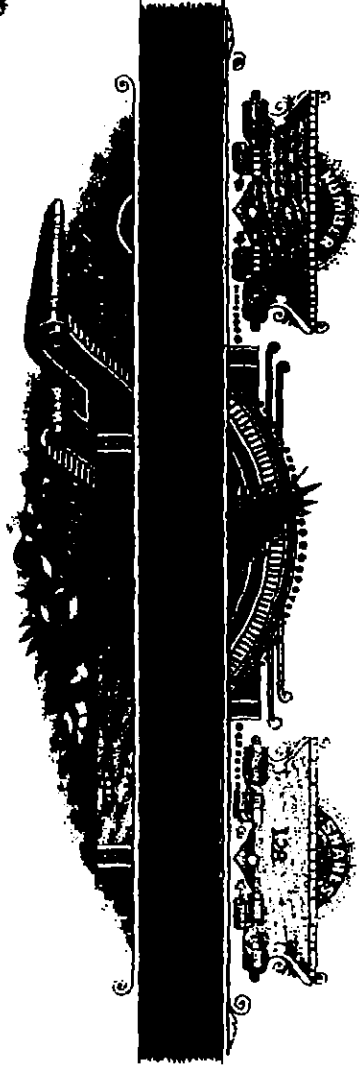
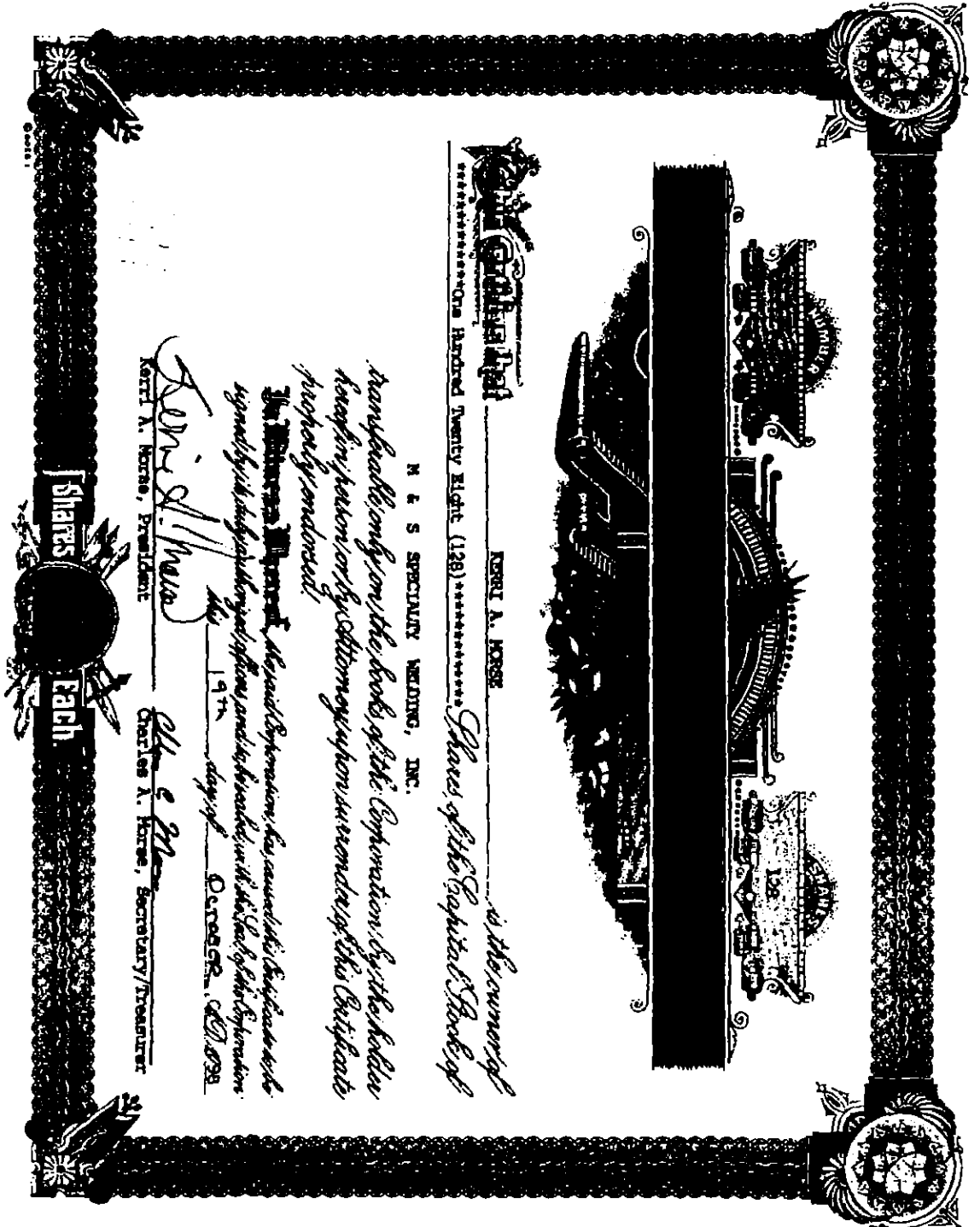
To 128 Shares
Charles A. Morse

Charles A. Morse

dated October 19 1998
FROM WHOM TRANSFERRED

ORIGINAL CERTIFICATE	NO. ORIGINAL SHARES	NO. OF SHARES TRANSFERRED
		10

received certificate No. 1
to 128 Shares
on 19th day of Oct 1998
Charles A. Morse, President



THE CAPITAL BOARD
Twenty Eight (28) Shares of the Capital Board of

M & S SPECIALTY WELDING, INC.

transferrable only on the books of the Corporation by the holder
herein, or his attorney when authorized by this Certificate
purporting and intended.

The undersigned, Charles A. Morse, has caused this Certificate to be
signed by a duly authorized officer and to be sealed with the Seal of the Corporation
this 19th day of October, 1998

Charles A. Morse, Secretary/Treasurer
Charles A. Morse, President

Shares Each

No. 1

CERTIFICATE

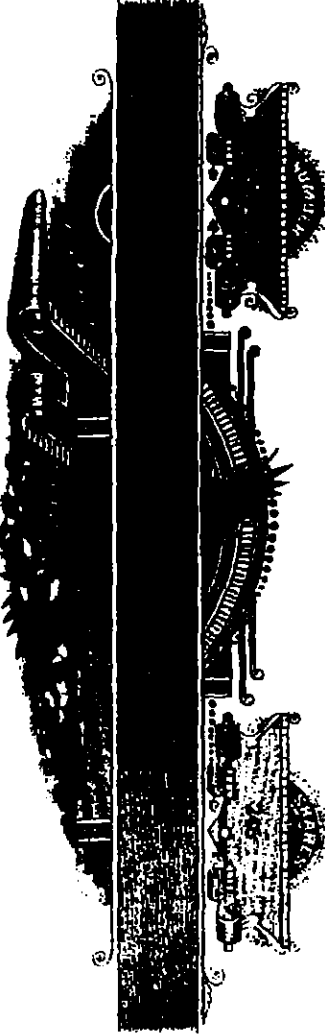


To: 246 Shares
Joel Brumback Denny, Inc.

Dated: OCTOBER 19 1998
FROM WHOM TRANSFERRED

Dated: <u>19</u>		
NO. ORIGINAL CERTIFICATE	NO. ORIGINAL SHARES	NO. OF SHARES TRANSFERRED

Received Certificate No. 3
For 246 Shares
this 19th day of OCT 1998
Joel Brumback Denny, Inc.
JOEL BRUMBACK DENNY, Vice President



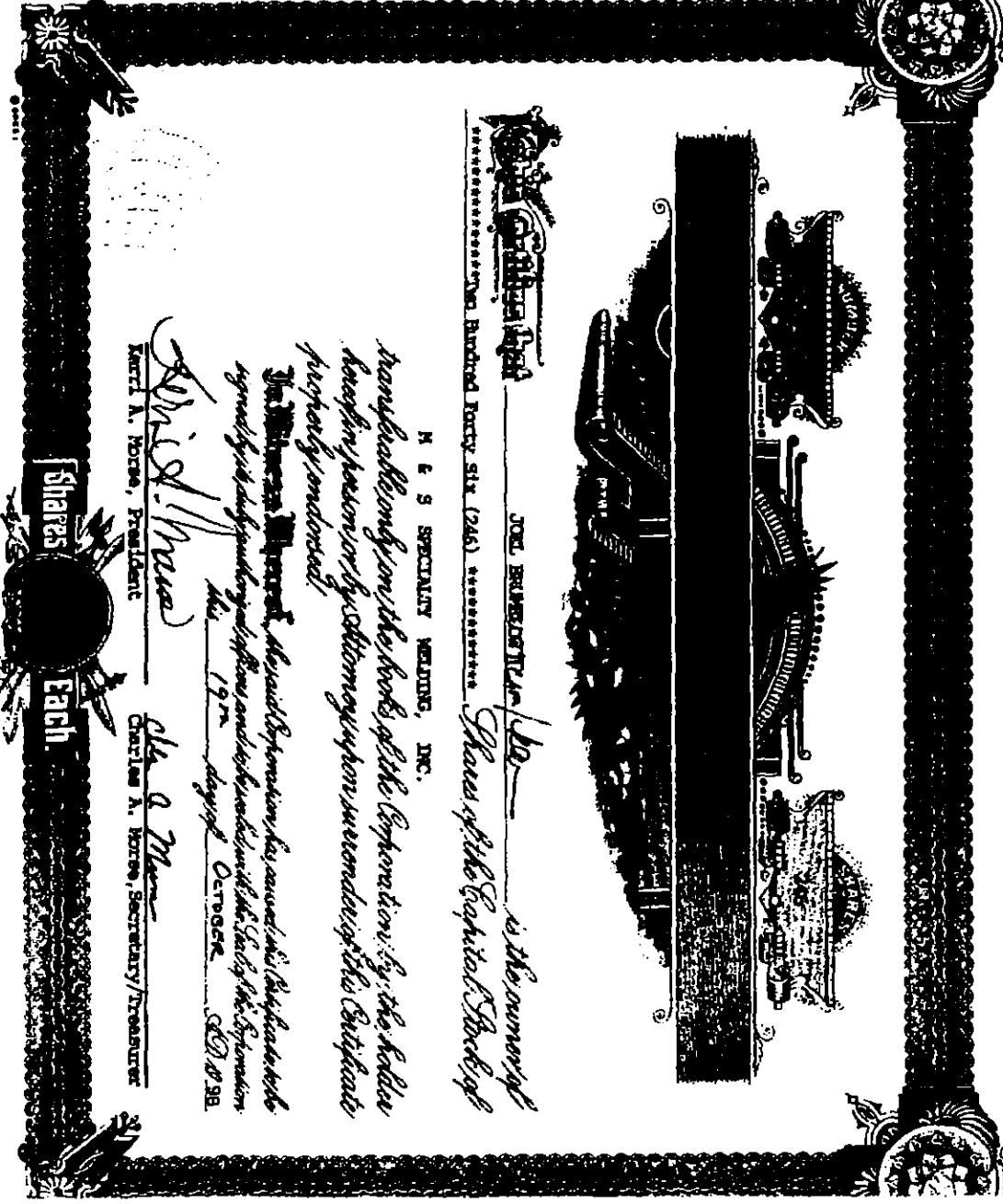
CERTIFICATE
JOEL BRUMBACK DENNY, INC. is the owner of
246 Shares of the Capital Stock of

