

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

### ADVISORS

Lender Recommendations of 22.4  
Fees/qualifications 7.2.3  
Representation 2.4, 3.2 3.3, 7.2  
Initial Public Offerings (IPOs) 30.6  
Services provided 7.2.4

### ALLOCATION

Purchase Price 5.2.6  
Planning Potential (PP) or Volume (PV) (See Allocation - Vehicles)  
Vehicles 2.3, 3.4.2, 24.2.1, 24.2.8 - 24.2.10, 25.3.3, 25.3.4

### APPRAISALS

Asset Inventories 9.1.13.1, 17.1.2  
Accessories 5.1.6  
Control, Paying a Premium for 13.2  
Facilities 5.1.8.1, 5.3, 5.3.2, 9.1.2.1, 10.1, 16.3.10, 20.3  
Hard Assets 5.1  
Leasehold Improvements 5.1.4  
Leases (See Appraisal - Facilities)  
Methods 4.2.1, 5.1.1,  
Soft Assets  
    Allocation of Purchase Price 5.2.4, 5.2.5, 5.2.6  
    Blue Sky, See: Blue Sky  
    Consulting Fee Agreements, See: Consulting Fee Agreements  
    Goodwill, See: Goodwill  
    Management Agreement 6.2.6  
    Noncompetition Agreements, See: Noncompetition Agreements  
    Tax Consequences 5.2.4, 5.2.5  
Telephone Number, Post Office Box, Advertising 5.2.1

### ARBITRATION

Mandatory Dealer/Factory Arbitration 31.3  
RICO Claims 27.3

### ASSET SALE

Buyer's Preparation 2, 3  
Difference between Asset & Stock Sales 4.1, 8.1  
Seller's Preparation 9.1  
Valuing Assets 4, 5  
ASSR 33.4.3

**ATTORNEYS:** (See Advisors)

### AUDITS

Factory, By 23.5

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

### AUTHORITY

See: Officers

### BANKRUPTCY

Automatic Stays 20.2.3  
Background 20.1  
Continuing Business 20.2.2  
Dismissal Requirements 20.9  
Discharge Requirements 20.10  
Environmental Liens 20.7  
Franchise Preservation 20.4  
Involuntary 20.2  
Lender's Liabilities 20.5  
Lease Preservation 20.3  
Preferences 18.5, 20.10.3  
Sale of Business 20.4.1  
Waiver of Claims 20.6  
Workout (Chapter 11) Plans 20.8  
Requirements for a Dismissal 20.9

### BLUE SKY

Accountant's Task 15.3.3  
Allocation (See: Blue Sky - Tax Consequences)  
Buyer's Evaluation 5.2.2, 13.2  
Defined 5.2.2  
Distinguished from Goodwill: 5.2.3, 9.1.14, 10.1.2  
Illustrated 5.2.2, 10.1.2  
Seller's Evaluation: 10.1.2  
Soft Asset 5.2  
Tax Consequences 5.2.4, 5.2.5  
Valuation of 10.1.2, 10.1.3

### BULK SALES

Notice and Taxes 8.2.1  
Liabilities  
    of Purchaser 18.1  
    of Seller 18.4  
Preferred Creditors 18.5  
Ratifying Debts 18.3

### BROKERS

See: Advisors

### BRIBES AND KICK-BACKS

Dealers 23.1.4

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

Factory Personnel 24.2.11  
Lenders 23.4

### BUY-INS

Considerations 6.2.5, 6.2.6, 8.2.1, 9.1.14, 9.1.15, 13.2, 31.2  
Model Agreement

### CAPITALIZATION

Bankruptcy Requirements 20.4.1, 25.3.5  
Inadequate Floorline 25.3.5  
Reasons for Termination 16.3.7, 25.3.7  
Requirements and Investment Guides 2.3, 15.3.2, 25.3.7

