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JAN 27 2009

CIRCUIT COURT OF ST. LOUIS COUNTY  
STATE OF MISSOURI

JOAN M. GILMER  
CIRCUIT CLERK, ST. LOUIS COUNTY

NEUTRAL QUALIFICATION FORM  
Pursuant to Local Rule 38

I am applying for inclusion on the list of neutrals to be maintained by the Circuit Clerk pursuant to Local Rule 38 of the Circuit Court of St. Louis County. The following information is supplied in support of this application.

1. Name: Underwood Brian Clinton  
(Last) (First) (Middle)

2. Address: 11220 West Florissant Avenue  
Suite 103  
Florissant MO 63033-6741  
(City) (State) (ZIP+4)

3. Telephone Number: (314) 520-3656

4. Facsimile Number: (314) 741-8938

5. State the standard hourly fee for your services as a neutral. \$250.00

6. List your appropriate training or equivalent experience in conducting alternative dispute resolution as required for certification under Supreme Court Rule 17.04.

Mediation Training for Civil Cases	University of Missouri School of Law	Columbia, Missouri	4-6 June 2008	21.7 Hours
Dispute Resolution Basic Arbitrator Training	FINRA	E Learning Course	November 2008	15 Hours
Dispute Resolution Expungement	FINRA	E Learning Course	November 2008	3 Hours
On - Site Basic Arbitrator Training	FINRA	Chicago, Illinois	3 December 2008	4 Hours

7. Please list all areas of substantive law or experience which are or have been a significant part of your professional background or practice.

General Corporate Law; General Contract Law; Employment Law; Banking/Financial Services; Tort Cases; Product Liability;  
Securities Law

8. [If the answer to any of the following questions is yes, please explain the circumstances on a separate sheet and attach.]

- a. Have you ever been disciplined for violation of any code of professional ethics or responsibility? No
- b. Have you ever pled guilty to or been found guilty of a felony? No
- c. Have you ever been found liable for fraud or any other intentional tort? No
- d. Have you ever had a professional license revoked or suspended for reasons other than non-payment of dues? No
- e. Have any professional malpractice judgments been entered against you? No

9. List the courts and professional organizations in which you currently hold certifications as a neutral, mediator, arbitrator, or other ADR service provider.

United States District Court Eastern District of Missouri (Concurrent Application)  
Financial Industry Regulatory Authority (FINRA) FINRA Dispute Resolution Arbitrator  
Circuit Court of St. Louis City (Concurrent Application)

10. In the space below, briefly describe your experience, qualifications, special areas of expertise, and any other reasons why you should be selected as a neutral.

- 20 years experience as a senior executive serving as a member of the Board of Directors of A.G. Edwards & Sons, Inc.; Litigation Counsel, and Chief Compliance Officer of A.G. Edwards & Sons, Inc.; as a Managing Director and Chief Compliance Officer of Wachovia Securities, LLC; In those capacities I have been trained, trained others and advised others on the whole spectrum of general corporate, contract, employment, banking and financial service, security law, investment advisory law, commodity and futures law issues.
- Extensive experience working with industry peers and regulatory agencies to reach a consensus on critical, complex issues, including: from 1998 to 2002 served as Chairman of the SIA Ad Hoc Committee on Uniform State Laws, responsible for representing the securities industry in the drafting the 2002 Uniform Securities Act, the model uniform state securities act adopted by the National Conference of Commissioners on Uniform State Laws (NCCUSL); served as a member of the Chicago Board Options Exchange (CBOE) Compliance Advisory Panel; the CBOE Business Conduct Committee; the New York Stock Exchange Compliance Advisory Committee; the FINRA Compliance Advisory Group, a FINRA ad hoc working group relating the SEC Books and Records Rule; the National Association of Securities Dealers, Inc. (NASD) Institute for Professional Development Curriculum Committee; and the Securities Industry & Financial Markets Association (SIFMA) Compliance & Legal Division Executive Committee for 11 years.
- 24 plus years as a Supply Corps Officer with the U.S. Navy with extensive background in defense contracting issues. I hold the rank of Captain, SC, USNR (Retired).
- Practicing attorney for more than 30 years: with trial and arbitration experience in with extensive experience all matters relating to securities and financial services, investment securities, commodities, general business and corporate matters, contract law legal practice and banking and finance.

[Redacted Signature]

(Signature)

1/24/09

(Date)

THIS FORM WILL BE MADE AVAILABLE TO THE PARTIES TO ASSIST THEM IN CHOOSING A NEUTRAL.