N E S SECURITY HOLDING, INC.
transferable only on the books of the Corporation; by the holder
hereof, his or her attorney-in-fact or his or her agent duly
authorized.

The undersigned, President, has caused this Certificate to be
signed by the duly authorized officers and its books will be duly
corrected hereon.

Chris D. Howe 19th day of OCTOBER 1998
Chris D. Howe, President
Chris D. Howe, Secretary/Treasurer

Shares Each



**Certification Regarding
Debarment, Suspension, and Other Responsibility Matters
Primary Covered Transactions**

This certification is required by the regulations implementing Executive Order 12549, Debarment and Suspension, 13 CFR Part 145. The regulations were published as Part VII of the May 26, 1988 *Federal Register* (pages 19160-19211). Copies of the regulations are available from local offices of the U.S. Small Business Administration.

(BEFORE COMPLETING CERTIFICATION, READ INSTRUCTIONS ON REVERSE)

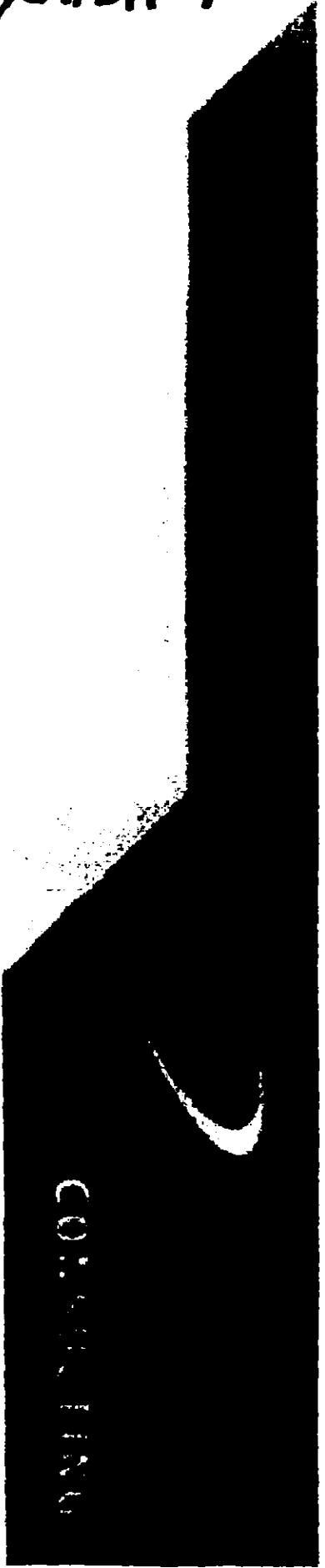
- (1) The prospective primary participant certifies to the best of its knowledge and belief that it and its principals:
 - (a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency;
 - (b) Have not within a three-year period preceding this application been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;
 - (c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph (1)(b) of this certification; and
 - (d) Have not within a three-year period preceding this application had one or more public transactions (Federal, State or local) terminated for cause or default.
- (2) Where the prospective primary participant is unable to certify to any of the statements in this certification, such prospective primary participant shall attach an explanation to this proposal.

Business Name M^cSS Specialty Welding, Inc.

Date 4-25-02 By Kerri A. Morse, President
Name and Title of Authorized Representative

Kerri A. Morse
Signature of Authorized Representative

Exhibit E



Presentation

to

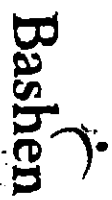


Atlanta Beverage Base Plant

November 14, 2002



- **Employees contacted for interviews**
- **Employees invited to volunteer for interviews**
- **76 employees interviewed**
 - **26 volunteers**
 - **37 African Americans, 31 Caucasians, and 7 other races**
 - **52 males and 26 females**
 - **33 hourly, 25 salaried, non-managerial, and 18 managers**



- **Strengths**
- **Opportunities for Improvement**
- **Differences in Perception**
- **Key Themes**
 - **Open environment and conflicting perceptions of how policies are enforced**
- **Recommendations**

Bashen
INCORPORATED

- **Job Feedback**
- **Communication of Expectations**
- **Job Support**


Bashen

➤ **Key Themes**

- **Accountability and Consistency**

➤ **Recommendations**


Bashen

- 
- **Equal Opportunities**
 - **Training, Education and Support**
 - **Communicating Promotion Opportunities**
 - **Recommendations**

Bashen 



- **Adequacy**
- **Fairness**
- **Recommendations**

Bashen 

➤ **Inconclusive Findings**



Bashen




➤ **Key Themes**

- **Communication, Speed of Resolution and Confidentiality**

➤ **Recommendations**

 Bashen

- 
- Facility Upgrades
 - Quality
 - Plans for Improved Engagement,
Communication and Training


Bashen

➤ **Communication**

- **The first step to improvement**

SURVEY METHODS

- Coca-Cola retained Bashen Consulting to conduct an employee survey at the company's Atlanta Beverage Base Plant.
- A random sampling of 30 percent of the plant population was selected to be contacted for interviews. Consultants divided interviewees based on certain criteria such as job position, race, gender and age, for the purpose of selecting associates representing all groups in the plant.
- Bashen also invited interviewees to volunteer, and a significant portion of the plant population volunteered to participate.
- Five consultants conducted a series of interviews between October 9, 2002, and November 1, 2002.
- 76 employees interviewed
 - 26 volunteers
 - 37 African American, 32 Caucasian, 7 other races
 - 52 males, 24 females
 - 33 hourly, 25 salaried, non-managerial, 18 managers
- Thank employees for the high level of participation.

PLANT ENVIRONMENT

- Approximately half of responding employees believe that the facility fosters an environment of openness and honesty.
- Over half of the employees reported that the facility fosters an environment that accepts the differences in backgrounds and lifestyles of others.
- **Strengths:**
 - Improved Infrastructure
 - Balancing productivity with quality of product

- Improved quality of life – more headcount, fewer hours, health and safety emphasized
- Personal development – increased training opportunities
- Management working diligently to improve work environment, implementing plans for improving communication and beginning the “Rewards and Recognition” program.
- **Opportunities for Improvement**
 - High level of stress – employees would like incentives and compensation to reward work ethic.
 - Need to enact clear policies, guidelines and expectations, and then uniformly enforce policies.
 - Plant is divided; trust does not exist among all employees and managers. Some believe lack of trust originated with previous management; others cite perceived breaches of confidentiality by current managers.
 - Poor communication
 - Perception of favoritism
- **Differences in Perception**
 - Differences in perception existed along racial lines on some issues. Example – promotion of equal opportunity.
 - Some African-Americans believe that Caucasians are treated more favorably; some Caucasians believe that African-Americans are favored
 - On some issues, employees were unified – example, perception that various policies need to be clarified and consistently enforced.
 - Need to find common ground to come together as a community to move the plant forward.

Recommendations

- 1) Implement management and non-management training regarding employment policies, civil rights laws and diversity.
- 2) Provide diversity awareness training for all employees.
- 3) Uniformly enforce all employment policies.

PERFORMANCE MANAGEMENT

- **Job Feedback**
 - Over half of responding employees said they receive feedback.
 - Associates desire more individualized feedback.
 - Hold hourly employees accountable for positive and negative job performance.
 - Managers desire additional training for performance management.
- **Job Expectations**
 - Over half of responding employees said that job expectations are communicated.
 - Many believe plant managers are doing a sound job relaying expectations.
 - Some employees communicated that they do not receive communication regarding job expectations because their managers assume they know their jobs.
- **Job Support**
 - Over half said that job support is provided.
 - Most employees lauded their managers and supervisors for supplying them with adequate staffing, training and equipment.
 - Some employees reported communication problems between first and second shift and between supervisors.

Recommendations

- 1) Continue the plant's existing performance appraisal system, "Rewards and Recognitions."
- 2) Institute formal performance appraisal system for hourly employees.
- 3) Provide more informal performance feedback for all employees.
- 4) Assess training needs of managerial staff, and where appropriate, provide performance assessment training.
- 5) Communicate performance expectations.

DISCIPLINE AND TERMINATION

- Over 75 percent of responding employees feel that disciplinary and termination policies are not followed.
- Many employees related that discipline is rarely administered.
- Over 75 percent of responding employees believe that discipline is not administered equally to all employees.
- Many employees relayed that the facility's disciplinary policies are too vague. Example: Drug testing policy.