### CLOSINGS

After Closing 21  
Escrow Instructions 6.2.8  
In General 19.1  
Items to be Completed Prior to 17  
    By Buyer 17.3  
    By Buyer & Seller 17.1  
By Seller 17.2  
Settlement Statements 19.2  
What Survives 19.3

### COLLATERAL

Protection of 22.3

### CONFIDENTIALITY

By Factory 2.5, 3.1.1.1  
By Lender 3.1.1.1  
By Purchaser  
By Seller

### CONSULTING FEE AGREEMENTS

Accountant's Task 15.3.3  
Allocation of Purchase Price 5.2.8  
Buyer's Consideration 6.2.5, 13.2  
Content 6.2.5  
Elements of 5.2.8  
Necessity for 6.2.5  
Seller's Considerations 6.2.5, 13.2  
Valuation of 8.2.8, 15.3.3  
See too: Appraisals - Soft Assets

### CONSULTANTS

(See Advisors)

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

### CONTINGENCIES

Buy-Sell Agreement, to 9.1.26  
Termination Letter, to 16.1

### CONTROL

Paying a premium for 13.2  
See: Keepers See: Lenders

### CUSTOMER SATISFACTION INDEX (CSI)

Background and History 31.4.1  
Major Problems 31.4.2  
Methods Employed to Measure CSI 31.4.2.1

### DEALER DAY IN COURT ACTS

Described 23.1, 24.1, 25.1  
Duty of Good Faith  
    In General 16.3.1, 23.2.1, 24.1.1, 25.1.1, 25.4,  
    Examples of Bad Faith 16.3.2.2, 26.0.3  
Factory Finance Companies Subject to 23.2.12  
Retroactivity of State Statutes 25.4.3.3

### DEALER INVESTMENT GUIDES

(See Capitalization)

### DEALERSHIPS

Closing 22.7  
Considerations 18.4, 20.10, 22.7.1, 23.1, 23.3  
Facilities See: Facilities  
Future of 31  
Management 2.1  
Purchase, Preparing for 2, 3  
Real Property See: Facilities  
Sale, Authorization 9.1.1  
Sale, Notifying Factory of intent of 16.1  
Sale, Packaging for 10  
Sale, Preparing for 9  
Sale, Shopping for an Offer 11  
Saving 20.8, 20.11, 22.1, 22.2, 22.3, 22.4, 22.5, 22.6  
Workout Plans See: Workouts  
Valuing, In General 4, 5, 10.1

### DIRECTORS

See Officers

### DISTRIBUTORS

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

See: Factories

### DUE DILIGENCE

Buyer's Obligations 2.1, 3.1 through 3.4.3,

Seller's Obligations 7.1, 7.2, 9.1, 12, 23

UCC, Mechanic's Lien and Title Searches 3.1.3, 5.1.9, 9.1.3

### DUTIES

#### By Dealer

to creditors 18

to factory 16.1

to potential purchasers 13.3, 13.6

to shareholders and partners 13.2

#### By Factory

to dealer 16.4, 16.8,

to lender

to purchaser 16.3

#### By Lender

to self

to dealer 3.1.1.1, 13.5,

to other lenders

#### By Purchaser

to creditors 18.2.1, 18.2, 18.3

to potential sellers 13.5

### EMPLOYEES

Covenant and Warranty for Termination 6.2.2.2

Health Insurance Options 22.7.4

Unemployment Insurance Fund 21.3.4

Wage and Pension Fund Liability 9.1.7, 18.4.2, 22.7.3

Withholding Tax 21.4.2

See too: Officers - Personal Liabilities - Employees

### ECONOMIC DURESS

debtor, by

factory, by

landlord, by

lender, by

creditor, by

### ENVIRONMENTAL LIABILITY

Covenant and Warranty 6.2.2.3, 9.1.21

Bankruptcy, in 20.7

Dealer & User 5.1.9, 6.2.2.3, 9.1.21, 22.7.5

Hazardous Waste 6.2.2.3

In General 4.5

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

Landlord 5.1.9, 6.2.2.3  
Lender 5.1.9, 22.7.5  
Unrecorded Liens 5.1.9 ESCROW  
See: Closings

