

MULCAHY LLP

James M. Mulcahy (SBN 213547)

jmulcahy@mulcahyllp.com

Kevin A. Adams (SBN 239171)

kadams@mulcahyllp.com

Douglas R. Luther (SBN 280550)

dluther@mulcahyllp.com

Four Park Plaza, Suite 1230

Irvine, California 92614

Telephone: (949) 252-9377

Facsimile: (949) 252-0090

Attorneys for Plaintiffs and Counter-Defendants

**UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA**

BENNION & DEVILLE FINE
HOMES, INC., a California
corporation, BENNION & DEVILLE
FINE HOMES SOCAL, INC., a
California corporation, WINDERMERE
SERVICES SOUTHERN
CALIFORNIA, INC., a California
corporation,

Plaintiffs,

v.

WINDERMERE REAL ESTATE
SERVICES COMPANY, a Washington
corporation; and DOES 1-10

Defendant.

AND RELATED COUNTERCLAIMS

Case No. 5:15-CV-01921 R (KKx)

Hon. Manual L. Real

**B&D PARTIES' PROPOSED
EXHIBIT LIST**

Courtroom: 8

Action Filed: September 17, 2015

Pretrial Conf.: September 19, 2016

Trial: October 18, 2016

Complaint Filed: September 17, 2015

Plaintiffs/Counter-Defendants Bennion & Deville Fine Homes, Inc.,
Bennion & Deville Fine Homes SoCal, Inc., Windermere Services Southern

California, Inc., and Counter-Defendants Robert L. Bennion and Joseph R. Deville (all collectively referred to herein as the “B&D Parties”), hereby provide the following Proposed Exhibit List in this matter:

B&D PARTIES’ PROPOSED EXHIBIT LIST

Exhibit No.	Description	Date Identified	Date Admitted
1.	Sep 3, 2002 Affiliate Fee Schedule (Ex. 6) [D.E. 16-2, page 7]		
2.	June 19, 2003 Affiliate Fee Schedule (Ex. 7) [D.E. 16-2, page 6]		
3.	Oct 23, 2003 email from Bob Deville to Bill Feldman RE: “FW: Southern CA Services” (WSC 1959-1960) (Ex. 34)		
4.	Jan 12, 2004 Affiliate Fee Schedule (Ex. 8) [D.E. 16-2, page 5]		
5.	Jan 21, 2004 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 9) [D.E. 16-2, pages 2-4]		
6.	Jan 21, 2004 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (B&D0000540-0000542)		
7.	May 1, 2004 Affiliate Fee Schedule (Ex. 11) [D.E. 16-2, page 15]		
8.	May 1, 2004 Windermere Real Estate Services Company Area Representation Agreement for the State of California (Ex. 36) [D.E. 31-1, pages 12-30]		
9.	Aug 9, 2004 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 12) [D.E. 16-2, pages 12-14]		

10.	Nov 4, 2004 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 13) [D.E. 16-2, pages 21-23]		
11.	Dec 1, 2004 Affiliate Fee Schedule (Ex. 14) [D.E. 16-2, page 24]		
12.	Jan 1, 2005 Affiliate Fee Schedule (Ex. 15) [D.E. 16-2, page 20]		
13.	April 1, 2005 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 16) [D.E. 16-2, pages 16-18]		
14.	May 1, 2005 Affiliate Fee Schedule (Ex. 17) [D.E. 16-2, page 19]		
15.	July 1, 2005 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 18) [D.E. 16-2, pages 25-27]		
16.	July 1, 2005 Affiliate Fee Schedule (B&D0000561)		
17.	Dec 9, 2005 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 20) (WSC 654-657)		
18.	Dec 9, 2005 Affiliate Fees Schedule (B&D0000570)		
19.	Nov 2, 2007 letter from Pat Grimm to All Windermere Owners/Managers/Agents RE: "Postcards and Mailings from the Rat Man" (Ex. 71) (WSC 1635-1636)		
20.	April 19, 2012 letter from Paul Drayna to California Dept. of Corporations RE: "UFDD Registration for Windermere Real Estate Services Company" (WSC11839)		
21.	May 2, 2012 email from Bob Deville to Paul Drayna RE: "2012 UFDD for Southern California" (B&D0022000-		

	0022001)		
22.	May 10, 2012 email from Paul Drayna to Bob Deville and Bob Bennion RE: "Audited financials" (B&D0021224)		
23.	June 1, 2012 email from Paul Drayna to Bob Deville RE: "UFDD renewal / audit" (B&D0006283-0006284)		
24.	June 11, 2012 letter from Rafael Lirag to Paul Drayna RE: "Applicant: Windermere Real Estate Services Company (Northern California) (WSC11943)		
25.	June 11, 2012 letter from Rafael Lirag to Paul Drayna RE: "Applicant: Windermere Real Estate Services Company (Southern California) (WSC12212)		
26.	June 25, 2012 email from Bob Bennion to Geoff Wood RE: "Yesterday's meeting" (B&D0001933-0001936)		
27.	Aug 7, 2012 email from Patrick Robison to Paul Drayna RE: "FW: WSSC – Audit" (B&D0001928-0001930)		
28.	Aug 10, 2012 email from Bill Murray to Bob Deville, Bob Bennion, Eric Forsberg, and Paige Tyley RE: "Voluntary Benefits in Southern California" (B&D0006536-0006539)		
29.	Aug 16, 2012 email from Bob Deville to Carol Cianfarani RE: "FW: Windermere Watch in San Diego" (B&D0047620-0047622)		
30.	Aug 20, 2012 email from Bob Deville to Bob Bennion RE: "Windermere Watch in San Diego" (B&D0034943-0034945)		
31.	Aug 21, 2012 email from Paul Drayna to Bob Deville RE: "Gary Kruger - Reno, Nevada" (B&D0006269-0006270)		

32.	July 18, 2012 email from OB Jacobi to Bob Deville RE: "Technology Update" (B&D0034396-0034397)		
33.	Oct 2, 2012 email from Paul Drayna to Patrick Robinson RE: "SoCal UFDD" (WSC053302-053303)		
34.	Oct 25, 2012 email from Bob Deville to Geoff Wood, Paul Drayna, and Don Riley RE: "FW: Windermere Watch" (Ex. 67) (WSC052665-052666)		
35.	Oct 25, 2012 email from Bob Deville to Robert Sunderland RE: "FW: Bennion and Deville" (B&D0033675-0033676)		
36.	Oct 29, 2012 email from Bob Deville to Geoff Wood, Paul Drayna, and Don Riley RE: "FW: Another Windermere-watch..." (B&D0021434)		
37.	Nov 8, 2012 email from Bob Deville to Geoff Wood RE: "FW: Dialogue" (B&D0021418-0021420)		
38.	March 29, 2011 Franchise License Agreement (Ex. 37) [D.E. 31-1, pages 91-109]		
39.	April 6, 2011 letter from Geoff Wood to Windermere Owners and Managers RE: "Update on Growth in Southern California" (WSC 307-308)		
40.	June 6, 2011 Loan Agreement [D.E. 16-11, pages 7-9]		
41.	June 9, 2011 letter from Rafael Lirag to Paul Drayna RE: "Windermere Real Estate Services Company"		
42.	Aug 8, 2011 letter from Rafael Lirag to Paul Drayna RE: "Windermere Real Estate Services Company (Services Company)"		
43.	Dec 22, 2011 letter from Geoff Wood to All Windermere owners RE: "Technology Fee increasing July 1, 2012"		