Recommendations

- 1) Update and/or modify existing employment policies. Implement policies where none exist. Communicate policies.
- 2) Eliminating opportunity for subjectivity in policies, which will assist in the enforcement of these policies.
- 3) Uniformly enforce all employment policies, regardless of employee status.
- 4) Implement management and non-management training regarding employment policies.

PROMOTIONS AND ADVANCEMENT

- **Equal Opportunities**
 - Over half of responding employees believe that the facility promotes equal opportunity for all employees.
 - Many employees perceive favoritism by managers.
 - A common perception by employees is that plant management tends to favor external candidates over qualified internal applicants.
- **Training, Education, and Support**
 - Over half of employees believe that training, education and support are provided to increase job skills for advancement.
 - Many employees expressed satisfaction with the increasing availability of training opportunities.
 - Some allege favoritism in selecting employees for training.
 - Some employees expressed that cross training should be increased and that career development guidance is needed to help associates select the training that will be most conducive to advancement.
 - Some employees believe that advancement and reclassification requirements are unknown.
- **Communicating Promotion Opportunities**
 - Over half of responding employees relayed that promotion opportunities are communicated effectively.
 - Many employees cited better consistency by human resources in posting jobs, and others believe the POP external job posting system is effective.
 - Some employees alleged failure to effectively post certain jobs.
 - A perception among some employees is that plant management pre-selects employees for promotions.

Recommendations

- 1) Update or modify existing employment policies regarding training, selection, and posting. Communicate policies.
- 2) Uniformly enforce all employment policies, regardless of employee status.
- 3) Implement management and non-management training regarding hiring and promotion practices.
- 4) Cultivate, encourage and promote internal candidates. Develop individual employee career development plans.

COMPENSATION

- **Adequacy**
 - Over half of responding employees believe they are not adequately compensated.
 - Most base this conclusion on the perceived pay rates in other Coca-Cola facilities.
 - Some employees expressed frustration at failing to receive pay raises they believe were promised to them.
- **Fairness**
 - Over half of responding employees believe they are not compensated fairly in comparison with others in the organization.
 - Some employees believe employees in other departments should not earn more, and other employees believe they should earn more than employees in other departments with less demanding responsibilities.
 - Several employees said that it is unfair if two individuals are performing the same job but earning different pay rates.
 - Some employees believe overtime opportunities are given unfairly.

Recommendations

- 1) Rectify all obvious pay disparities not supported by legitimate business justifications.
- 2) Update and/or modify existing employment policies regarding compensation and distribution of overtime. Broadly communicate policies and programs.
- 3) Conduct equity analyses when new employees are hired.

ENGAGEMENT SURVEY

- Over 75 percent of people responding indicated that they participated in the Hewitt Engagement Survey conducted at the plant.
- More than 50 percent of these Engagement Survey participants believe there were discrepancies with the reporting of the results.
- Many believe the perceived problem was unintentional, while others believed the perceived problem was purposeful.

PROBLEM RESOLUTION/COMMUNICATION

- Over 50 percent of people responding believe there is an effective communication system in place for airing concerns, complaints or grievances.
- Most employees agreed that there are ample sources of communication available to employees.
- Associates also cited slow response time from plant officials and external departments in resolving complaints.
- Approximately half of people responding reported that they are uncomfortable communicating their concerns to at least one member of management.
- Some associates cited problems with breaches of confidentiality inside and outside the plant.

- Some employees indicate a general lack of trust regarding some managers
- Approximately 25 percent of people responding indicated that they had utilized SOLUTIONS, and over 75 percent of these employees were not pleased with the results.
- Associates cited problems with confidentiality and responsiveness.

Recommendations

- 1) Promptly respond to all EEO and employee relations complaints.
- 2) More management/employee team building.
- 3) Use Roundtable for opening lines of communication.
- 4) Improve internal complaint system, possibly using an independent entity and/or an independent 1-800 number for internal complaints and complaint investigations.

PLANT IMPROVEMENTS

- **Facility Upgrades**
 - Improvements include new additions to the break room, second floor to the Dry Parts department, new equipment, new paint, and improved cleanliness.
 - Improvements have eased safety and health concerns.
- **Improved Output**
 - Quality of product has improved.
 - Customer service has improved.
- **Plans for Improved Engagement, Communication, and Training**
 - Roundtable meetings to improve engagement.
 - Plant meetings and increase in posting information have improved communication.

- Availability of and focus on training has increased.

CONCLUSION

- Thank employees again for participating and allowing us to help them with this opportunity to make the plant a better environment for everyone.
- Improving the plant is the responsibility of everyone in the plant, and communication is the first step.
- We are excited that we had the opportunity to help the plant employees voice their impressions and opinions regarding the workplace, and we are confident that employees and managers are ready to take the next steps toward making the plant a better place to work.

Sharron Mangum
01/30/2003 04:55 PM

To: Milagros Tornei/US/NA/TCCC@TCCC
cc: Jim Sepulveda/US/NA/TCCC@TCCC
Subject: Please respond by Wednesday, February 5, 2003

EXHIBIT 1

Milagros,

There are several issues that we have discussed that are still outstanding. Please review these items below and provide me with a response by Friday, February 7, 2003.

Regards,

Sharron Mangum

HR Training Coordinator

404-676-3906

Thou wilt keep him in perfect peace, whose mind is stayed on thee: because he trusteth in thee. Isaiah 26:3

1. I brought to your attention on at least four occasions when I perceived Raymond Sherman's behavior to be threatening and intimidating. Friday, January 24, 2003 Joseph Calderara pulled me into a meeting with Sal Jones and Raymond Sherman. The purpose of this meeting was to provide me with feedback on the off-site training that I coordinated for the hourly professionals. As neither of these gentlemen had communicated prior to this meeting that there were any issues with the training, I perceived their conduct to be harassing and threatening. Their communication was confrontational and antagonistic. At one point in the meeting Raymond attempted to pull me into a verbal altercation with him; however, when he was unsuccessful he abruptly arose from his seat and left the room.

Tuesday, January 28, 2003 while setting up the front conference room for training, Chris Georges and I engaged in a discussion regarding the location for his Hazardous Communication training. Again, Raymond Sherman in a hostile condescending manner interjects his unsolicited opinion in the discussion and then abruptly walked away.

I have made you aware of the following situations since returning from disability: 1) Tony Davenport threatened my life on Thursday, January 9, 2003; James Garris cursed at me on December 12, 2002; I suspected Karen Klasek hid training records in my office on Friday, October 25, 2002; and, James Garris on several occasions from (November 1 until my return to work December 12) communicated to co-workers how he wanted to "get rid" of a few people, namely me. I have expressed co-workers' concerns about being seen or communicating with me as they perceive it as a direct threat to their job. This conduct gives me no other choice but to believe that Raymond Sherman is seeking assistance from other employees to support his cause and that he and the people named above are a threat to my safety and well-being.

In each of these instances I have asked for help from you, Amanda Pace, and Corporate Security managers' Leslie Davis and Phil Cox, only to have my pleas ignored or discounted. I contacted Jim Sepulveda in your absence on Friday, January 24, 2003 only to be instructed that I needed to talk to you. As a result, I am asking that an armed police officer is placed on site to monitor the environment. This would be consistent with the armed officers that are on site at Corporate. Furthermore, I will be carrying a recording device in plain sight at all times during my continued employment at ABBP.

2. It has been some months since I began the process to have the HR Training Coordinator position evaluated following the guidelines in Compensation Delivery as communicated by Dianna Haddon. All of the necessary steps and documentation were completed and as a result I expected this matter to be resolved in October 2002 based on communication I received. Unfortunately, my medical leave occurred before I had an opportunity to follow up with her and now it is my understanding that Dianna retired in December.

I have asked you on numerous occasions to provide me with the outcome, but I have not received a response to date. In an effort to bring this matter to a close I would like for you or someone from Corporate to communicate the outcome as soon as possible.

3. In light of the situation that occurred with the reclassification of the Quality Analyst position from exempt salaried job grade 8 to non-exempt salaried, I now believe that my position along with all ABBP non-management positions below job grade 10 should be considered for the same evaluation. Upon careful review of the existing job description for HR Training Coordinator and comparison to like

positions within the Company, my existing job does not meet the criteria for FLSA exempt status. Additionally, my previous position as a Training and Development Coordinator (exempt salaried job grade 7) from January 1, 1997 to April 15, 2001 does not meet the criteria for FLSA exempt status. I would like these positions reviewed for back pay including interest and merit increase pay.

4. It was communicated to me by Kevin Johnson upon my first day of employment at the ABBP that our standard work week was 40 hours a week. However, my base pay is calculated at 37.5 hours a week. You stated on January 21, 2003 that the standard work week for ABBP was 37.5 hours. Additionally, I learned from the Quality Analyst that they are now held to a 37.5 work week, but prior to their change in status they worked a 40 hour work week. As an announcement has not been made regarding the change in the standard work week salaried associates, including myself, continue to work 40 hours a week as *the* standard. I would like to be compensated for the period that I worked 40 hours a week from April 16, 2001 to January 31, 2003. Per your communication, effective February 1, 2003 I will cut my standard work week to 37.5 hours.

Sharron Mangum
10/21/2002 05:09 PM

To: Peter Simpson/US/NA/TCCC@TCCC
cc: mtomei@na.ko.com, Joseph Calderara/US/NA/TCCC@TCCC
Subject: Training Program

Peter,
I have chosen to decline your offer to change the Training Program's last audit assessment from a "critical" to a "major" nonconformance. I will pursue other options in getting this matter resolve.

Regards,
Sharron Mangum
HR Training Coordinator
TCCC Atlanta Beverage Base Plant
1001 Great SW Parkway
Atlanta, GA 30336

Training Program Update
Certification Testing

1. Re-test Maintenance Wednesday, October 23
2. 2nd Shift Wednesday, October 23

Visual and Verbal Assessments

1. Completed by Friday, November 1

Training Plans

1. In place by Friday, November 1

Training Program changes completed 10/18/02.

