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CIRCLE PEAK CAPITAL

Proud recipient of the 5th Annual M&A Advisor Award

Retailing Deal of the Year

For the consolidation of the Lunettes LLC, Morgenthal Frederics Opticians, Inc. and Optical Fashion Center, Inc. to form Luxury Optical Holdings Co. The private equity funding helped experienced executives in high-end retail to create a nationwide seller of luxury eyeglasses and frames.

M&A Advisor presented Circle Peak Capital with its ***Retailing Deal of the Year*** award at the M&A Advisor Annual Awards Ceremony in New York City on December 11, 2006.

“Circle Peak Capital is proud to be this year’s recipient and hopes future transactions, like 2006’s Luxury Optical Holdings Co. retailing buyout, will enjoy similar recognition,” said R. Adam Smith, Managing Partner of Circle Peak Capital.

Circle Peak Capital announced the acquisition of the three leading, privately-owned U.S. luxury optical retailing chains, Lunettes LLC, Morgenthal Frederics Opticians Inc., and Optical Fashion Center, Inc. on May 1, 2006. Circle Peak Capital partnered in the transaction with several senior operating executives and equity partners, DLJ Merchant Banking Partners, and Goode Partners. Magnetar Capital Fund LP provided debt financing and participated as an equity co-investor.

Luxury Optical Holdings Co (“Luxury Optical”), the consolidated group, comprises approximately 25 stores that offer high quality fashion eyewear brands, including several lines exclusive to the group. In addition, these stores offer the most skilled lens services and are located in premium U.S. retail sites.

Since closing, three add-on acquisitions have been made to the 25-unit platform, including Optical Elements (4 stores), Optica (4 stores), and Classical Eye (3 stores), which comprise 36 locations in New York City, Las Vegas, Boston, Los Angeles, San Diego, La Jolla, Miami, Orlando, Chicago, Aspen, Houston and Atlanta.

Circle Peak Capital and its equity partners backed two experienced retail executives, Pierre Keyser and Bernard W. Andrews. Mr. Keyser and Mr. Andrews partnered with the sponsors from the deal’s inception, and are investors in the company. Mr. Keyser, Luxury Optical’s CEO, is a former executive at the Richemont Group, a \$5 billion global holding company that designs luxury goods such as Cartier, Monte Blanc and Lancel. He was previously involved in the launch of Cartier eyewear in the United States and the development of Logo Paris, the eyewear manufacturing division of Essilor. Mr. Andrews brings over 30 years of retail and merchandising experience, including a former role as CEO and Chairman of Eye Care Centers of America (ECCA), a successful 380-store consolidation platform based in San Antonio, Texas. He serves as a senior operating advisor and board member.

In addition to Mr. Keyser and Mr. Andrews, the Circle Peak Capital team was led by Managing Partner R. Adam Smith and Partner John J. Poerink, and included Vice President Holbrook M. Forusz and Associate Jim H. Clippard.

Deal advisors and service providers involved in the transaction include Daniel J. Eisner and Nigel S. Austin of Proskauer Rose LLP (formerly of Akin Gump Strauss Hauer & Feld LLP), Douglas P. Warner and Michael E. Weisser of Weil Gotshal & Manges LLP, Richard C. Lee and Michael Franciscovich of KPMG, Charles Collier of Mount Vernon Strategies, Schwartz & Company, Krauter & Company, Jobson Publishing, and Lens Work Laboratories.

Circle Peak Capital LLC:

Circle Peak Capital LLC (“Circle Peak”) is a private equity investment firm based in New York, NY and founded in 2002 that invests in or acquires established small- and mid-sized private companies in the consumer and asset management sectors, with a focus on building brands and sustainable competitive advantages. Circle Peak's principals and advisors are experienced in acquiring, managing, and building companies with between \$25 million and \$500 million in sales. Circle Peak's existing investment portfolio includes Luxury Optical Holdings LLC, Shari's Restaurants Management Corp, and Hill & Valley LLC. Circle Peak is dedicated to partnering with proven management, building profitable businesses, and realizing significant returns on capital for its principals, management teams and investors.

Goode Partners LLC:

Goode Partners LLC (www.goodepartners.com) is a private equity investment firm established to pursue a highly focused strategy of investing in the consumer sector, specifically consumer brands and services, retail, restaurants and direct marketing/selling. The firm's emphasis is on transactions requiring approximately \$10 to \$30 million of equity capital with an opportunistic approach to larger situations. Together, the Partners of Goode possess a unique set of complementary skills and a proven track record of investing, strategic leadership and hands-on operational management within the firm's targeted investment sectors. Goode's extensive experience, deep industry relationships and exclusive focus on the consumer sector provide the ability to offer capital and operational support and allow us to work in partnership with management to assist in the execution of new unit growth plans or the expansion into new product categories or global geographic regions.

DLJ Merchant Banking Partners:

DLJ Merchant Banking Partners (DLJMB) is a leading private equity investor that has a 20-year record of investing in leveraged buyouts and related transactions across a broad range of industries. DLJMB has offices in New York, London and Los Angeles, and is part of Credit Suisse's Alternative Investments business (AI), one of the largest alternative asset managers in the world with more than \$100 billion of assets under management. AI asset management activities are comprised of a diverse family of funds, including private equity, leveraged buyouts, mezzanine, real estate, secondary funds and fund of funds, as well as the businesses covering hedge funds (both direct and fund of funds), leveraged loan and collateralized debt obligation investment programs, core real estate funds, and quantitative investment and volatility management products.

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