

LAKWOOD MUNICIPAL COURT

12650 Detroit Avenue
Lakewood, Ohio 44107
216.529.6700

FILED SMALL CLAIM COMPLAINT

11 AUG 11 PM 2:28

Case No. 2011 CV/E 2065

Plaintiff	<u>Charles F. Birchall, Jr.</u> (Print Name)	Defendant	<u>JAMES C. O'BRYAN/Lakewood Observer</u> (Print Name)
Address	<u>6701 Silvermound Drive</u> (Number and Street)	Address	<u>14900 Detroit Avenue, #309</u> (Number and Street)
	<u>Mentor, OH 44060</u> (City, State, Zip)		<u>Lakewood, OH 44107</u> (City, State, Zip)
Phone	<u>440.479.4651</u>	Phone	<u>216.228.7223</u>
Plaintiff	_____	Defendant	<u>AGS Software Development</u> (Print Name)
Address	_____	Address	<u>17119 Madison Avenue</u> (Number and Street)
	_____		<u>Lakewood, OH 44107</u> (City, State Zip)
Phone	_____	Phone	<u>216.529.6700</u>

STATEMENT OF CLAIM

X ACCOUNT - EXHIBIT ATTACHED AND MADE A PART HEREOF Unpaid salary of \$3000 for employment from April 1 to April 30, 2011 per Letter of Understanding (see attached) with AGS Software Development, Inc. Multiple emails and a letter requesting payment of salary went unanswered for more than 90 days. My resignation was given in early May after reviewing some questionable accounting practices.

Wherefore plaintiff prays judgment against defendant in the sum of \$3000.00, plus interest from the date of judgment and costs.

STATE OF OHIO }
COUNTY OF CUYAHOGA }

AFFIDAVIT OF COMPLAINT'S CLAIM

CHARLES F. BIRCHALL, JR., being first duly sworn, on oath states that they are the Plaintiff(s) in the above entitled cause; that the said cause is for the payment of money that the nature of plaintiff's demand is as stated, and that there is due to plaintiff from the defendant the amount stated above; defendant(s) (is/are) not now in the military or naval service of the United States.

Plaintiff *CFB*

Subscribed and sworn to before me this 11 day of AUGUST, 20 11.

Verna A. Pozuler
Clerk, Deputy Clerk, Notary Public

LAW OFFICE OF
Endress & Endress Co., L.P.A.

FILED
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JEFFREY C. ENDRESS

RICHARD R. ENDRESS
(1923-2003)

ROY W. ENDRESS
(1897-1973)

TERRI A. O'NEILL
CLERK OF COURT
19 MADISON AVENUE
LAKEWOOD, OHIO
44107

March 28, 2011

216/228-7550
FAX 216/228-7593

Charles F. Birchall, Jr.
6701 Silvermound Drive
Mentor, OH 44060

Re: Letter of Understanding – AGS Software Development Inc.

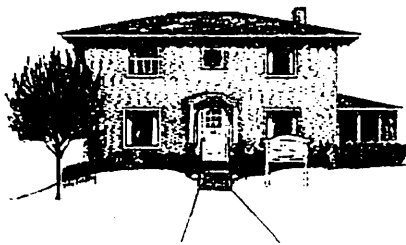
Dear Mr. Birchall:

I am writing this letter on behalf of AGS Software Development Inc. for the purpose of formalizing our agreement with you to work on a part-time basis with the corporation to be in the process of positioning it for seeking outside investors for eventual sale.

Per our discussion, it is our understanding commencing on April 1, 2011, you will receive a salary of \$3,000 per month or 20% of revenue, whichever is greater. We recognize there may be need, as a result of cash flow, for a deferral of the minimum salary and if this occurs, any amounts deferred would be paid at a later date.

In addition to the salary, you will receive \$1,000 toward your health insurance costs, as well as reasonable reimbursement for travel, entertainment and related corporate expenses, not to exceed the total of \$2,000 per month without prior Board approval. We have also agreed that you will be offered a stock option representing 25% of the issued shares (250) which options will vest on October 1, 2011 at a price of \$25,000.

We have also discussed that there will be a need for modification for the current Board structure. Obviously, this is an issue that will require the approval of the shareholders, but the aim would be to reduce the Board from its present nine members to five members which would include Mr.