### FACILITIES

Assignment 4.1.1.2, 5.1.8.5, 9.1.2, 16.2, 16.7  
Adequacy 25.3.1.3  
Bankruptcy, Effect of 20.3  
Closing 16.3.4, 22.7.10  
Environmental Liability (See Environmental Liability)  
First Refusal & Options 5.1.8.2, 5.1.8.3, 16.2  
Inspection of 3.1.2  
Leasing vs. Selling 9.1.2.1  
Location 16.3.9, 25.3.1.1 et seq  
Point Protection (Site Control)  
Term 16.3.10  
Upgrading 16.3.5  
Valuing See: Appraisals - Facilities  
Site Control 16.2, 16.7  
See too: Facilities - Assignment  
Subleasing from Factory 14.6

### FACTORIES

Assistance with Purchase Financing, 14.2, 14.12, 14.13, 14.15  
Approvals  
    Denial of 16.3  
    Speedy Approval, Right to 16.8  
Bribes 24.2.11  
Costs, Reimbursement of prospect's 16.2  
Duty of Good Faith: See Day in Court Act & See Good Faith  
Effect Decision To Sell Has Upon 7.4  
First Refusal, Right of 16.2  
Information source re Potential Purchasers 12.1.5  
Information source re Purchasing 2.5, 3.1.1,  
Information source re Selling 11.1.3  
Letters of Intent  
Minorities 16.3.3  
Notifications 4.1.1, 7.4, 16.1  
Oral Agreements 23.2.5, 25.2,  
Types of Pressures 24.2.1 through 24.2.12  
Promises 16.4, 22.2.2, 25.2  
Realty Companies 14.6  
Receivables 9.1.17

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

Standing to Sue 16.3.2  
State Limits to Factory Rights 16.5  
Terminations: See Terminations

### FINANCIAL STATEMENTS

Analyzing 3.1.4.2  
Forms 2.1.1  
Guaranteeing 6.2.2.5, 9.1.10  
Reliance  
By Purchaser 3.1.4.1, 3.1.4.3, 3.1.4.4, 6.2.2.5, 9.1.10  
By Seller 9.1.10 FINANCING  
Capitalization Requirements: See Capitalization  
Creative Methods of Purchase of Dealership 14  
Private Dealer Development Plan 31.2

### FRANCHISE AGREEMENTS

(See: Service and Sales Agreements)

### GENERAL MANAGERS

Potential Purchaser, As a 11.1.4  
Qualifications 2.1.1

### GOING PUBLIC

Adverse Considerations 30.3  
Advisors, Selecting 30.6  
Basic Requirements 30.2  
Expenses Involved 30.5  
Factory Considerations 30.4  
Formulas for 30.1  
Initial Public Offerings (IPOs) 30.2  
Joint Ventures 30.8  
Limited Partnerships 30.7

### GOOD FAITH

Dealer Day in Court Requirements 24.1.1, 25.4.1  
Factory's Duty 16.3.1.1, 25.1.1  
Franchise Requirements 24.1.1  
Lender's Duty 23.2.1  
Sales and Service Agreements 16.3.1.1, 25.4.2  
State Laws 25.4.3  
UCC 16.3.1.1  
See too: Dealer Day in Court Act

### GOODWILL

Accountant's Task 15.3.3  
Allocation of Purchase Price 5.2.6

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

Blue Sky, as distinguished from 5.2.2, 10.1.2  
Control, as a premium for 13.2  
Illustrated 10.1.3  
Minority Shareholder, consideration of 13.2  
Tax Consequences 5.2.4, 5.2.5, 5.2.6  
Valuation 5.2.3, 10.1.3, 15.3.3  
See too: Appraisals - Soft Assets  
See too: Blue Sky  
See too: Consulting Fees  
See too: Noncompetition Agreements