1		(WSC 2005)		
2				
3	44.	Jan 12, 2012 email from Paul Drayna to Bob Deville and Bob Bennion RE: "UFDD renewals / audited financials" (B&D0021368)		
4				
5	45.	Jan 19, 2012 email from Bob Deville to Brian Gooding RE: "Touching Base"		
6				
7	46.	Jan 30, 2012 email from Bob Deville to Kirk Gregor RE: "touchCMA Update & Free Trial Offer" (B&D0045353- 0045355)		
8				
9	47.	Feb 6, 2012 email from OB Jacobi to Bob Deville RE: "Case 205859" (B&D0045345-0045348)		
10				
11	48.	March 29, 2012 email from Kirk Gregor to Bob Deville RE: "FW: RE: Windermere Watch" (B&D0034427- 0034429)		
12				
13	49.	April 11, 2012 email from Noelle Bortfeld to Michael Fanning RE: "FW: Windermere Watch" (WSC014649)		
14				
15	50.	April 11, 2012 email from Noelle Bortfeld to Michael Fanning RE: "Follow-up – please help me out" (WSC014651-014655)		
16				
17	51.	Jan 13, 2009 Loan Agreement (Ex. 37) (WSC 357-359)		
18				
19	52.	Aug 5, 2009 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (WSC 2122-2123)		
20				
21	53.	Dec 1, 2009 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 32) [D.E. 16-2, pages 45-48]		
22				
23	54.	Feb 10, 2010 letter from Debra Carnes and Shari Campbell to Geoff Wood and		
24				
25				
26				
27				
28				

	Noelle Bortfeld RE: "Mitigating attacks from dissatisfied homebuyers" (B&D0000656-0000658)		
55.	April 28, 2010 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 33) [D.E. 16-2, pages 49-53]		
56.	Aug 17, 2010 letter from Rafael Lirag to Paul Drayna RE: Order on application filed on August 12, 2010		
57.	Aug 17, 2010 letter from Anthony Colbert to Paul Drayna RE: Order on application filed on July 23, 2010		
58.	Feb 16, 2011 Loan Agreement (Ex. 43) (WSC39235-39237)		
59.	June 12, 2013 email from Paige Tyley to Bob Deville and Patrick Robinson RE: "UFDD for Northern California" (B&D0004012)		
60.	2013 Franchise Disclosure Document Northern California (B&D0005250-0005344)		
61.	June 14, 2013 email from Patrick Robinson to Bob Deville RE: "UFDD for Southern California" (B&D0004005)		
62.	June 14, 2013 letter from Paul Drayna to California Dept. of Corporations RE: UFDD Registration for Windermere Real Estate Services Company (WSC12541-12542)		
63.	2013 Franchise Disclosure Document Southern California (B&D0005462-0005567)		
64.	2013 UFDD Northern California Receipt signed by Brian Gooding (WSC043538)		
65.	2013 UFDD Northern California Receipt signed by Rich Johnson (WSC043540)		

66.	June 20, 2013 email from Patrick Robinson to Paige Tyley RE: "FW: Meeting of the Minds today - Windermere Homes and Estates" (B&D0056437-0056441)		
67.	June 20, 2013 email from Lans Teal to Paige Tyley and Patrick Robinson RE: "Potential New Office" (B&D0056416-0056419)		
68.	June 24, 2013 email from Paul Drayna to Bob Deville and Patrick Robinson RE: "UFDD for Southern California" (WSC043551-043552)		
69.	June 25, 2013 email from Patrick Robinson to Paul Drayna RE: "FW: UFDD for Southern California" (B&D0056334-0056336)		
70.	June 28, 2013 letter from Geoff Wood and York Baur to All Windermere Owners RE: Technology Fee Increase January 1, 2014 (WSC13550-13551)		
71.	July 4, 2013 email from Richard Johnson to Bob Deville RE: "Windermere Watch & Real Living" (B&D0034112-0034113)		
72.	July 5, 2013 letter from Rafael Lirag to Paul Drayna RE: Order on Southern California application filed on June 17, 2013 (WSC12551)		
73.	July 5, 2013 email from Fred Schuster to Craig Bernardi RE: "Follow-up" (B&D0056124-0056125)		
74.	July 8, 2013 email from Bob Deville to Robert Sunderland RE: "FW: Windermere Watch & Real Living" (B&D0033521-0033524)		
75.	July 12, 2013 email from Bob Deville to Patrick Robinson and Robert Sunderland RE: "FW: SoCal UFDD approved!"		

	(B&D0015234)		
76.	July 12, 2013 email from Bob Deville to Patrick Robinson RE: "FW: UFDD approval" (B&D0003970-0003971)		
77.	July 16, 2013 email from Paul Drayna to Patrick Robinson and Julia Alexander RE: "So Cal License Agreement for Santaluz - to be signed" (WSC043777-043778)		
78.	July 16, 2013 email from Patrick Robinson to Paige Tyley RE: "FW: Santaluz License Agreement" (B&D0056060-0056062)		
79.	July 16, 2013 email from Patrick Robinson to Paul Drayna RE: "Executed Franchise agreement - N CA – Santaluz" (B&D0056050)		
80.	July 4, 2013 letter from Richard Johnson to Bob Deville RE: "Franchise License Agreement" (WSC13740-13756)		
81.	July 16, 2013 email from Julia Jordan to Patrick Robinson RE: "FW: Disclosure Document - Socal - Item 23" (WSC043909-043910)		
82.	2013 UFDD Southern California Receipt signed by Richard Johnson (WSC043844)		
83.	2013 UFDD Southern California Receipt signed by Brian Gooding July 16, 2013 (WSC043846)		
84.	July 16, 2013 email from Patrick Robinson to Paige Tyley RE: "FW: S. CA Franchise Agreement" (B&D0056043-0056044)		
85.	July 17, 2013 email from Fred Schuster to Paige Tyley and Rich Johnson RE: "Dave Henderson" (B&D0056012-0056015)		