Sharron Mangum

Sharron Mangum
09/27/2002 11:55 AM

To: Peter Simpson/US/NA/TCCC
cc: mtomei@na.ko.com, Joseph Calderara/US/NA/TCCC@TCCC
Subject: Re: Review of training program

Peter,
I appreciate you working with me on the Training Program's last audit assessment. I am still considering your offer, but have not arrived at a final decision. I will make my decision next week.

Next Steps:

- Training to be completed by October 4. (*less than 20 people remaining*)
- Certification Testing to be completed by October 4. (*Dry Parts and 2nd Shift*)
- Training files can be viewed at your discretion (any date or time).
- Ongoing Training Program Refresher Training with Supervisors through December.

Sharron

Peter Simpson

Peter Simpson
09/25/2002 01:32 PM

To: Sharron Mangum/US/NA/TCCC@TCCC
cc: Milagros Tomei/US/NA/TCCC@TCCC, Joseph Calderara/US/NA/TCCC@TCCC
Subject: Review of training program

Sharron

I am summarizing my meetings with each Program Owner so that they can finalize preparations for the audit in December. Here is my summary of your meeting, please let me know if I have missed anything

Critical nonconformance from last audit

- You expressed concern over the critical given in the last audit and were thought that there was confusion as to how the Audit Program explains when criticals are assigned to an audit finding.

I explained to you that the criteria listed in the program are guidelines and do not exclude other findings from allowing an auditor to assign a critical (I designed our program to be flexible). As you know TCCQS Phase 3 is one of the plant's major goals for 2002, therefore during the run up to Phase 3, I decided (based upon discussion with experienced associates) that a critical could be assigned to any program that may prevent the plant's certification.

In order to clarify this position, I rewrote the audit program in August to include this guideline. However because your audit was before August this clarification would not have helped you understand the process. Due to this confusion and in the spirit of developing a respected audit program that we can all be proud of, I offered to reduce the critical to a number major nonconformances related to specific findings. By taking this step I hope that we can focus upon the few remaining issues that relate to your program (mostly around awareness training) instead of debating their classification. You said that you would consider this offer.

Next steps

- Complete the corrective actions from the previous audit, especially around completing training of associates on the program (please provide me a deadline for completion) and update their training records
- I will release program documents with the understanding that all records for outstanding training are given to me ASAP I will bring over the tracking forms for you to sign
- Thoroughly review Corporate requirements for the Training Program and be able to navigate through your program with ease
- Complete certification testing and (job skills analysis?)
- One thing we did not mention, I would like to review your training record files either Friday (9/27) or the following Monday, you do not need to be available for this.

I look forward to your continued support of our Quality System, let me know if you have questions

Sharron Mangum
07/30/2002 09:00 AM

To: Elizabeth Hayes/US/NA/TCCC@TCCC
cc: Milagros Tomei/US/NA/TCCC@TCCC, Bridgett
Wise/US/NA/TCCC@TCCC
Subject: Re: Invoice Status

Elizabeth,
I received two invoices from Langevin Learning Services that are severely past due. Could you please check the status and provide me with an update? If they have already been paid, please provide the check number, check date and the mailing address.

Thank you,
Sharron Mangum, X63906

Invoice #A88211 \$799.00 Rec'vd March 13, forwarded to Millie for signature and
processing.
Invoice #A89832 \$160.65 Rec'vd April 15, forwarded to Millie for signature and
processing.

Sharron Mangum

Sharron Mangum
06/25/2002 06:07 AM

To: Elizabeth Hayes/US/NA/TCCC
cc:
Subject: Re: Invoice Status

Thank you.

Elizabeth Hayes

Elizabeth Hayes
06/24/2002 05:29 PM

To: Sharron Mangum/US/NA/TCCC@TCCC
cc: Milagros Tomei/US/NA/TCCC@TCCC
Subject: Re: Invoice Status

I have the copies that I kept when I submitted both invoices, but they do not seem to have paid yet. I will call DMG tomorrow morning when they open to get a status from them.

Elizabeth Hayes
Atlanta Beverage Base Plant
404-876-2790
404-515-3144 - fax
Sharron Mangum

Sharron Mangum
06/24/2002 05:23 PM

To: Elizabeth Hayes/US/NA/TCCC@TCCC
cc: Milagros Tomei/US/NA/TCCC@TCCC
Subject: Invoice Status

Elizabeth,
Langevin Learning Services notified me today of two outstanding invoices (see below). Could you please check the status and provide me with an update at your earliest?

Thank you,
Sharron Mangum, X63906

Invoice #A88211 \$799.00 Rec'vd in March 13, forwarded to Millie for signature
and processing
Invoice #A89096 \$1,099.00 Rec'vd in April 4, forwarded to Millie for signature and
processing

James Garris

04/03/02 10:45 AM

To: Milagros Tomei/US/NA/TCCC@TCCC

cc:

Subject: Discussion Items

Millie:

A couple of things we need to discuss when you return.....

1) Brenda is still concerned about her pay gap with Tony. She wasn't officially filing a concern with me but I can tell she is not clear on why there is a difference of \$10,000 - this is the number she was given by someone. Not sure what next steps are but perhaps you and Joe need to meet to clarify? I think Joe has a concern with Joan's pay since she is managing a night shift alone???

2) I was asked about AOL offer. It is soon to expire (July). Have you heard of any talk to get an extension?

3) We need to discuss the EOM sent by Mark Harden last week. It indicated temporaries and contracts who would be on-site more than 10 days had to have a background check. I believe we need to understand how our temp agency can comply.

Thanks.

Sharron Mangum

10/08/2001 09:29 AM

Please respond by

10/09/2001

To: Kevin 'HR' Johnson/US/NA/TCCC@TCCC

cc: Douglas N. Daft/US/NA/TCCC@TCCC, Coretha

Rushing/US/NA/TCCC@TCCC, Patricia V.

Powell/US/NA/TCCC@TCCC, Philippe Del

Piano/PR/LA/TCCC@TCCC, Tracy Kol/US/NA/TCCC@TCCC, James

Garris/US/NA/TCCC@TCCC, LESBIA BLANCO/PR/LA/TCCC@TCCC,

Dr. William Yang/US/NA/TCCC@TCCC

Subject: A Recap of Thursday, October 4

Kevin,

This memo is to recap our discussion of Thursday, October 4, when pursuant to my physician's release, I returned to work. Prior to returning to work, it was not clearly communicated that I needed documentation in addition to what is required by FMLA. As a result, you ordered me to leave the premises. You stated as a result of your conversation with unnamed sources in The Coca-Cola Company's Legal and Medical Services Departments that you needed additional documentation to support my return to work authorization. In addition, you stated that the document that I provided did not contain the limitations associated with performing my work duties.

Compliance to Standard Equipment

In my discussions with Dr. Bill Yang prior to returning to work, it was not mentioned that The Coca-Cola Company required that my physician supply additional supporting documentation. On October 4 I asked Dr. Yang if my physician was required to submit documentation for standard tools and equipment afforded every associate (permanent and contract) of The Coca-Cola Company. He stated that it was not a requirement, but that it would "lend support to Kevin getting those things in place for you."

On October 4 Dr. Bill Yang contacted Healthworks on my behalf. As a result, Debbie MacLean contacted me at home on Friday, October 5 to inquire what sort of chair was needed. I told her that I was requesting the standard ergonomic chair that was provided to all associates (permanent and contract) of The Coca-Cola Company. She stated that she would request a chair from Facility Services and would follow up our conversation via email. She further stated that if I liked Healthworks would do a workstation assessment. Since I am still without an assigned work location, I stated that I would set up an appointment as soon as I had a location.

I would like to add that since my hire date of April 16, 2001 I have not had an assigned work location. I had worked from another associate's desk while she was part of the SAP Implementation team. During this time, I used my personal cell phone to conduct company business. Furthermore, when Susie Shealey returned the week of July 9, I was relocated to sharing a desk with you, Kevin. Since the chair was not in compliance with The Coca-Cola Company's ergonomic code, it agitated my back injury. At this time you authorized me to order a chair and a lumbar support.

Compliance to Standard Work Hours

* As you are aware the standard number of hours for The Coca-Cola Company in a workday is 7.5 and the workweek is 37.5. On October 4 you stated that the Atlanta Beverage Base Plant does not follow the standard work hours of The Coca-Cola Company. While I am aware that we are considered a field office and that field offices generally alter the procedures and policies of The Coca-Cola Company to meet the demands of the business, however, the field offices are bound by the standards set forth by The Coca-Cola Company.

During my orientation as HR Representative for the Atlanta Beverage Base Plant, you asked if I would start my workday at 8:00 a.m. and end it at 5:00 p.m. I brought to your attention that this was longer than the standard work hours of The Coca-Cola Company. You stated that it was the desire of James Garris, Atlanta Beverage Base Plant General Manager, to have someone available in the HR Department at 8:00 a.m. and that he doesn't like office personnel to leave before 5:00 p.m. You further stated that you "would be flexible when I needed to take time off for any reason."

Since my injury, I have requested to work the standard hours of The Coca-Cola Company and to adjust my hours as business situations arose. You further stated that if I worked the standard number of hours set forth by The Coca-Cola Company, I would not be able to fulfill the requirements of my position. I'm not sure how you can qualify this statement as your display of satisfaction with my work quality and performance carried over into my disability.

You may recall that during one of our many phone conversations while I was at home on disability, you asked what was HR policy concerning contacting associates at home for work related guidance. I stated that you are not to contact me while I am out on disability as it could be considered harassment. Although I knew that this was not a requirement to maintain employment with The Coca-Cola Company, I complied with your requests because of the questionable terminations that have occurred during my employment at the Atlanta Beverage Base Plant. Furthermore, you expressed such strong opinions that nothing was wrong with me as a result of my automobile accident, and in an effort to protect my position with The Coca-Cola Company as well as out of concern for the Atlanta Beverage Base Plant achieving TCCC Quality System certification, I felt that I had no other choice but to respond to your work-related inquiries. You even called my cell phone to discuss work-related tasks while I was working online from home.