### HARD ASSETS

Appraised Value vs. Sales Price 4.2.1  
Defined 10.1.1  
Establishing Sales Price 9.1.13, 10.1.1  
Inflated Purchase Prices 15.3.3  
Inventory and Appraisals 17.1.2  
Preparing for Sale 9.1.13  
See too: Appraisals - Hard Assets

### INFORMATION

Factory as a Source: 3.1.1  
Lender as a Source: 3.1.1  
Reliance upon 3.1.1.2

### INITIAL PUBLIC OFFERINGS

See Going Public

### KEEPERS

Affirmative Duties 22.3.1  
Checking Accounts 22.4.1  
Discretionary Income, Division of 22.4.3  
Generally 22.1  
Liability for Debts 20.5, 22.1, 23.2.2  
Lock-Boxes 20.5.1  
Necessity of 22.3  
Negative Duties 22.3.2  
Payroll 22.4.1.2  
Service Contract & Insurance Monies 22.4.1.1  
Surviving 22.4  
Recommending Consultants 2.2.4  
Tax Liability (See: Control-Lender - Liability for Debts)

### LAWSUITS

All Encompassing Actions 29.3  
Celebrities, By 29.2

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

Two-Edged Sword 23.2.11

### LEASES AND SERVICE CONTRACTS

Assignments

Equipment 5.1.8.5

Real Property 9.1.2

Bankruptcy 20.3

Equipment 9.1.20

In General, 5.1.8

Liens 5.1.9

Personal Property 5.1.8.4

Resale Value 5.1.8.1

Right of First Refusal 5.1.8.2

Service Contracts - Equipment & Maintenance 5.1.10

Summary 9.1.2

Use Limitations 5.1.8.1

See too: Appraisals - Facilities

See too: Dealership - Facilities

### LEASED FACILITIES

Lease---Lease-Back Situations 14.6

Leasing vs. Selling 9.1.2.1

Site Control and Lease Value 5.1.8.1

Site Control and Loan Value 5.1.8.1

Site Control and Facility Value 5.1.8.1

Subleasing as an alternative 9.1.2.1

Subleasing from the Factory 14.6

See too: Facilities

### LEASEHOLD IMPROVEMENTS

Improvements 5.1.4

See too: Appraisals LIFO

Capitalization 2.3

Depreciation Adjustments 4.2.2

### LENDERS

Bribes 23.4

Confidentiality of 3.1.1.1, 7.4

Contingent Liabilities 9.1.16, 21.4

Controlled the Dealership 22.1, 22.3, 23.2.2

Defenses to, Traditional 23.2.10

Did Not Do Its Job 23.2.6 et. seq.

Duties of 15.4, 15.5, 23.2.1

Economic Duress By 23.2.7

EPA Liability

In General 22.7.5

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

See too: Environmental Liability  
Good Faith, Duty of In General 23.2.1  
See too: Day in Court  
Information  
    As sources of 3.1  
    Withholding 23.2.6.7, 23.2.6.8  
    Keepers See: Keepers  
Laches, Action Barred by 23.2.9  
Liability for Debts 20.5, 22.1 23.2.2  
Lock-Boxes 20.5.1  
Notifying of Sale 7.4  
Out of Trust: See Out of Trust  
Promises to Loan, right to rely upon 15.15  
Refused Dealer a Credit Line 23.2.4  
Recommending Consultants 2.2.4  
Selection of 15.2  
Tax Liability (See: Lenders - Liability for Debts)  
UCC Search 22.7.9  
Unconscionable Actions 23.2.8  
Withdrew Dealership's Credit Line 23.2.3  
Workout Policies  
    In General 22.2.1  
See too: Workouts

### LETTERS OF INTENT

See: Offers  
See: Factories

### LIABLE & SLANDER

See: Duties

### LIMITED PARTNERSHIPS

See Going Public LOCK-BOXES See Lenders

### MANAGEMENT AGREEMENTS

In General 6.2.6  
Buyer's Considerations 6.2.6.1  
    Liability and Bulk Sales Law 6.2.6.3  
Manufacturer's Consideration 16.6  
Motor Vehicle Department Consideration 6.2.6.1  
Seller's Considerations