86.	July 25, 2013 email from Bob Bennion to Rosie Rothrock and Bob Deville (B&D0034097-0034098)		
87.	Nov 13, 2012 email from Mike Teather to Geoff Wood and Michael Fanning RE: "Your many calls to Gary Kruger" (WSC016054-016056)		
88.	Nov 24, 2012 email from Bob Deville to Geoff Wood, Jill Wood, and OB Jacobi (B&D0045018)		
89.	Dec 12, 2012 email from Bob Bennion to Geoff Wood and Bob Deville RE: "Personal Guarantee" (B&D0021397-0021398)		
90.	Dec 17, 2012 email from Bob Deville to Paul Drayna RE: "Finalizing the paperwork" (B&D0021880-0021881)		
91.	Dec 19, 2012 email from Bob Deville to nickicrawford@gmail.com RE: "FW: Real Estate License Addendum (MS Word Version)" (B&D0033649-0033651)		
92.	Agreement Modifying Windermere Real Estate Franchise License Agreements (WSC 1215-1225) (Ex. 51)		
93.	Jan 3, 2013 email from Paul Drayna RE: "Welcome Julia Jordan, and here come the UFDD's" (B&D0004561)		
94.	Jan 8, 2013 email from Bob Deville to Curtis Barlow RE: "W-111; Windermere" (B&D0034889-0034890)		
95.	Jan 14, 2013 email from Paul Drayna to Bob Deville RE: "Conference Call" (B&D0022635-0022636)		
96.	Jan 24, 2013 email from Troy McFadin to collette@windermere.com RE: Employee handbook (B&D0055280)		

97.	Feb 11, 2013 Conference Call RE: "WinderWatch Meeting" (B&D0044690)		
98.	Mar 7, 2013 email from Bob Deville to Geoff Wood and Paul Drayna RE: "FW: tech fee addendum" (B&D0044679-0044680)		
99.	Feb 13, 2013 email from Bob Deville to Francine Finn RE: "WRE Technology Fee Increase - Downtown SD" (B&D0044687-0044688)		
100.	Mar 29, 2013 email from Bob Deville to Troy McFadin RE: "FW: Windermere – EPLI" (B&D0047555-0047556)		
101.	Mar 29, 2013 email from Bob Bennion to Bob Deville RE: "Windermere – EPLI" (B&D0044615-0044616)		
102.	Apr 1, 2013 email from Chuck Vargas to Scott Mitchelson and Michael Fanning RE: "What do you know about this" (WSC017392)		
103.	Apr 20, 2013 email from Bob Deville to Paul Drayna, Geoff Wood, and Robert Sunderland RE: "WRE Watch" (B&D0044612)		
104.	Apr 20, 2013 email from Bob Deville to Eric Forsberg RE: "Windermere watch - new content" (B&D0033622-0033625)		
105.	Apr 24, 2013 letter from Paul Drayna to California Dept. of Corporations RE: Pre-Effective Amendment to UFDD Registration for Windermere Real Estate Services Company (WSC12536-12540)		
106.	May 10, 2013 letter from Rafael Lirag to Paul Drayna RE: Order on Northern California application filed on April 19, 2013 (WSC058588)		

107.	May 22, 2013 email from Patrick Robinson to Paul Drayna RE: "WSSC Audit"		
108.	May 29, 2013 email from Paul Drayna to Patrick Robinson RE: "WSSC Audit"		
109.	May 29, 2013 email from Paul Drayna to Bob Deville RE: "Fees for 2013 UFDD" (B&D0022502-0022503)		
110.	Feb 3, 2014 email from Bob Deville to Robert Sunderland RE: "FW: Windermere Watch – postcards" (B&D0033321)		
111.	Feb 4, 2014 letter from Bob Bennion and Bob Deville to Geoff Wood, Jill Wood, and OB Jacobi (WSC 1834-1837)		
112.	Feb 7, 2014 email from Paul Drayna to Robert Sunderland RE: "PI" (WSC053102)		
113.	Feb 11, 2014 email from Paul Drayna to Bill Garcia RE: "Gary Kruger Matter." (WSC053124)		
114.	Feb 15, 2014 email from Bob Deville to Geoff Wood and Robert Sunderland RE: "FW: Local outfit had bad mojo (PS)" (B&D0050311-0050312)		
115.	Feb 20, 2014 email from Bob Bennion and Bob Deville to Geoff Wood, Jill Wood, and OB Jacobi (WSC 1944) (Ex. 54)		
116.	March 21, 2014 letter from Robert Sunderland to Paul Drayna (WSC 1824-1829) (Ex. 56)		
117.	March 25, 2014 email from Bob Deville to Richard King RE: "FW: New personnel/training" (B&D0054175)		

118.	March 25, 2014 email from Fred Schuster to Brian Gooding (WSC025465-025468)		
119.	March 28, 2014 email from Bob Deville to Paige Tyley RE: "FW: THANK YOU" (B&D0055687)		
120.	Apr 10, 2014 email from Mike Teather to Robert Sunderland RE: "B&D" (WSC025937-025939)		
121.	Apr 21, 2014 email from Eric Forsberg to Robert Sunderland, Bob Deville, and Bob Bennion RE: "Mike Teather, Sr. Vice President, Client Services – Privileged Attorney-Client Communication" (B&D0069837)		
122.	Apr 28, 2014 letter from Rafael Lirag to Paul Drayna RE: Order on Northern California application filed April 7, 2014 (WSC13017)		
123.	May 1, 2014 email from Mike Teather to Robert Sunderland RE: "B & D" (WSC026033-026034)		
124.	May 1, 2014 email from Patrick Robinson to selinab@windermere.com RE: "Dec – Mar Fees – Addl – CV & SoCal"		
125.	May 20, 2014 email from Cheri Rice to Paige Tyley RE: "Agents to add to SoCal Site" (B&D0055642-0055647)		
126.	May 20, 2014 email from Robert Sunderland to Mike Teather RE: "B&D" (WSC026209-026214)		
127.	June 24, 2014 email from Robert Sunderland to Mike Teather RE: "Bobs payments: status and due dates" (WSC 1688) (Ex. 63)		

128.	July 18, 2014 email from Mike Teather to Robert Sunderland RE: "Mtg next week" (B&D0014159)		
129.	July 23, 2014 email from Fred Schuster to Mike Teather RE: "Follow-up info" (WSC026703)		
130.	Aug 4, 2014 email from Patrick Robinson to Paul Drayna RE: "consent letter - for Audit"		
131.	Windermere Phone Scripts and Key Messages		
132.	Aug 11, 2014 email from Carey Guthrie to Bob Deville RE: "Windermere Watch" (B&D0042687)		
133.	Aug 11, 2014 email from Patrick Robinson to Paul Drayna RE: "[SPAM] Re: consent letter - for Audit" (WSC039814-039815)		
134.	Aug 11, 2014 email from Robert Sunderland to Mike Teather RE: "Urgent" (WSC026842-026844)		
135.	Aug 12, 2014 email from Bob Deville to Robert Sunderland RE: "Windermere Watch" (B&D0034741-0034743)		
136.	Aug 20, 2014 email from Robert Sunderland to Mike Teather RE: "Bennion & Deville" (WSC0274490927451)		
137.	July 31, 2013 email from Bob Deville to Geoff Wood and Paul Drayna RE: "FW: VoiceMail_1375217617536.3gp"		
138.	Aug 2, 2013 email from Patrick Robinson to Paige Tyley RE: "FW: Fees for 2013 UFDD" (B&D0055969-0055973)		