As previously mentioned, you stated that if I worked the standard number of hours, I would not be able to fulfill the requirements of my position. In an effort to fulfill the needs of the division in meeting The Coca-Cola Quality System standards, I have been working primarily in the capacity of a Trainer. A non-employee worker continued to work in the capacity of the HR Representative for which she was hired several months prior to my start date, April 16.

On July 24 you forwarded an email from Patrice Kant which allocated funds for two months to the Atlanta Beverage Base Plant to assist with the temporary support of the HR Department. If you recall, while out on disability, you asked me to complete the business justification document which requested additional financial

support to retain the contract worker and to add an additional headcount to the Atlanta Beverage Base Plant HR Department for the 2002 Business Plan. The additional headcount would be used to split the duties of the HR Representative into two positions—full time HR Representative and full time Trainer—to consistently meet the training requirements of The Coca-Cola Company Quality System.

As a result of the concerns that you have expressed, and the budgetary constraints which resulted in the loss of the financial support for the contract worker, it leads me to believe that you would like for me to continue to fulfill the needs of a full time Trainer as well as begin my duties to fulfill the position of HR Representative.

Additional Documentation Request

I did not anticipate the length of time it would take to reach my physician. My physician is an Orthopedic Surgeon that works out of three separate office locations and is on staff at several different hospitals in the area. I have attempted to reach him on several occasions. As this is a non-emergency situation, his office staff has reassured me that he will contact me at his earliest opportunity.

As a result of your request that my return to work is contingent upon the additional documentation you requested, this memo is to serve as notice today, Monday, October 8, that I will not return to the office until such time or unless authorized by a Coca-Cola Company Representative.

In following your instructions, I have sought company policy to substantiate utilization of my accrued time. Since I have been unable to locate said policy, I rescind my agreement to use Friday, October 5 as a vacation day. Furthermore, it appears that this time out of the office should not be charged against my accrued time, PTO or vacation nor should it be considered time without pay. I will seek HR and FMLA guidance regarding this matter.

The HR Technician job description that you provided on October 4 is to be reviewed by my physician. You stated that my physician is to provide a statement as to my ability to perform the duties in this particular job description. After careful review of the HR Technician job description, I realized that it had been modified from the original job description of HR Representative that I interviewed and was hired for on April 16, 2001. I am referring specifically to the Safety and Occupational Health Responsibilities, Quality System Responsibilities, and General Aspects of the Position that were outlined. I will seek direction from HR and FMLA as to how this request should be handled.

Summation

Based on the aforementioned occurrences, it could easily be interpreted that you are deliberately requesting that I provide non-essential documentation for returning to work to substantiate a non-justifiable termination. As a result of your actions, I am going to utilize The Coca-Cola Company's resources to reach a reasonable solution to this situation. In the interim, I would like for you to outline in your response:

1. The documented FMLA policies that the unnamed Medical Services personnel provided that led you to believe that my physician needed to provide additional

documentation to support my return to work.

2. The documented policies that the unnamed legal personnel referred to concerning the standard tools provided every associate (permanent and contract) of The Coca-Cola Company (chair, workstation and the standard workweek).
3. Specifically which job functions you alluded to in the original HR Representative job description that I would not be able to perform. What is it as a result of my physical injury that leads you to believe that I cannot continue to perform my work functions that you were clearly satisfied with prior to my injury?
4. The documented authorization to modify the HR Representative job description and the reason why I was not made aware of the changes in responsibility.

My original email requested that I receive the standard tools afforded every associate (permanent and contract) of The Coca-Cola Company. I am saddened that your response escalated a simple request to a potentially unfavorable situation and that your behavior overshadowed the efforts of Dr. Bill Yang, James Garris and other personnel at Corporate and the Atlanta Beverage Base Plant to make my return a pleasant one.

I would appreciate immediate resolution to this situation so that we can move forward in continuing the success of The Coca-Cola Company.

Best Regards,
Sharron Mangum
HR Representative, Atlanta Beverage Base Plant
404-676-3906

Sharron Mangum



Sharron Mangum
09/20/2001 12:36 PM

To: Kevin 'HR' Johnson/US/NA/TCCC
cc: Dr. William Yang/US/NA/TCCC@TCCC, James
Garris/US/NA/TCCC@TCCC
Subject: In response to your questions and concerns.

Hi Kevin,

Thanks for your response and your support of the accommodations. However, to answer your question, my request is neither personal nor medical in nature except for the lumbar support. I have known since I started that the ABBP was working on the facility issues and I have been extremely patient throughout the process. However, because of my recent injury, it is critical that I receive the same accommodations as any other associate of the Company. These requests are to minimize any stress or agitation to my injury while continuing the healing process.

From an HR perspective, it is a Company standard that each associate has the proper equipment to perform their essential job functions, that includes, a telephone, computer, ergonomic chair, workstation, and whatever other necessities that the position may require. The 37.5-hour workweek is also a standard of the Company. The lumbar support is the only request that is non-standard. I am happy to provide whatever documentation needed to support this request.

You suggested getting legal involved. If my requests were outside the standards of the Company, I would fully agree. I think that this matter is pretty simple in nature and I think that it is something that we can resolve on our own. Please advise.

Dr. Yang,
Please advise what documentation is needed other than what has been provided prior to my return to work.

Best Regards,

Please respond accordingly.

Look forward to seeing you on October 8th, 2001. Feel free to call me @ 66084.

Kevin,
Sharron Mangum



Sharron Mangum
09/19/01 09:46 AM

To: Kevin 'HR' Johnson/US/NA/TCCC@TCCC
cc: Dr. William Yang/US/NA/TCCC@TCCC, James
Garris/US/NA/TCCC@TCCC
Subject: Return to Work Accommodations

Kevin,

Since my injury, I know that my absence has been a strain on the HR Department. I sincerely appreciate your patience and support during this difficult time. I will be returning to work in two and half weeks—approximately October 8. In preparation of my return there are some things that we can do to ensure minimal agitation occurs to my back injury. Below I have listed some things (others may arise after I return) that will help me re-acclimate to ABBP's work environment. After reviewing the information below, please provide me with your thoughts, questions and concerns.

I look forward to seeing you all soon.

Best Regards,
Sharron Mangum
HR Representative, ABBP
404-676-3906

1. **Workstation and File Space Accommodations**
Prior to my leave, I was dislocated. I did not have a workstation or filing space. In actuality I was working from a chair and using the floor as my file cabinet.
2. **Ergonomic Chair and Lumbar Support**
I was utilizing a decorative office chair, which will not supply the support I need for my back injury. I requested an ergonomic chair and a lumbar support prior to my leave. Please ensure that they are available upon my return.
3. **Adjust Work Schedule to 8:30 to 4:30**
We agreed that my normal work schedule would be 8:00 to 5:00. You have expressed concern in reference to me returning to work part time. As a result, I propose that I strictly adhere to the Company's 37.5-hour workweek unless a situation arises in which I need to work extended hours.
4. **Please keep in mind that these changes are to limit the strain to my back injury and to continue the healing process without consistent agitation**

Bashen

➤ **Inconclusive Findings**





- **Key Themes**
 - **Communication, Speed of Resolution and Confidentiality**
- **Recommendations**


Bashen

- Facility Upgrades
- Quality
- Plans for Improved Engagement,
Communication and Training


Bashen

- **Communication**
 - **The first step to improvement**

SURVEY METHODS

- Coca-Cola retained Bashen Consulting to conduct an employee survey at the company's Atlanta Beverage Base Plant.
- A random sampling of 30 percent of the plant population was selected to be contacted for interviews. Consultants divided interviewees based on certain criteria such as job position, race, gender and age, for the purpose of selecting associates representing all groups in the plant.
- Bashen also invited interviewees to volunteer, and a significant portion of the plant population volunteered to participate.
- Five consultants conducted a series of interviews between October 9, 2002, and November 1, 2002.
- 76 employees interviewed
 - 26 volunteers
 - 37 African American, 32 Caucasian, 7 other races
 - 52 males, 24 females
 - 33 hourly, 25 salaried, non-managerial, 18 managers
- Thank employees for the high level of participation.

PLANT ENVIRONMENT

- Approximately half of responding employees believe that the facility fosters an environment of openness and honesty.
- Over half of the employees reported that the facility fosters an environment that accepts the differences in backgrounds and lifestyles of others.
- **Strengths:**
 - Improved Infrastructure
 - Balancing productivity with quality of product

- Improved quality of life – more headcount, fewer hours, health and safety emphasized
- Personal development – increased training opportunities
- Management working diligently to improve work environment, implementing plans for improving communication and beginning the “Rewards and Recognition” program.
- **Opportunities for Improvement**
 - High level of stress – employees would like incentives and compensation to reward work ethic.
 - Need to enact clear policies, guidelines and expectations, and then uniformly enforce policies.
 - Plant is divided; trust does not exist among all employees and managers. Some believe lack of trust originated with previous management; others cite perceived breaches of confidentiality by current managers.
 - Poor communication
 - Perception of favoritism
- **Differences in Perception**
 - Differences in perception existed along racial lines on some issues. Example – promotion of equal opportunity.
 - Some African-Americans believe that Caucasians are treated more favorably; some Caucasians believe that African-Americans are favored
 - On some issues, employees were unified – example, perception that various policies need to be clarified and consistently enforced.
 - Need to find common ground to come together as a community to move the plant forward.

Recommendations

- 1) Implement management and non-management training regarding employment policies, civil rights laws and diversity.
- 2) Provide diversity awareness training for all employees.
- 3) Uniformly enforce all employment policies.