### MANUFACTURERS

See Factories

### MEGADEALERS 31.1

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

### MINORITIES

Shareholder Rights 13.2

### NEGOTIATIONS

Basic Rules 13.1

Work-outs, regarding 22.2

### NONCOMPETITION AGREEMENTS

Accountant's Task 15.3.3

Content 6.2.4

Necessity for 6.2.4

Valuation of 5.2.7

See too: Blue Sky

See too: Consulting Fee Agreements

See too: Goodwill

### OFFERS

Form

Letters of Intent 6.1.1, 11.2.2, 16.4.1

Options 6.1.2

Contract 6.1.3

Content 6.2

In General

Assets See: Appraisals

Covenants, Warranties & Representations

Method and Time of Performance

Noncompetition Agreement 5.2.7, 6.2.4

Consulting Fee Agreement 5.2.8, 6.2.5, 15.3.3

Management Agreement See: Management Agreements

Clarification Agreements

Escrow Instructions See: Escrows

### OFFICERS (DIRECTORS AND SHAREHOLDERS)

Authority of 3.2, 9.1.1

Duties of

Duties to

In General 3.2

Personal Liabilities

Bulk Sales 18.1.1

Corporate Debt 23.1.1

Criminal Liability 23.1.2

Customers 23.1

Debt Forgiveness 21.6

Debt Owed to Company 21.7

Employees 8.2.2, 18.1.4, 22.7.3, 23.1.1.5, 29.1

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

EPA 20.7, 22.7.5  
Insolvent Corporations, re 8.2, 18.5, 20.10.3  
Out of Trust Monies 20.10, 20.10.2, 23.1.2  
Personal Guarantees 18.4.1, 23.3  
Preferred Creditors 18.5, 20.10.3  
Leases 22.7.10, Liens, Laws and Taxes 8.3, 18.2.2, 18.4.2, 22.7.2, 23.1.2  
Torts 18.4.3, 20.10.3, 23.1  
Voting requirements re Sale 9.1.1

### OPINIONS

performance, as to 13.4

### OPTIONS

Dealership, To Purchase  
Facilities See: Dealerships - Facilities  
Facility, To Lease

### ORAL AGREEMENTS AND PROMISES

Lender 15.15, 23.2.5  
Factory 16.4, 22.2.2, 25.2

### OUT OF TRUST

Basic Rules for Dealers 22.2.2  
Basic rules for Lenders 22.2.1, 22.3  
Consequences of Being 23.1  
Defenses to Being 23.2  
In General 20, 22, 23  
Personal Liability: See: Officers - Personal Liability  
Workout Plans 20.8, 22.5

### PARTS AND ACCESSORIES

Items Generally Purchased 5.1.8.3  
Valuation  
    Accessories 5.1.6.3  
    Parts 5.1.5.3  
See too: Appraisals

### PENSION FUND

As Creative Financing for Purchase 14.14  
Liability 9.1.7, 18.4.2  
See too: Officers

### PLANNING POTENTIAL (PP) OR PLANNING VOLUME (PV)

See: Allocation

### POINT PROTECTION

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

Rent, In Form of 5.3.2  
See too: Dealerships - Facilities

### PROMISES

See: Oral Agreements

### PURCHASERS

Assuming Seller's Liabilities  
Employees 18.1.4  
Liens and Other Liabilities 18.1.2  
Possession 18.1.1  
Ratifying Debts  
Contingent Liabilities 21.4  
Banks and Finance Companies 21.4.  
Employee Withholding Tax 21.4.2  
Insurance Companies 21.4.5  
Intentional Torts 21.4.3  
Personal and Product Liability 21.4.1  
Warranties 21.4.6  
Letters of Intent: See Offers  
Potential Purchasers, Investigating 12