139.	Aug 10, 2013 email from Bob Deville to Rich Johnson RE: "Windermere Watch" (B&D0020936-0020937)		
140.	Aug 10, 2013 email from Brian Gooding to Rich Johnson RE: "Windermere Watch" (WSC018258-018259)		
141.	Aug 24, 2013 email from Bob Deville to Brian Gooding RE: "Windermere watch postcards" (B&D0033463-0033464)		
142.	Aug 24, 2013 email from Bob Deville to Brian Gooding RE: "FW: URGENT RE: WINDERMERE WATCH" (B&D0033461-0033462)		
143.	Aug 27, 2013 email from Bob Deville to Robert Sunderland RE: "FW: URGENT RE: WINDERMERE WATCH" (B&D0033454-0033456)		
144.	Aug 27, 2013 email from Fred Schuster to Robert Sunderland RE: "Windermere watch - postcard" (WSC018970)		
145.	Aug 27, 2013 email from Geoff Wood to Bob Deville RE: "Meeting" (B&D0034045)		
146.	Aug 28, 2013 email from Tech Support to Rich Johnson RE: "Phone Call -- Issues with "Windermere Watch" (WSC018992-018994)		
147.	Aug 28, 2013 email from Bob Deville to Paige Tyley RE: "FW: Re:" (B&D0055907-0055908)		
148.	Aug 28, 2013 email from Bob Deville to Paige Tyley RE: "Meeting with Bob" (B&D0055905-0055906)		
149.	Aug 30, 2013 email from Bob Deville to Paige Tyley RE: "Fwd: Windermere Homes & Estates Events" (B&D0055889-0055891)		

150.	Sep 4, 2013 email from Bob Deville to Bob Bennion RE: "FW: Foundation, Windermere Watch" (B&D0033427-0033428)		
151.	Sep 17, 2013 email from Fred Schuster to Brian Gooding and Rich Johnson RE: "Notes from meeting with Windermere" (WSC019276)		
152.	Sep 24, 2013 email from Fred Schuster to Geoff Wood RE: "Windermere Watch - draft letter" (WSC019444)		
153.	Oct 1, 2013 email from York Baur to Bob Deville RE: "great meeting you" (B&D0022896)		
154.	Oct 2, 2013 email from Bob Bennion to Robert Sunderland and Bob Deville RE: "possible Prop Mgmt. company names" (B&D0049741)		
155.	Oct 8, 2013 email from York Baur to Eric Forsberg RE: "Windermere Watch" (WSC019492)		
156.	Oct 17, 2013 email from Greg Sundberg to Eric Forsberg RE: "Seattle Reputation Management" (WSC019601)		
157.	Bennion & Deville Reputation Management Project October 2013 (WSC019602-019604)		
158.	Oct 23, 2013 email from York Baur to Paul Quinn and Jim Smoak RE: "Bob List Showdown" (WSC019622)		
159.	Dec 17, 2013 email from Paul Quinn to York Baur RE: "Accounts Staying with windermere.com" (WSC020122-020124)		
160.	Dec 27, 2013 email from Lori King to Paige Tyley RE: "MLS problem" (B&D0054230)		

161.	Jan 2, 2014 email from Brian Gooding to Fred Schuster and Rich Johnson RE: "Windermere watch" (WSC020397)		
162.	Jan 10, 2014 letter from Bob Bennion and Bob Deville to Geoff Wood, Jill Wood, and OB Jacobi (Ex. 52) [D.E. 31-2, pages 137-139]		
163.	Jan 16, 2014 email from Geoff Wood to Bob Deville and OB Jacobi RE: "Advertising in the Puget Sound Business Journal" (Ex. 53) [D.E. 31-2, pages 15-16]		
164.	Jan 20, 2014 email from Cheri Rice to Paige Tyley RE: "Deletion from Del Mar Roster" (B&D0055733-0055734)		
165.	Jan 22, 2014 email from Fred Schuster to Bob Deville RE: "FW: Grand Opening party - Launch event" (WSC024558-024561)		
166.	Jan 22, 2014 email from Fred Schuster to Paige Tyley RE: "South Carlsbad – Aviara roster" (B&D0055714-0055716)		
167.	Jan 25, 2014 email from Fred Schuster to Rich Johnson and Brian Gooding RE: "FW: Windermere Watch - letter to Geoff Wood" (WSC024594-024595)		
168.	Jan 27, 2014 email from Fred Schuster to Geoff Wood and OB Jacobi RE: "Windermere Watch" (B&D0047073)		
169.	Jan 24, 2014 letter from Fred Schuster to Geoff Wood RE: "Windermere Watch" (B&D0042747)		
170.	Jan 27, 2014 email from Paul Drayna to Tim Pestotnik RE: "Defamation lawyer" (WSC053100)		

171.	Jan 28, 2014 email from Paul Drayna to Bob Deville RE: "Kirksey note" (B&D0038379)		
172.	Jan 31, 2014 email from Fred Schuster to Rich Johnson and Brian Gooding RE: "Rancho Bernardo Grand Opening" (WSC024943-024944)		
173.	Sep 23, 2014 email from Paul Drayna to Robert Sunderland RE: "FW: Updated Financials" (B&D0033287-0033291)		
174.	Sep 23, 2014 Item 23: Receipts signed by John Johnson (B&D0064625)		
175.	Sep 26, 2014 email from Mike Teather to Bob Deville RE: "RE:" (B&D0050180)		
176.	Outline for the Services Owners faxes from Kirk Gregor (B&D0051134)		
177.	Oct 3, 2014 Amendment to Promissory Note (WSC 348) (Ex. 58)		
178.	Oct 3, 2014 email from Bob Deville to Mike Teather RE: "Mtg" (B&D0003418-0003419) (Ex. 62)		
179.	Oct 3, 2014 email from Bob Bennion to Bob Deville RE: "Fwd: Mtg" (B&D0053406-0053408)		
180.	Oct 3, 2014 email from Mike Teather to Bob Bennion and Bob Deville RE: "Yesterday's meeting" (B&D0038285-0038287)		
181.	Oct 6, 2014 email from Brian Gooding to Mike Teather RE: "Meeting Notes" (B&D0047245-0047246)		
182.	Oct 6, 2014 email from Mike Teather to Bob Deville RE: "Tommi Lennon Not showing on Windermere.com. Fixed on SoCal" (B&D0038274-0038278)		