PERFORMANCE MANAGEMENT

- **Job Feedback**
 - Over half of responding employees said they receive feedback.
 - Associates desire more individualized feedback.
 - Hold hourly employees accountable for positive and negative job performance.
 - Managers desire additional training for performance management.
- **Job Expectations**
 - Over half of responding employees said that job expectations are communicated.
 - Many believe plant managers are doing a sound job relaying expectations.
 - Some employees communicated that they do not receive communication regarding job expectations because their managers assume they know their jobs.
- **Job Support**
 - Over half said that job support is provided.
 - Most employees lauded their managers and supervisors for supplying them with adequate staffing, training and equipment.
 - Some employees reported communication problems between first and second shift and between supervisors.

Recommendations

- 1) Continue the plant's existing performance appraisal system, "Rewards and Recognitions."
- 2) Institute formal performance appraisal system for hourly employees.
- 3) Provide more informal performance feedback for all employees.
- 4) Assess training needs of managerial staff, and where appropriate, provide performance assessment training.
- 5) Communicate performance expectations.

DISCIPLINE AND TERMINATION

- Over 75 percent of responding employees feel that disciplinary and termination policies are not followed.
- Many employees related that discipline is rarely administered.
- Over 75 percent of responding employees believe that discipline is not administered equally to all employees.
- Many employees relayed that the facility's disciplinary policies are too vague. Example: Drug testing policy.

Recommendations

- 1) Update and/or modify existing employment policies. Implement policies where none exist. Communicate policies.
- 2) Eliminating opportunity for subjectivity in policies, which will assist in the enforcement of these policies.
- 3) Uniformly enforce all employment policies, regardless of employee status.
- 4) Implement management and non-management training regarding employment policies.

PROMOTIONS AND ADVANCEMENT

- **Equal Opportunities**
 - Over half of responding employees believe that the facility promotes equal opportunity for all employees.
 - Many employees perceive favoritism by managers.
 - A common perception by employees is that plant management tends to favor external candidates over qualified internal applicants.
- **Training, Education, and Support**
 - Over half of employees believe that training, education and support are provided to increase job skills for advancement.
 - Many employees expressed satisfaction with the increasing availability of training opportunities.
 - Some allege favoritism in selecting employees for training.
 - Some employees expressed that cross training should be increased and that career development guidance is needed to help associates select the training that will be most conducive to advancement.
 - Some employees believe that advancement and reclassification requirements are unknown.
- **Communicating Promotion Opportunities**
 - Over half of responding employees relayed that promotion opportunities are communicated effectively.
 - Many employees cited better consistency by human resources in posting jobs, and others believe the POP external job posting system is effective.
 - Some employees alleged failure to effectively post certain jobs.
 - A perception among some employees is that plant management pre-selects employees for promotions.

Recommendations

- 1) Update or modify existing employment policies regarding training, selection, and posting. Communicate policies.
- 2) Uniformly enforce all employment policies, regardless of employee status.
- 3) Implement management and non-management training regarding hiring and promotion practices.
- 4) Cultivate, encourage and promote internal candidates. Develop individual employee career development plans.

COMPENSATION

- **Adequacy**
 - Over half of responding employees believe they are not adequately compensated.
 - Most base this conclusion on the perceived pay rates in other Coca-Cola facilities.
 - Some employees expressed frustration at failing to receive pay raises they believe were promised to them.
- **Fairness**
 - Over half of responding employees believe they are not compensated fairly in comparison with others in the organization.
 - Some employees believe employees in other departments should not earn more, and other employees believe they should earn more than employees in other departments with less demanding responsibilities.
 - Several employees said that it is unfair if two individuals are performing the same job but earning different pay rates.
 - Some employees believe overtime opportunities are given unfairly.

Recommendations

- 1) Rectify all obvious pay disparities not supported by legitimate business justifications.
- 2) Update and/or modify existing employment policies regarding compensation and distribution of overtime. Broadly communicate policies and programs.
- 3) Conduct equity analyses when new employees are hired.

ENGAGEMENT SURVEY

- Over 75 percent of people responding indicated that they participated in the Hewitt Engagement Survey conducted at the plant.
- More than 50 percent of these Engagement Survey participants believe there were discrepancies with the reporting of the results.
- Many believe the perceived problem was unintentional, while others believed the perceived problem was purposeful.

PROBLEM RESOLUTION/COMMUNICATION

- Over 50 percent of people responding believe there is an effective communication system in place for airing concerns, complaints or grievances.
- Most employees agreed that there are ample sources of communication available to employees.
- Associates also cited slow response time from plant officials and external departments in resolving complaints.
- Approximately half of people responding reported that they are uncomfortable communicating their concerns to at least one member of management.
- Some associates cited problems with breaches of confidentiality inside and outside the plant.

- Some employees indicate a general lack of trust regarding some managers
- Approximately 25 percent of people responding indicated that they had utilized SOLUTIONS, and over 75 percent of these employees were not pleased with the results.
- Associates cited problems with confidentiality and responsiveness.

Recommendations

- 1) Promptly respond to all EEO and employee relations complaints.
- 2) More management/employee team building.
- 3) Use Roundtable for opening lines of communication.
- 4) Improve internal complaint system, possibly using an independent entity and/or an independent 1-800 number for internal complaints and complaint investigations.

PLANT IMPROVEMENTS

- **Facility Upgrades**
 - Improvements include new additions to the break room, second floor to the Dry Parts department, new equipment, new paint, and improved cleanliness.
 - Improvements have eased safety and health concerns.
- **Improved Output**
 - Quality of product has improved.
 - Customer service has improved.
- **Plans for Improved Engagement, Communication, and Training**
 - Roundtable meetings to improve engagement.
 - Plant meetings and increase in posting information have improved communication.

- Availability of and focus on training has increased.

CONCLUSION

- Thank employees again for participating and allowing us to help them with this opportunity to make the plant a better environment for everyone.
- Improving the plant is the responsibility of everyone in the plant, and communication is the first step.
- We are excited that we had the opportunity to help the plant employees voice their impressions and opinions regarding the workplace, and we are confident that employees and managers are ready to take the next steps toward making the plant a better place to work.

EXHIBIT 1

Sharron Mangum
01/30/2003 04:55 PM

To: Milagros Tomei/US/NA/TCCC@TCCC
cc: Jim Sepulveda/US/NA/TCCC@TCCC
Subject: Please respond by Wednesday, February 5, 2003

Milagros,

There are several issues that we have discussed that are still outstanding. Please review these items below and provide me with a response by Friday, February 7, 2003.

Regards,

Sharron Mangum
HR Training Coordinator
404-676-3906

Thou wilt keep him in perfect peace, whose mind is stayed on thee: because he trusteth in thee. Isaiah 26:3

1. I brought to your attention on at least four occasions when I perceived Raymond Sherman's behavior to be threatening and intimidating. Friday, January 24, 2003 Joseph Calderara pulled me into a meeting with Sal Jones and Raymond Sherman. The purpose of this meeting was to provide me with feedback on the off-site training that I coordinated for the hourly professionals. As neither of these gentlemen had communicated prior to this meeting that there were any issues with the training, I perceived their conduct to be harassing and threatening. Their communication was confrontational and antagonistic. At one point in the meeting Raymond attempted to pull me into a verbal altercation with him; however, when he was unsuccessful he abruptly arose from his seat and left the room.

Tuesday, January 28, 2003 while setting up the front conference room for training, Chris Georges and I engaged in a discussion regarding the location for his Hazardous Communication training. Again, Raymond Sherman in a hostile condescending manner interjects his unsolicited opinion in the discussion and then abruptly walked away.

I have made you aware of the following situations since returning from disability: 1) Tony Davenport threatened my life on Thursday, January 9, 2003; James Garris cursed at me on December 12, 2002; I suspected Karen Klansek hid training records in my office on Friday, October 25, 2002; and, James Garris on several occasions from (November 1 until my return to work December 12) communicated to co-workers how he wanted to "get rid" of a few people, namely me. I have expressed co-workers' concerns about being seen or communicating with me as they perceive it as a direct threat to their job. This conduct gives me no other choice but to believe that Raymond Sherman is seeking assistance from other employees to support his cause and that he and the people named above are a threat to my safety and well-being.

In each of these instances I have asked for help from you, Amanda Pace, and Corporate Security managers' Leslie Davis and Phil Cox, only to have my pleas ignored or discounted. I contacted Jim Sepulveda in your absence on Friday, January 24, 2003 only to be instructed that I needed to talk to you. As a result, I am asking that an armed police officer is placed on site to monitor the environment. This would be consistent with the armed officers that are on site at Corporate. Furthermore, I will be carrying a recording device in plain sight at all times during my continued employment at ABBP.

2. It has been some months since I began the process to have the HR Training Coordinator position evaluated following the guidelines in Compensation Delivery as communicated by Dianna Haddon. All of the necessary steps and documentation were completed and as a result I expected this matter to be resolved in October 2002 based on communication I received. Unfortunately, my medical leave occurred before I had an opportunity to follow up with her and now it is my understanding that Dianna retired in December.

I have asked you on numerous occasions to provide me with the outcome, but I have not received a response to date. In an effort to bring this matter to a close I would like for you or someone from Corporate to communicate the outcome as soon as possible.

3. In light of the situation that occurred with the reclassification of the Quality Analyst position from exempt salaried job grade 8 to non-exempt salaried, I now believe that my position along with all ABBP non-management positions below job grade 10 should be considered for the same evaluation. Upon careful review of the existing job description for HR Training Coordinator and comparison to like

positions within the Company, my existing job does not meet the criteria for FLSA exempt status. Additionally, my previous position as a Training and Development Coordinator (exempt salaried job grade 7) from January 1, 1997 to April 15, 2001 does not meet the criteria for FLSA exempt status. I would like these positions reviewed for back pay including interest and merit increase pay.

4. It was communicated to me by Kevin Johnson upon my first day of employment at the ABBP that our standard work week was 40 hours a week. However, my base pay is calculated at 37.5 hours a week. You stated on January 21, 2003 that the standard work week for ABBP was 37.5 hours. Additionally, I learned from the Quality Analyst that they are now held to a 37.5 work week, but prior to their change in status they worked a 40 hour work week. As an announcement has not been made regarding the change in the standard work week salaried associates, including myself, continue to work 40 hours a week as the standard. I would like to be compensated for the period that I worked 40 hours a week from April 16, 2001 to January 31, 2003. Per your communication, effective February 1, 2003 I will cut my standard work week to 37.5 hours.