### REAL PROPERTY

See: Appraisals - Facilities  
See: Dealerships - Facilities  
See: Facilities  
See: Leases

### RELEASES

Unintentional Releases 28.1  
Releases Signed Under Duress 28.2

### REPOSSESSIONS

Repossessions 29.4

### RESTATEMENTS

See Table of Statutes  
Arbitration of 27.4  
Damages 27.2  
General 27.1

### SEARCHES

See: Due Diligence

### SET ASIDE

Agreements

# **BUYING AND SELLING AUTOMOBILE DEALERSHIPS**

By: John J. Pico

© National Legal Publishing Company 1986

## **INDEX - VOLUME I**

### **SETTLEMENT STATEMENTS**

See Closings

### **SERVICE AND SALES AGREEMENTS**

Arbitration 31.3.3

Dealership location 16.3.9

Death of Dealer 26.6

Factory's Right of First Refusal 16.4

Franchise Assignment and Sale 16.0

Management Agreements 16.6

Point Protection (Site Control) 16.

Source of Rights, As a 26.1

See too: specific titles, such as: Management Agreements

### **SERVICE CONTRACTS**

In-House 9.1.12, 21.4.6.1

Outside Warranty Companies 21.4.6.2

Selling Dealership 5.1.8.4, 5.1.10, 9.1.15

### **SHAREHOLDERS**

See Officers

### **SITE CONTROL**

See: Dealership - Facilities

### **STOCK SALE**

In General: 4-1

Buyer's Considerations

Seller's Considerations

Shareholder Considerations

### **TAX LIABILITIES**

Allocation of Purchase Price 21.2

Buyer, of 21.2

Employee Withholding Tax 21.4.2

Lender, of

LIFO 4.2.2

Sales Tax

Transfer Tax

Seller, of

### **TELEPHONE**

Value: See Appraisals - Soft Assets

New Numbers 21.3.1

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

### TERMINATIONS

- Compensation and Types of Damages 26.4
- Class Actions 26.8
- Dealer, By 16.1
- Good Faith See: Day In Court Acts
- Sources of Dealers Rights 26.0
- Reasons 25.3, et. seq.
- Remedies 25.1.2, 26.2
- Right to Sell 26.3
- Types 26.1, 26.6
- Unclean hands 26.7
- Valuation of Damages, Methods of 26.5
- Vindictiveness and Harassment 25.3.2

### UNIFORM COMMERCIAL CODE

- Bulk-Sales
  - In General 18.2
  - See Too: Due Diligence
- Good Faith 16.3.1.1
- Search
  - In General 3.1.3, 9.1.3
  - See too: Due Diligence
  - See too: Table of Statutes

### VEHICLES

- Bankruptcy 20.2.3.3
- Liquidation
- Selling 22.7.14
- Storing 22.7.12
- Transporting 22.7.11
- Poor Sales Performance 25.3.4
- Purchasing
- Carry-overs 5.1.7.2
- Company 5.1.7.4
- Daily Rentals 5.1.7.6
- Damaged 5.1.7
- Demonstrators 5.1.7.3
- Leased 5.1.7.5
- Odometer Miles
  - New 5.1.7.1
  - Used 5.1.7.7
- Refusing Inventories 25.3.3
- Refusal to take All of Factory Lines 25.3.3.1

### WARRANTIES AND REPRESENTATIONS

- Buyer and Seller 9.1.2.4

# BUYING AND SELLING AUTOMOBILE DEALERSHIPS

By: John J. Pico

© National Legal Publishing Company 1986

## INDEX - VOLUME I

### WORKING CAPITAL

See: Capitalization

### WORK-OUTS

Creating a Plan 22.5

Dealer's Ground Rules 22.2.2

Elements of Plan 22.4

Function, How they

In Bankruptcy 20.8

In General 22.1 Keepers See: Keepers

Methodology 22.2

Negotiations 22.5.2

Saving the Dealership 22.6