183.	Oct 14, 2014 Item 23: Receipts signed by Maria Gutierrez (B&D0064630)		
184.	Oct 14, 2014 email from Eric Forsberg to Paige Tyley RE: "FW: Issues with Windermere.com" (B&D0054949-0054952)		
185.	Oct 14, 2014 email from Mike Teather to Bob Deville RE: "Issues with Windermere.com" (B&D0038268-0038272)		
186.	Oct 14, 2014 email from Mike Teather to Bob Deville RE: "Forsberg" (B&D0008388)		
187.	Oct 15, 2014 email from Mike Teather to Bob Deville RE: "SoCal Windermere Owners meetings" (B&D0038263-0038264)		
188.	Oct 22, 2014 email from Bob Deville to Mike Teather, Bob Bennion, and Robert Sunderland RE: "FW: Unhappy Agents!" (B&D0003611)		
189.	Oct 22, 2014 email from Mike Teather to Bob Deville RE: "CDAR Sweep" (B&D0038249-0038251)		
190.	Oct 22, 2014 email from Mike Teather to Bob Deville RE: "CDAR Sweep" (B&D0038246-0038248)		
191.	Oct 28, 2014 email from Bob Deville to Paul Drayna RE: "SoCal UFDD" (B&D0003725)		
192.	Oct 29, 2014 email from Mike Teather to Bob Deville RE: "FW: CDAR Sweep" (B&D0038241-0038243)		
193.	Oct 29, 2014 email from Bob Deville to Robert Sunderland and Paige Tyley RE: "Fwd: Re:" (B&D0055557-0055558)		

194.	Oct 30, 2014 email from Bob Deville to Paige Tyley RE: "Opportunity and Change" (B&D0055550-0055552)		
195.	Oct 30, 2014 email from Bob Deville to Mike Teather RE: "Opportunity and Change" (B&D0038568-0038570)		
196.	Oct 31, 2013 email from Bob Deville to Robert Sunderland, Patrick Robinson and Bob Bennion RE: "FW: UFDD" (B&D0003959)		
197.	2014 Franchise Disclosure Document Southern California (B&D0004692-0004791)		
198.	Oct 31, 2014 letter from Paul Drayna to California Dept. of Corporations RE: "UFDD Registration for Windermere Real Estate Services Company File No 995-3598" and accompanying application (WSC13175-13186)		
199.	Oct 31, 2014 email from Bob Deville to Mike Teather RE: "UFDD" (B&D0038565-0038566)		
200.	Oct 31, 2014 email from Bob Deville to Mike Teather RE: "FW: Follow-up meeting" (B&D0038563-0038564)		
201.	Oct 31, 2014 email from Bob Deville to brent@windermere.com, collette@windermere.com, Richard King, Brian Gooding, Rich Johnson, Robert Sunderland, Mike Teather, and Kirk Gregor RE: "Windermere SoCal Owners Meeting Nov. 14" (B&D0003588)		
202.	Nov 7, 2014 comment letter from Dorothy Eshelman to Paul Drayna RE: "Issuer: Windermere Real Estate Services Company (Southern CA)" (WSC13169-13172)		

203.	Nov 7, 2014 email from Bob Deville to Mike Teather RE: "Conference call today" (B&D0038510-0038511)		
204.	Nov 9, 2014 email from Mike Teather to Fred Schuster RE: "Windermere Socal advertisements" (WSC029375-029376)		
205.	Nov 11, 2014 email from Bob Bennion to Mike Teather and Bob Deville RE: Windermere Real Estate Southern California poised for continued growth" (B&D0038495)		
206.	Nov 11, 2014 email from Mike Teather to Paige Tyley RE: "Windermere Homes & Estates FALLBROOK address" (B&D0038201-0038202)		
207.	Nov 17, 2014 email from Mike Teather to Bob Deville RE: "New branch office request - La Jolla" (B&D0038195-0038196)		
208.	Nov 24, 2014 email from Fred Schuster to Mike Teather RE: "CONFIDENTIAL - Financial Statements" (WSC029641-029642)		
209.	Nov 25, 2014 email from Kirk Gregor to Paige Tyley RE: "Your voice mail to Bob" (B&D0055524-0055526)		
210.	Nov 25, 2014 email from Bob Deville to Mike Teather RE: "Your voice mail to Bob" (B&D0047112-0047113)		
211.	Nov 29, 2014 email from Bob Deville to WRE / Coast Brokers RE: "[brokers_coast] FW: windermeresocal update" (B&D0038470)		
212.	Dec 3, 2014 email from Bob Deville to Mike Teather RE: "Agents listings" (B&D0026349-0026355)		

213.	Dec 2, 2014 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (B&D0000505-0000507)		
214.	Dec 9, 2014 Addendum to Windermere Real Estate License Agreement Permission for Relocation of Office (WSC 756-757)		
215.	Dec 19, 2014 email from Cheri Rice to Paige Tyley RE: "Job description requested" (B&D0055485-0055486)		
216.	Dec 24, 2014 Item 23: Receipts signed by Tim Gayda (WSC13583)		
217.	Aug 19, 2015 letter from Jan Lynn Owen to Paul Drayna RE: Order on Southern California application filed Nov 3, 2014 (WSC13173-13174)		
218.	Aug 28, 2015 email from Bob Deville to Paige Tyley RE: Collette Lee in Riverside (B&D0054750)		
219.	Sep 1, 2015 email from Mike Teather to Brian Gooding RE: "Friday" (WSC037827-WSC037829)		
220.	Sept 1, 2015 email from Rich Johnson to Paul Drayna RE: "Coachella Valley" (WSC037840)		
221.	Sep 3, 2015 comment letter from Dorothy Eshelman to Paul Drayna (WSC13500-13501)		
222.	Sep 10, 2015 response letter from Paul Drayna to Dorothy Eshelman RE: Franchise Registration for Windermere Real Estate Services Company (WSC13502-13509)		
223.	Sep 10, 2015 Addendum to Windermere Real Estate License Agreement Permission for relocation of office San Diego Homes and Estates, Inc.		

	(WSC13698-WSC13700)		
224.	Sep 14, 2015 Mutual Termination of Windermere Real Estate Franchise License Agreement (WSC 5-9)		
225.	Sep 29, 2015 letter from Dorothy Eshelman to Paul Drayna RE: Order on application filed on April 8, 2015 (WSC13510)		
226.	Oct 1, 2015 Item 23: Receipts signed by Benjamin Leaskou (WSC058548-058549)		
227.	Oct 6, 2015 Item 23: Receipt signed by Leslie Ryan (WSC058568)		
228.	Oct 6, 2015 Exhibit G Disclosure of Negotiated Sales signed by Leslie Ryan(WSC058566)		
229.	Jan 12, 2015 email from Shelley Rossi to Heather Mendoza, Windermere Services Receptionist, and Michael Fanning RE: "Joining Windermere" (WSC032778-032779)		
230.	Jan 22, 2015 email from Mike Teather to Bob Bennion and Bob Deville RE: "Southern California Services" (B&D0000618-0000619)		
231.	Jan 27, 2015 email from Mike Teather to Bob Deville and Bob Bennion RE: "Response" (WSC033230)		
232.	Jan 28, 2015 letter from Paul Drayna to Bob Deville RE: "Notice of Termination" (B&D0000625)		
233.	Feb 2, 2015 letter from Gerard Davey to Paul Drayna RE: "Windermere Services Southern California, Inc. – Area Representation Agreement, dated May 1, 2004" (WSC1931-1932)		