Sharron Mangum
10/21/2002 05:09 PM

To: Peter Simpson/US/NA/TCCC@TCCC
cc: mtomei@na.ko.com, Joseph Calderara/US/NA/TCCC@TCCC
Subject: Training Program

Peter,
I have chosen to decline your offer to change the Training Program's last audit assessment from a "critical" to a "major" nonconformance. I will pursue other options in getting this matter resolve.

Regards,
Sharron Mangum
HR Training Coordinator
TCCC Atlanta Beverage Base Plant
1001 Great SW Parkway
Atlanta, GA 30336

Training Program Update
Certification Testing

1. Re-test Maintenance Wednesday, October 23
2. 2nd Shift Wednesday, October 23

Visual and Verbal Assessments

1. Completed by Friday, November 1

Training Plans

1. In place by Friday, November 1

Training Program changes completed 10/18/02.

Sharron Mangum

Sharron Mangum
08/27/2002 11:55 AM

To: Peter Simpson/US/NA/TCCC
cc: mtomei@na.ko.com, Joseph Calderara/US/NA/TCCC@TCCC
Subject: Re: Review of training program

Peter,
I appreciate you working with me on the Training Program's last audit assessment. I am still considering your offer, but have not arrived at a final decision. I will make my decision next week.

Next Steps:

- Training to be completed by October 4. (*less than 20 people remaining*)
- Certification Testing to be completed by October 4. (*Dry Parts and 2nd Shift*)
- Training files can be viewed at your discretion (any date or time).
- Ongoing Training Program Refresher Training with Supervisors through December.

Sharron

Peter Simpson

Peter Simpson
08/25/2002 01:32 PM

To: Sharron Mangum/US/NA/TCCC@TCCC
cc: Milagros Tomei/US/NA/TCCC@TCCC, Joseph Calderara/US/NA/TCCC@TCCC
Subject: Review of training program

Sharron

I am summarizing my meetings with each Program Owner so that they can finalize preparations for the audit in December. Here is my summary of your meeting, please let me know if I have missed anything

Critical nonconformance from last audit

- You expressed concern over the critical given in the last audit and were thought that there was confusion as to how the Audit Program explains when criticals are assigned to an audit finding.

I explained to you that the criteria listed in the program are guidelines and do not exclude other findings from allowing an auditor to assign a critical (I designed our program to be flexible). As you know TCCQS Phase 3 is one of the plant's major goals for 2002, therefore during the run up to Phase 3, I decided (based upon discussion with experienced associates) that a critical could be assigned to any program that may prevent the plant's certification.

In order to clarify this position, I rewrote the audit program in August to include this guideline. However because your audit was before August this clarification would not have helped you understand the process. Due to this confusion and in the spirit of developing a respected audit program that we can all be proud of, I offered to reduce the critical to a number major nonconformances related to specific findings. By taking this step I hope that we can focus upon the few remaining issues that relate to your program (mostly around awareness training) instead of debating their classification. You said that you would consider this offer.

Next steps

- Complete the corrective actions from the previous audit, especially around completing training of associates on the program (please provide me a deadline for completion) and update their training records
- I will release program documents with the understanding that all records for outstanding training are given to me ASAP I will bring over the tracking forms for you to sign
- Thoroughly review Corporate requirements for the Training Program and be able to navigate through your program with ease
- Complete certification testing and (job skills analysis?)
- One thing we did not mention, I would like to review your training record files either Friday (9/27) or the following Monday, you do not need to be available for this.

I look forward to your continued support of our Quality System, let me know if you have questions

Sharron Mangum
07/30/2002 09:00 AM

To: Elizabeth Hayes/US/NA/TCCC@TCCC
cc: Milagros Tomei/US/NA/TCCC@TCCC, Bridgett Wise/US/NA/TCCC@TCCC
Subject: Re: Invoice Status

Elizabeth,
I received two invoices from Langevin Learning Services that are severely past due. Could you please check the status and provide me with an update? If they have already been paid, please provide the check number, check date and the mailing address.

Thank you,
Sharron Mangum, X83906

Invoice #A88211	\$799.00	Rec'vd March 13, forwarded to Millie for signature and processing.
Invoice #A89832	\$160.65	Rec'vd April 15, forwarded to Millie for signature and processing.

Sharron Mangum

Sharron Mangum
06/25/2002 06:07 AM

To: Elizabeth Hayes/US/NA/TCCC
cc:
Subject: Re: Invoice Status

Thank you.

Elizabeth Hayes

Elizabeth Hayes
06/24/2002 05:29 PM

To: Sharron Mangum/US/NA/TCCC@TCCC
cc: Milagros Tomei/US/NA/TCCC@TCCC
Subject: Re: Invoice Status

I have the copies that I kept when I submitted both invoices, but they do not seem to have paid yet. I will call DMG tomorrow morning when they open to get a status from them.

Elizabeth Hayes
Atlanta Beverage Base Plant
404-678-2790
404-515-3144 - fax
Sharron Mangum

Sharron Mangum
06/24/2002 05:23 PM

To: Elizabeth Hayes/US/NA/TCCC@TCCC
cc: Milagros Tomei/US/NA/TCCC@TCCC
Subject: Invoice Status

Elizabeth,
Langevin Learning Services notified me today of two outstanding invoices (see below). Could you please check the status and provide me with an update at your earliest?

Thank you,
Sharron Mangum, X83906

Invoice #A88211	\$799.00	Rec'vd in March 13, forwarded to Millie for signature and processing
Invoice #A89098	\$1,099.00	Rec'vd in April 4, forwarded to Millie for signature and processing

James Garris

To: Milagros Tomei/US/NA/TCCC@TCCC

04/03/02 10:45 AM

cc:

Subject: Discussion Items

Millie:

A couple of things we need to discuss when you return.....

1) Brenda is still concerned about her pay gap with Tony. She wasn't officially filing a concern with me but I can tell she is not clear on why there is a difference of \$10,000 - this is the number she was given by someone. Not sure what next steps are but perhaps you and Joe need to meet to clarify? I think Joe has a concern with Joan's pay since she is managing a night shift alone???

2) I was asked about AOL offer. It is soon to expire (July). Have you heard of any talk to get an extension?

3) We need to discuss the EOM sent by Mark Harden last week. It indicated temporaries and contracts who would be on-site more than 10 days had to have a background check. I believe we need to understand how our temp agency can comply.

Thanks.

Sharron Mangum

10/08/2001 09:29 AM

Please respond by
10/09/2001

To: Kevin 'HR' Johnson/US/NA/TCCC@TCCC, fccc
cc: Douglas N. Daft/US/NA/TCCC@TCCC, Coretha
Rushing/US/NA/TCCC@TCCC, Patricia V.
Powell/US/NA/TCCC@TCCC, Philippe Del
Piano/PR/LA/TCCC@TCCC, Tracy Kohl/US/NA/TCCC@TCCC, James
Garris/US/NA/TCCC@TCCC, LESBIA BLANCO/PR/LA/TCCC@TCCC,
Dr. William Yang/US/NA/TCCC@TCCC

Subject: A Recap of Thursday, October 4

Kevin,

This memo is to recap our discussion of Thursday, October 4, when pursuant to my physician's release, I returned to work. Prior to returning to work, it was not clearly communicated that I needed documentation in addition to what is required by FMLA. As a result, you ordered me to leave the premises. You stated as a result of your conversation with unnamed sources in The Coca-Cola Company's Legal and Medical Services Departments that you needed additional documentation to support my return to work authorization. In addition, you stated that the document that I provided did not contain the limitations associated with performing my work duties.

Compliance to Standard Equipment

In my discussions with Dr. Bill Yang prior to returning to work, it was not mentioned that The Coca-Cola Company required that my physician supply additional supporting documentation. On October 4 I asked Dr. Yang if my physician was required to submit documentation for standard tools and equipment afforded every associate (permanent and contract) of The Coca-Cola Company. He stated that it was not a requirement, but that it would "lend support to Kevin getting those things in place for you."

On October 4 Dr. Bill Yang contacted Healthworks on my behalf. As a result, Debbie MacLean contacted me at home on Friday, October 5 to inquire what sort of chair was needed. I told her that I was requesting the standard ergonomic chair that was provided to all associates (permanent and contract) of The Coca-Cola Company. She stated that she would request a chair from Facility Services and would follow up our conversation via email. She further stated that if I liked Healthworks would do a workstation assessment. Since I am still without an assigned work location, I stated that I would set up an appointment as soon as I had a location.

I would like to add that since my hire date of April 16, 2001 I have not had an assigned work location. I had worked from another associate's desk while she was part of the SAP Implementation team. During this time, I used my personal cell phone to conduct company business. Furthermore, when Susie Shealey returned the week of July 9, I was relocated to sharing a desk with you, Kevin. Since the chair was not in compliance with The Coca-Cola Company's ergonomic code, it agitated my back injury. At this time you authorized me to order a chair and a lumbar support.

Compliance to Standard Work Hours

★ As you are aware the standard number of hours for The Coca-Cola Company in a workday is 7.5 and the workweek is 37.5. On October 4 you stated that the Atlanta Beverage Base Plant does not follow the standard work hours of The Coca-Cola Company. While I am aware that we are considered a field office and that field offices generally alter the procedures and policies of The Coca-Cola Company to meet the demands of the business, however, the field offices are bound by the standards set forth by The Coca-Cola Company.

During my orientation as HR Representative for the Atlanta Beverage Base Plant, you asked if I would start my workday at 8:00 a.m. and end it at 5:00 p.m. I brought to your attention that this was longer than the standard work hours of The Coca-Cola Company. You stated that it was the desire of James Garris, Atlanta Beverage Base Plant General Manager, to have someone available in the HR Department at 8:00 a.m. and that he doesn't like office personnel to leave before 5:00 p.m. You further stated that you "would be flexible when I needed to take time off for any reason."

