

The Brock Group to Acquire XServ Inc. - Creating Top Multi-Craft Specialty Services Provider

Beaumont, TX - 1/17/07

The Brock Group (Brock) has agreed to acquire XServ Inc. (XServ), a majority owned portfolio company of Mezzanine Management's Fund III. With this acquisition, XServ will be merged into Brock, combining the capabilities of two of the nation's leading multi-craft specialty services providers. The combined business will be the premier provider of coatings, scaffolding and insulation for the country's industrial businesses.

Operations of the two companies are spread throughout the United States, with additional capabilities in the Caribbean and South America. The combined business will have approximately 7,500 employees working at numerous customer locations. The companies design and implement solutions for their customers' maintenance and reliability needs for a broad range of major industries. Services are provided to refining, petrochemical, power, pulp and paper, and other industrial facilities. The companies will be held by Brock, which is owned by Lindsay Goldberg, a New York-based investment partnership, the Brock family and members of management of the combined companies. Terms of the acquisition agreement were not disclosed.

"Brad (Brock) and I believe this is a case where the whole is greater than the sum of its parts," said Todd Brock, Brock's co-CEO. "It allows us to take our 60 years of faithful service to our customers and add a company having similar values. Brock and XServ are dedicated to customer service, safety and integrity, and together we will be even more capable of fulfilling our customers' growing needs."

Brock and XServ provide a broad range of industrial specialty services. The two companies have been leaders in training and developing their employees to be capable of performing multiple maintenance services (multi-craft) functions. The combined company will be the premier multi-craft services provider, allowing Brock to bundle services in ways that provide better productivity, greater safety and lower total installed costs for their customers.

"This agreement is about more than finances; it's about the people and the services we provide our customers," said Jeff Davis, Brock's president. "We invest in our employees; give them an opportunity for a solid career and our customers benefit from their superior performance. The strength of our management team is also important, and that's why I'm pleased that Mike McGinnis, XServ's CEO, and his management team, will join Brock, continue to lead XServ, and help with other parts of our expanded business."

"Our combined philosophies are completely aligned," said Mike McGinnis, XServ's CEO. "Brock and XServ are two excellent companies that are dedicated to fulfilling our customers' needs and we are not going to lose sight of that. I'm looking forward to joining the Brock team and to assisting Jeff Davis as we continue efforts to safely support our customers."

The transaction is expected to close in the first quarter 2007 and is subject to customary closing conditions, including regulatory approval.

The acquisition is being funded with equity provided by Lindsay Goldberg & Bessemer and the Brock family as well as debt provided by Bank of America and JPMorgan. Weil, Gotshal & Manges LLP is serving as counsel to Brock and Lindsay Goldberg. Porter & Hedges LLP is representing XServ. JPMorgan served as financial advisor to XServ.

About The Brock Group

Founded in 1947 and based in Beaumont, Texas, The Brock Group is one of the largest providers of industrial maintenance services in the country and the nation's leading multi-craft maintenance contractor. Brock is the parent company of Brock Services, Ltd., Brock Maintenance, Inc., Brock Specialty Services, Ltd., Custom Blast Services, Inc., Custom Pipe Coating, Inc., and Industrial Services Unlimited, Inc., United Scaffolding, United Anco Services, Inc., United Goedecke Services, Goedecke Aruba N.V., and Scaffolding & Shoring Services LLC. For more information about Brock, please visit www.brockgroup.com.

About XServ

Based in Houston, Texas, XServ, Inc. is a leading industrial services company performing scaffolding erection, dismantlement and rental, insulation, coatings and other specialty services on an integrated multi-craft basis. XServ is the parent company to United Scaffolding, Basic Industries, Inc., United Anco Services, Inc., United Goedecke Services, Goedecke Aruba N.V. and Scaffolding & Shoring Services. LLC. For more information on XServ, please visit www.xservinc.com.

About Lindsay Goldberg

Lindsay Goldberg is a New York-based investment partnership that manages \$5.1 billion of equity capital and is focused on acquiring well-managed businesses and actively helping to build long-term value. LG is a trusted and experienced partner with a successful track record of investing across a wide range of industries and helping companies fully meet their long-term potential. For more information about Lindsay Goldberg, please visit www.LindsayGoldbergLLC.com

About Mezzanine Management

Mezzanine Management was founded in 1988. It has offices in London, Paris, Frankfurt and Stamford and employs 13 investment professionals in its western Europe/Transatlantic business. Mezzanine Management has evolved into one of the leading independent mezzanine and private equity firms with investments in over 75 companies across 10 countries. It typically invests between €10 million and €50 million in transactions including self-sponsored and middle market buyout transactions. It makes investments in mostly business-to-business manufacturing and service companies with stable and predictable cash flows. Mezzanine Management is now investing its fourth fund, Mezzanine Management Fund IV. For further information visit www.mezzanine-management.com.