234.	Feb 11, 2015 email from Brent Lee to Paige Tyley RE: "New Agent Orientation Packages" (B&D0054888-0054889)		
235.	Feb 26, 2015 letter from Charles Sirianni to Gerard Davey RE: "Windermere Real Estate Services Company and Windermere Services Southern California, Inc. (WSC 1929-1930)		
236.	Mar 23, 2015 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (WSC13706-13708)		
237.	Mar 25, 2015 email from Kirk Gregor to Bob Deville RE: "Socal agent reached out to me" (B&D0000480-0000481)		
238.	Mar 27, 2015 letter from Gerard Davey to Paul Drayna RE: "Termination of Windermere Real Estate Franchise License Agreement, dated March 29, 2011 (San Diego and Orange Counties, California offices), as such Franchise License Agreement may have been amended, and all other related agreements, between Windermere Real Estate Services Company and Bennion & Deville Fine Homes SoCal, Inc." [D.E. 16-13, pages 2-4]		
239.	Mar 27, 2015 letter from Gerard Davey to Paul Drayna RE: "Termination of Windermere Real Estate License Agreement, dated August 1, 2001 (Coachella Valley, California offices), as such License Agreement may have been amended, and all other related agreements, between Windermere Real Estate Services Company and Bennion & Deville Fine Homes, Inc. (WSC 1728-1730)		

240.	April 22, 2015 letter from Bob Bennion and Bob Deville to John Jacobi RE: "Confidentiality Agreement" (WSC 1993-1995)		
241.	April 22, 2015 letter from Bob Bennion and Bob Deville to John Jacobi RE: "Confidentiality Agreement" (WSC 1987-1989)		
242.	May 4, 2015 comment letter from Dorothy Eshelmen to Paul Drayna RE: comments on application (WSC13497-13499)		
243.	May 6, 2015 email from Bob Deville to Richard King RE: "Letter follow up" (B&D0033226-0033227)		
244.	May 26, 2015 letter from Paul Drayna to Gerard Davey (WSC 1986)		
245.	May 12, 2015 Addendum to Windermere Real Estate License Agreement Permission for Relocation of Office Fallbrook (WSC13704-13705)		
246.	May 12, 2015 Addendum to Windermere Real Estate License Agreement Permission for Relocation of Office Del Mar (WSC13702-13703)		
247.	Jun 23, 2015 letter from Rich Johnson to Geoff Wood RE: "Branch Approval request - Scripps Ranch" (WSC13701)		
248.	2015 Franchise Disclosure Document (WSC06805-06891)		
249.	July 28, 2015 Letter of Intent with Selective Binding Terms (B&D0004639-0004646)		
250.	Aug 2, 2015 Letter of Intent with Selective Binding Terms (B&D0004647-0004656)		

251.	Aug 12, 2015 response letter from Paul Drayna to Dorothy Eshelman RE: "Franchise Registration for Windermere Real Estate Services Company" (WSC13512-13520)		
252.	Defendant Windermere Real Estate Services Company, Inc.'s Responses to Plaintiff Bennion & Deville Fine Homes First Set of Requests for Admission		
253.	Defendant Windermere Real Estate Services Company, Inc.'s First Supplemental Responses to Plaintiff Bennion & Deville Fine Homes First Set of Requests for Admission		
254.	Defendant Windermere Real Estate Services Company, Inc.'s Responses to Plaintiff Bennion & Deville Fine Homes First Set of Interrogatories		
255.	Defendant Windermere Real Estate Services Company, Inc.'s First Supplemental Responses to Plaintiff Bennion & Deville Fine Homes First Set of Interrogatories		
256.	Defendant Windermere Real Estate Services Company, Inc.'s Second Supplemental Responses to Plaintiff Bennion & Deville Fine Homes First Set of Interrogatories		
257.	Defendant Windermere Real Estate Services Company, Inc.'s Responses to Plaintiff Windermere Services Southern California, Inc.'s First Set of Interrogatories		
258.	Defendant Windermere Real Estate Services Company, Inc.'s First Supplemental Responses to Plaintiff Windermere Services Southern California, Inc.'s First Set of Interrogatories		

259.	Defendant Windermere Real Estate Services Company, Inc.'s Responses to Plaintiff Windermere Services Southern California, Inc.'s Second Set of Interrogatories		
260.	Plaintiff and Counterclaimant Windermere Real Estate Services Company's Initial Disclosures		
261.	Declaration of Jeffrey A. Feasby in Support of Counterclaimant Windermere Real Estate Services Company's Ex Parte Application for Temporary Restraining Order and Order to Show Cause RE: Preliminary Injunction [D.E. 21-2]		
262.	Declaration of Paul Drayna in Support of Counterclaimant Windermere Real Estate Services Company's Ex Parte Application for Temporary Restraining Order and Order to Show Cause RE: Preliminary Injunction [D.E. 21-10]		
263.	Declaration of Robert Sherrell in Support of Counterclaimant Windermere Real Estate Services Company's Ex Parte Application for Temporary Restraining Order and Order to Show Cause RE: Preliminary Injunction [D.E. 21-19]		
264.	Supplemental Declaration of Robert Sherrell in Support of Counterclaimant Windermere Real Estate Services Company's Ex Parte Application for Temporary Restraining Order and Order to Show Cause RE: Preliminary Injunction [D.E. 25-1]		
265.	Declaration of Jeffrey A. Feasby in Support of Joint Stipulation RE: Plaintiffs' Motion to Compel Production of Documents and Responses [D.E. 42-3]		

266.	Declaration of Paul Drayna in Support of Joint Stipulation RE: Plaintiffs' Motion to Compel Production of Documents and Responses [D.E. 42-4]		
267.	Declaration of Josh Cristenson in Support of Joint Stipulation RE: Plaintiffs' Motion to Compel Production of Documents and Responses [D.E. 42-5]		
268.	Order Granting in Part and Denying in Part Plaintiffs' Motion to Compel [D.E. 46]		
269.	Declaration of Jeffrey A. Feasby RE: Court's June 8, 2016 Order [D.E. 47]		
270.	http://windermerewatch.com (electronic website)		
271.	Various printouts of windermerewatch.com		
272.	Windermere Services Southern California, Inc. Recast Profit & Loss Statement for the Years Ended December 31 2011-2015		
273.	Oct 2, 2014 12:30 p.m. Notes from Meeting (B&D0069839-0069840)		
274.	Sampling of postcards sent by windermerewatch.com		
275.	2014 Franchise Disclosure Document Northern California		
276.	2016 Franchise Disclosure Document		
277.	Aug 5, 2016 letter from Dorothy Eshelman to Paul Drayna RE: Order on application filed on April 19, 2016		
278.	Expert report of Peter Wrobel		
279.	File of expert witness Peter Wrobel		
280.	Expert report of franchise expert		