Since my injury, I have requested to work the standard hours of The Coca-Cola Company and to adjust my hours as business situations arose. You further stated that if I worked the standard number of hours set forth by The Coca-Cola Company, I would not be able to fulfill the requirements of my position. I'm not sure how you can qualify this statement as your display of satisfaction with my work quality and performance carried over into my disability.

You may recall that during one of our many phone conversations while I was at home on disability, you asked what was HR policy concerning contacting associates at home for work related guidance. I stated that you are not to contact me while I am out on disability as it could be considered harassment. Although I knew that this was not a requirement to maintain employment with The Coca-Cola Company, I complied with your requests because of the questionable terminations that have occurred during my employment at the Atlanta Beverage Base Plant. Furthermore, you expressed such strong opinions that nothing was wrong with me as a result of my automobile accident, and in an effort to protect my position with The Coca-Cola Company as well as out of concern for the Atlanta Beverage Base Plant achieving TCCC Quality System certification, I felt that I had no other choice but to respond to your work-related inquiries. You even called my cell phone to discuss work-related tasks while I was working online from home.

As previously mentioned, you stated that if I worked the standard number of hours, I would not be able to fulfill the requirements of my position. In an effort to fulfill the needs of the division in meeting The Coca-Cola Quality System standards, I have been working primarily in the capacity of a Trainer. A non-employee worker continued to work in the capacity of the HR Representative for which she was hired several months prior to my start date, April 16.

On July 24 you forwarded an email from Patrice Kant which allocated funds for two months to the Atlanta Beverage Base Plant to assist with the temporary support of the HR Department. If you recall, while out on disability, you asked me to complete the business justification document which requested additional financial

support to retain the contract worker and to add an additional headcount to the Atlanta Beverage Base Plant HR Department for the 2002 Business Plan. The additional headcount would be used to split the duties of the HR Representative into two positions—full time HR Representative and full time Trainer—to consistently meet the training requirements of The Coca-Cola Company Quality System.

As a result of the concerns that you have expressed, and the budgetary constraints which resulted in the loss of the financial support for the contract worker, it leads me to believe that you would like for me to continue to fulfill the needs of a full time Trainer as well as begin my duties to fulfill the position of HR Representative.

Additional Documentation Request

I did not anticipate the length of time it would take to reach my physician. My physician is an Orthopedic Surgeon that works out of three separate office locations and is on staff at several different hospitals in the area. I have attempted to reach him on several occasions. As this is a non-emergency situation, his office staff has reassured me that he will contact me at his earliest opportunity.

As a result of your request that my return to work is contingent upon the additional documentation you requested, this memo is to serve as notice today, Monday, October 8, that I will not return to the office until such time or unless authorized by a Coca-Cola Company Representative.

In following your instructions, I have sought company policy to substantiate utilization of my accrued time. Since I have been unable to locate said policy, I rescind my agreement to use Friday, October 5 as a vacation day. Furthermore, it appears that this time out of the office should not be charged against my accrued time, PTO or vacation nor should it be considered time without pay. I will seek HR and FMLA guidance regarding this matter.

The HR Technician job description that you provided on October 4 is to be reviewed by my physician. You stated that my physician is to provide a statement as to my ability to perform the duties in this particular job description. After careful review of the HR Technician job description, I realized that it had been modified from the original job description of HR Representative that I interviewed and was hired for on April 16, 2001. I am referring specifically to the Safety and Occupational Health Responsibilities, Quality System Responsibilities, and General Aspects of the Position that were outlined. I will seek direction from HR and FMLA as to how this request should be handled.

Summation

Based on the aforementioned occurrences, it could easily be interpreted that you are deliberately requesting that I provide non-essential documentation for returning to work to substantiate a non-justifiable termination. As a result of your actions, I am going to utilize The Coca-Cola Company's resources to reach a reasonable solution to this situation. In the interim, I would like for you to outline in your response:

1. The documented FMLA policies that the unnamed Medical Services personnel provided that led you to believe that my physician needed to provide additional

documentation to support my return to work.

2. The documented policies that the unnamed legal personnel referred to concerning the standard tools provided every associate (permanent and contract) of The Coca-Cola Company (chair, workstation and the standard workweek).
3. Specifically which job functions you alluded to in the original HR Representative job description that I would not be able to perform. What is it as a result of my physical injury that leads you to believe that I cannot continue to perform my work functions that you were clearly satisfied with prior to my injury?
4. The documented authorization to modify the HR Representative job description and the reason why I was not made aware of the changes in responsibility.

My original email requested that I receive the standard tools afforded every associate (permanent and contract) of The Coca-Cola Company. I am saddened that your response escalated a simple request to a potentially unfavorable situation and that your behavior overshadowed the efforts of Dr. Bill Yang, James Garris and other personnel at Corporate and the Atlanta Beverage Base Plant to make my return a pleasant one.

I would appreciate immediate resolution to this situation so that we can move forward in continuing the success of The Coca-Cola Company.

Best Regards,
Sharron Mangum
HR Representative, Atlanta Beverage Base Plant
404-676-3906

Sharron Mangum



Sharron Mangum
09/20/2001 12:36 PM

To: Kevin "HR" Johnson/US/NA/TCCC
cc: Dr. William Yang/US/NA/TCCC@TCCC, James
Garris/US/NA/TCCC@TCCC
Subject: In response to your questions and concerns.

Hi Kevin,

Thanks for your response and your support of the accommodations. However, to answer your question, my request is neither personal nor medical in nature except for the lumbar support. I have known since I started that the ABBP was working on the facility issues and I have been extremely patient throughout the process. However, because of my recent injury, it is critical that I receive the same accommodations as any other associate of the Company. These requests are to minimize any stress or agitation to my injury while continuing the healing process.

From an HR perspective, it is a Company standard that each associate has the proper equipment to perform their essential job functions, that includes, a telephone, computer, ergonomic chair, workstation, and whatever other necessities that the position may require. The 37.5-hour workweek is also a standard of the Company. The lumbar support is the only request that is non-standard. I am happy to provide whatever documentation needed to support this request.

You suggested getting legal involved. If my requests were outside the standards of the Company, I would fully agree. I think that this matter is pretty simple in nature and I think that it is something that we can resolve on our own. Please advise.

Dr. Yang,
Please advise what documentation is needed other than what has been provided prior to my return to work.

Best Regards,

Please respond accordingly,
Look forward to seeing you on October 8th, 2001. Feel free to call me @ 66084.

Kevin,
Sharron Mangum



Sharron Mangum
09/19/01 09:48 AM

To: Kevin 'HR' Johnson/US/NA/TCCC@TCCC
cc: Dr. William Yang/US/NA/TCCC@TCCC, James
Garris/US/NA/TCCC@TCCC
Subject: Return to Work Accommodations

Kevin,
Since my injury, I know that my absence has been a strain on the HR Department. I sincerely appreciate your patience and support during this difficult time. I will be returning to work in two and half weeks—approximately October 8. In preparation of my return there are some things that we can do to ensure minimal agitation occurs to my back injury. Below I have listed some things (others may arise after I return) that will help me re-acclimate to ABBP's work environment. After reviewing the information below, please provide me with your thoughts, questions and concerns.

I look forward to seeing you all soon.

Best Regards,
Sharron Mangum
HR Representative, ABBP
404-676-3906

- 1. Workstation and File Space Accommodations**
Prior to my leave, I was dislocated. I did not have a workstation or filing space. In actuality I was working from a chair and using the floor as my file cabinet.
- 2. Ergonomic Chair and Lumbar Support**
I was utilizing a decorative office chair, which will not supply the support I need for my back injury. I requested an ergonomic chair and a lumbar support prior to my leave. Please ensure that they are available upon my return.
- 3. Adjust Work Schedule to 8:30 to 4:30**
We agreed that my normal work schedule would be 8:00 to 5:00. You have expressed concern in reference to me returning to work part time. As a result, I propose that I strictly adhere to the Company's 37.5-hour workweek unless a situation arises in which I need to work extended hours.
- 4. Please keep in mind that these changes are to limit the strain to my back injury and to continue the healing process without consistent agtatio**

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

DARRYL WALLACE AND)
SHARRON MANGUM,)

Plaintiffs,)

v.)

THE COCA-COLA COMPANY,)
DOUGLAS DAFT, CORETHA)
RUSHING, FRED YOCHUM, STEVEN)
BUCHARETI, AMANDA PACE,)
TRACY KOLL, JAMES GARRIS,)
MILAGROS TOMEI, RAYMOND)
HERMAN AND JOSEPH)
COSTOLNICK)

Defendants.)

CIVIL ACTION FILE NO.

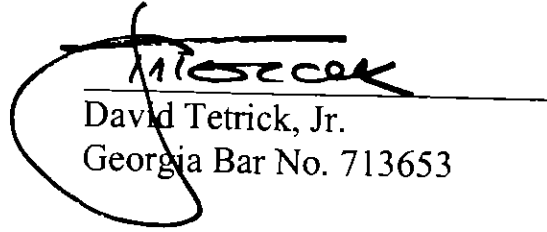
CERTIFICATE OF SERVICE

This is to certify that I have served a true and correct copy of the within and foregoing **DEFENDANTS' NOTICE OF REMOVAL** by depositing same in the U.S. Mail with sufficient postage thereon and addressed as follows:

Mr. Darryl Wallace
445 Fitzgerald Place
Atlanta, Georgia 30349

Ms. Sharron Mangum
94 Crestbend Lane
Powder Springs, Georgia 30127

This 12th day of September 2003.

A handwritten signature in black ink, appearing to read "D. Tetrick, Jr.", is written over a horizontal line. A large, loopy flourish extends from the left side of the signature, looping back under the line and around the text below.

David Tetrick, Jr.
Georgia Bar No. 713653