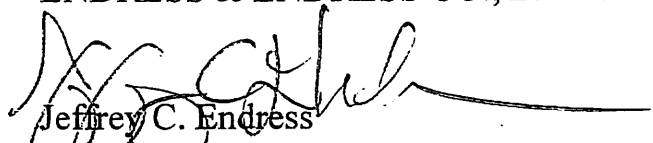
O'Bryan, yourself, myself and a media specialist and financial background specialist which will be chosen by agreement of the parties.

Lastly, we also agree that you will be given the opportunity to develop the Mentor Observer at no cost and no fees for a period of six months after it is launched and a right of first refusal for any and all Lake and Geauga County Observers for a period of one year after the launch of the Mentor Observer.

It is our anticipation that as the corporate structure and finances of the corporation warrant that the Board will take up a formalized employment contract and it is our anticipation that, through your efforts, we will be placed in that position within the next six months. If this accurately reflects our understanding, I would appreciate your signing on behalf of yourself so that we can move forward.

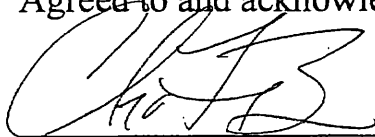
Very truly yours,

ENDRESS & ENDRESS CO., L.P.A.


Jeffrey C. Endress
On behalf of AGS Software Development

JCE:rb

Agreed to and acknowledged by:


Charles F. Birchall, Jr.

LAKWOOD MUNICIPAL COURT

12650 Detroit Avenue
Lakewood, Ohio 44107
216.529.6700

FILED

SMALL CLAIM COMPLAINT

11 AUG 11 PM 2:29

Case No. 2011 CVI 2064

Plaintiff	<u>Charles F. Birchall, Jr.</u> (Print Name)	Defendant	<u>James C. O'Bryan/Lakewood Observer</u> (Print Name)
Address	<u>6701 Silvermound Drive</u> (Number and Street)	Address	<u>14900 Detroit Avenue, #309</u> (Number and Street)
	<u>Mentor, OH 44060</u> (City, State, Zip)		<u>Lakewood, OH 4107</u> (City, State, Zip)
Phone	<u>440.479.4651</u>	Phone	<u>216.228.7223</u>
Plaintiff	_____	Defendant	<u>AGS Software Development</u> (Print Name)
Address	_____	Address	<u>17119 Madison Avenue</u> (Number and Street)
	_____		<u>Lakewood, OH 44107</u> (City, State, Zip)
Phone	_____	Phone	<u>216.529.6700</u>

STATEMENT OF CLAIM

X ACCOUNT - EXHIBIT ATTACHED AND MADE A PART HEREOF Unpaid expenses of \$1160.82 (see attached) during employment from April 1 to April 30, 2011 that were agreed upon per Letter of Understanding (see attached) with AGS Software Development, Inc. Multiple emails and a letter requesting reimbursement of expenses went unanswered for more than 90 days. My resignation was given in early May after reviewing some questionable accounting practices.

Wherefore plaintiff prays judgment against defendant in the sum of \$ 1160.82, plus interest from the date of judgment and costs.

STATE OF OHIO }
COUNTY OF CUYAHOGA }

AFFIDAVIT OF COMPLAINT'S CLAIM

CHARLES F. BIRCHALL, JR., being first duly sworn, on oath states that they are the Plaintiff(s) in the above entitled cause; that the said cause is for the payment of money that the nature of plaintiff's demand is as stated, and that there is due to plaintiff from the defendant the amount stated above; defendant(s) (is/are) not now in the military or naval service of the United States.

Subscribed and sworn to before me this 11 day of AUGUST, 20 11.
Plaintiff [Signature]

[Signature]
Clerk, Deputy Clerk, Notary Public

AGS
Expense Report

Name: Chuck Birchall
Period covered: April 2011

Date	Expenses - Description	Room	Meals	Parking & Tolls	Mileage	0.51	Other	Total
					Miles	Amount		
13-Apr	Deanna Fisher - Heights intro		2	1	44	22.44		25.44
14-Apr	Denny/Tara Wendell - WBV Observer intro				72	36.72		36.72
18-Apr	AGS & Dan Mott Meetings		2	1	60	30.60		33.60
15-Apr	John Copic - Collinwood/Euclid Obser		2		6	3.06		5.06
30-Apr	Cell phone						60.00	60.00
30-Apr	Health Insurance						1000.00	1000.00
	TOTAL	0.00	6.00	2.00	182.00	92.82	1060.00	1160.82

Employee Signature: 

Date: 5/2/2011

Approval Signature: _____

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LAKWOOD MUNICIPAL COURT
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TERRI A. O'NEILL
CLERK OF COURT