1	281.	File of franchise expert		
2	282.	Expert report of rebuttal expert		
3	283.	File of rebuttal expert		
4	284.	Documents produced by Brian Gooding in response to subpoena dated Aug 2, 2016		
5				
6	285.	Documents produced by Rich Johnson in response to subpoena dated Aug 2, 2016		
7				
8	286.	Documents produced by Fred Schuster in response to subpoena dated Aug 2, 2016		
9				
10	287.	Documents produced by Benjamin Leaskou in response to subpoena dated Aug 10, 2016		
11				
12	288.	January 19, 2012 email from Richard Johnson to Bob Deville RE: "Touching Base"		
13				
14	289.	June 20, 2013 Exhibit G Disclosure of Negotiated Sales, signed by Brian Gooding and Richard Johnson (WSC13759-13760)		
15				
16				
17	290.	June 26, 2013 email from Patrick Robinson to Paige Tyley RE: "FW: Franchise fee payment" (B&D0056311- 0056312)		
18				
19				
20	291.	July 12, 2013 letter from Fred Schuster to Bob Deville RE: "Branch approval – Carlsbad" (WSC13737)		
21				
22	292.	July 12, 2013 letter from Fred Schuster to Bob Deville RE: "Branch approval - Del Mar" (WSC13736)		
23				
24	293.	July 12, 2013 letter from Fred Schuster to Bob Deville RE: "Branch approval - Rancho Bernardo" (WSC13735)		
25				
26				
27	294.	July 18, 2013 email from Fred Schuster to Paige Tyley RE: "Windermere Services Rates" (B&D0056006-		
28				

	0056007)		
295.	July 30, 2013 Franchise License Agreement signed by Rich Johnson and Brian Gooding (WSC13719-13734)		
296.	Aug 23, 2013 email from Fred Schuster to Rich Johnson RE: "Windermere Watch" (WSC018932-018934)		
297.	Aug 27, 2013 email from Paul Drayna to Robert Sunderland RE: "Windermere Watch - San Diego Home and Estates, Inc." (WSC053071-053072)		
298.	Aug 28, 2013 email from Cheri Rice to Raymond Brown, Rich Johnson, and Fred Schuster RE: "Windermere Watch Letter" (WSC018995)		
299.	Aug 29, 2013 email from Raymond Brown to Brian Gooding RE: "Windermere Watch Letter" (WSC019074-019075)		
300.	Sep 23, 2013 email from Fred Schuster to Cheri Rice RE: "Letters from Geoff Wood" (WSC019427)		
301.	Oct 3, 2013 email from Paul Drayna to Robert Sunderland RE: "FW: Windermere Watch Letter" (B&D0022464)		
302.	Dec 23, 2013 email from Fred Schuster to Bob Deville RE: "Windermere Watch" (B&D0033918-0033919)		
303.	March 24, 2014 email from Fred Schuster to Bob Deville RE: "Meeting" (WSC025453)		
304.	Apr 12, 2014 email from Fred Schuster to Bob Deville RE: "Carlsbad Request by Windermere Homes & Estates" (B&D0047058-0047059)		

305.	May 30, 2014 email from Brian Gooding to Bob Deville and Kirk Gregor RE: "Fwd: Fw: See Who Joined Us" (WSC026248-026249)		
306.	June 10, 2014 email from Paul Drayna to Robert Sunderland RE: "Fw: Amendment to promissory note" (WSC 1674-1680)		
307.	June 18, 2014 email from Brian Gooding to Fred Schuster and Rich Johnson RE: "Checking in" (WSC026469-026471)		
308.	July 9, 2014 email from Bob Deville to Mike Teather, Geoff Wood, and Paul Drayna RE: "FW: New branch location" (B&D0014264-0014265)		
309.	July 9, 2014 email from Bob Deville to Mike Teather RE: "New branch location" (B&D0014487-0014489)		
310.	July 10, 2014 email from Paul Drayna to Bob Deville RE: "New branch location" (B&D0014191-0014192)		
311.	July 11, 2014 email from Fred Schuster to Paul Drayna RE: "New branch location" (B&D0055583-0055584)		
312.	July 11, 2014 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (WSC13712-13714)		
313.	July 11, 2014 email from Paul Drayna to Bob Deville and Kirk Gregor RE: "Rancho Bernardo - The Plaza" (B&D0014187-0014188)		
314.	July 15, 2014 email from Paul Drayna to Fred Schuster RE: "New branch location" (B&D0011319)		

315.	July 23, 2014 email from Fred Schuster to Mike Teather RE: "Updated Social numbers" (WSC026704)		
316.	July 24, 2014 email from Fred Schuster to Mike Teather RE: "Follow up" (WSC026706-026707)		
317.	July 24, 2014 email from Fred Schuster to Paul Drayna RE: "2013 Financial reporting" (WSC026708)		
318.	July 25, 2014 Office Announcement RE: "New Branch Office" (WSC 305)		
319.	July 30, 2014 Office Announcement RE: "Branch Office" (WSC 306)		
320.	July 30, 2014 email from Paul Drayna to Fred Schuster RE: "Executed Branch Addendum: Rancho Bernardo- The Plaza" (B&D0014184)		
321.	Aug 20, 2014 email from Robert Sunderland to Paul Drayna RE: "Bobs payment status - updated" (WSC039892-039893)		
322.	Sep 26, 2014 email from Mike Teather to Bob Deville RE: "San Diego owners" (B&D0050182)		
323.	Oct 7, 2014 email from Fred Schuster to Mike Teather RE: "FW: Follow-up info" (WSC028176-028177)		
324.	Oct 31, 2013 email from Bob Deville to Mike Teather (B&D0003591)		
325.	Oct 31, 2014 email from Bob Deville to Mike Teather and Geoff Wood RE: "FW: San Diego Owners & Seattle" (B&D0003587)		
326.	Oct 31, 2014 email from Bob Deville to Mike Teather RE: "Windermere SoCal Owners Meeting Nov. 14" (B&D0038546-0038548)		

327.	Oct 31, 2014 email from Bob Deville to Mike Teather RE: "Follow-up meeting" (B&D0038540-0038541)		
328.	Nov 1, 2014 email from Bob Deville to Mike Teather RE: "Follow-up meeting" (B&D0038535-0038537)		
329.	Nov 5, 2014 email from Mike Teather to Bob Deville RE: "New branch office request - Fallbrook" (B&D0038215-0038216)		
330.	Nov 7, 2014 email from Bob Deville to Paige Tyley RE: "Fallbrook office" (B&D0055547-0055548)		
331.	Nov 11, 2014 email from Mike Teather to Bob Deville RE: "Windermere Homes & Estates FALLBROOK address" (B&D0038203)		
332.	Nov 17, 2014 email from Fred Schuster to Mike Teather RE: "New branch office request - La Jolla" (WSC029536-029537)		
333.	Nov 19, 2014 email from Mike Teather to Fred Schuster RE: "New branch office request - La Jolla" (WSC029600-029602)		
334.	Nov 25, 2014 email from Kirk Gregor to Bob Deville RE: "message from Fred Schuster" (B&D0055529-0055530)		
335.	Dec 1, 2014 email from Fred Schuster to Kirk Gregor RE: "Your voice mail to Bob" (B&D0003499-0003500)		
336.	Dec 1, 2014 email from Fred Schuster to Mike Teather RE: "Skyslope" (WSC029765)		
337.	Dec 2, 2014 email from Bob Deville to Paige Tyley RE: "Fwd: Branch Addendum - Fallbrook" (B&D0055514)		

338.	Dec 19, 2014 email from Bob Deville to Paige Tyley RE: "Fwd: Homes and Estates" (B&D0055495-0055496, B&D0055490-0055492)		
339.	Sep 24, 2014 email from Bob Deville to Robert Sunderland RE: "So Cal Services, Seattle and Issues" (B&D0033282-0033291)		
340.	Oct 1, 2014 email from Bob Deville to Mike Teather RE: "JFF accounting" (B&D0038389-0038392)		
341.	Oct 2, 2014 email from Mike Teather to Bob Deville Re: "Fwd: JFF accounting" (B&D0038288-0038292)		
342.	Jan 26, 2015 email from Patrick Robinson to Bob Deville RE: "FW: 2015 Monthly Statistical Report" (B&D0055452-0055453)		
343.	Jan 28, 2015 email from Rich Johnson to Mike Teacher RE: "Newspaper article - Socal" (WSC033242-033243)		
344.	Mar 9, 2015 - Office Announcement - New Branch Office-Rancho Bernardo - The Plaza (B&D0000641)		
345.	Mar 10, 2015 email from Fred Schuster to Paul Drayna RE: "2014 Financial reporting" (WSC033721)		
346.	Mar 11, 2015 email from Patrick Robinson to Paige Tyley RE: "New franchise report - March" (B&D0055437-0055439)		
347.	Mar 25, 2015 email from Bob Deville to Suzanne Drace RE: "Socal agent reached out to me" (B&D0055425-0055427)		
348.	May 11, 2015 email from Bob Deville to Paul Drayna RE: "Office address change" (WSC040728-040729)		

349.	Jun 23, 2015 email from Rich Johnson to Mike Teacher and Paul Drayna RE: "Windermere Homes & Estates Update" (WSC035698-035699)		
350.	Jun 24, 2015 email from Rich Johnson to Mike Teacher and Paul Drayna RE: "Amended Branch Office Request" (WSC035704)		
351.	Sept 1, 2015 Addendum to Windermere Real Estate License Agreement Permission for relocation of office San Diego Homes and Estates, Inc. (WSC037886-037888)		
352.	Sept 12, 2015 email from Brian Gooding to Mike Teather RE: "I haven't even read this yet because I wanted to get it to you asap" (WSC038655-038657)		
353.	Sept 12, 2015 email from Brian Gooding to Mike Teather RE: "The Desert" (WSC038658-038659)		
354.	Sept 12, 2015 email from Brian Gooding to Rich Johnson RE: "Windermere Homes and Estates to open in Desert" (WSC038662-WSC038663)		
355.	Sept 15, 2015 email from Matt Carroll to OB Jacobi RE: "Premature Solicitation" (WSC038762-WSC038763)		
356.	Sept 29, 2015 email from Holly Reville to Rich Johnson and Brian Gooding RE: "Ads" (WSC039154)		
357.	Sept 29, 2015 email from Mark Oster to Sarah Therooff and Mike Teather RE: "Wire Information/Coachella Valley expansion" (WSC055174)		
358.	Aug 1, 2001 Windermere Real Estate License Agreement (Ex. 5) [D.E. 31-1, pages 2-10]		

359.	Jan 21, 2004 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 10) [D.E. 16-2, pages 9-11]		
360.	Aug 1, 2004 Affiliate Fee Schedule (B&D000544)		
361.	Nov 2, 2005 Addendum to Franchise License Agreement 2006 Fee Adjustments (Ex. 19) (WSC 658-661)		
362.	Aug 10, 2007 Agreement for Forgiveness of Franchise Fees - 2006 (Ex. 22) (WSC 145-147)		
363.	Aug 27, 2007 Addendum to Windermere Real Estate License Agreement Fee Modifications (Ex. 23) (WSC 139-140)		
364.	Aug 30, 2007 Agreement for Deferral of Franchise Fees - 2007 (Ex. 24) (WSC 150-153)		
365.	Aug 31, 2007 Addendum to Franchise License Agreement (Ex. 25) (WSC 141-144)		
366.	Sep 14, 2007 Agreement for Deferral of 2006 Technology Fees (Ex. 26) (WSC 148-149)		
367.	May 1, 2008 letter from Paul Drayna to All Windermere Owners and Managers RE: "Gary Kruger" (Ex. 72) (WSC 1637-1638)		
368.	Nov 17, 2008 letter from Paul Drayna to Bob Deville RE: "Notice of Default - 15 Days to Cure" (Ex. 27) (WSC 1872-1873)		
369.	Dec 31, 2008 Unconditional Guaranty of Payment (Ex. 29) (WSC 430-434)		
370.	Dec 31, 2008 Promissory Note (Ex. 28) (WSC 429)		

371.	Jan 13, 2009 Assignment Agreement (Ex. 41) (WSC 360-363)		
372.	Jan 13, 2009 Security Agreement All Personal Property Assets (Ex. 42) (WSC 364-368)		
373.	Jan 13, 2009 Promissory Note (Ex. 40) (WSC 352-356)		
374.	April 1, 2009 Addendum to Windermere Real Estate License Agreement Permission for Relocation of Offices (Ex. 30) [D.E. 16-2, pages 42-44]		
375.	Sep 8, 2009 Addendum to Windermere Real Estate License Agreement Permission for Relocation of Office (WSC13957-13960)		
376.	Oct 29, 2009 Rescission of Windermere Real Estate Franchise License Agreement (WSC13857-13859)		
377.	April 1, 2010 Franchise License Agreement (WSC 824-838)		
378.	March 24, 2010 Franchise License Agreement (WSC 803-818)		
379.	March 23, 2010 Franchise License Agreement (WSC13610-13625)		
380.	Sep 20, 2010 Franchise License Agreement (WSC 758-773)		
381.	Feb 16, 2011 Promissory Note - Line of Credit (Ex. 44) (WSC39238-39242)		
382.	Feb 16, 2011 Assignment Agreement (Ex. 45) (WSC39243-39246)		
383.	Feb 16, 2011 Security Agreement All Personal Property Assets (Ex. 46) (WSC 39247-39251)		

384.	Letter from Paul Drayna to California Dept. of Corporations RE: "UFDD Registration for Windermere Real Estate Services Company" (WSC12211)		
385.	June 6, 2011 Promissory Note - Line of Credit [D.E. 16-11, pages 2-6]		
386.	June 6, 2011 Assignment Agreement [D.E. 16-11, pages 10-13]		
387.	June 6, 2011 Security Agreement All Personal Property Assets [D.E. 16-11, pages 14-18]		
388.	March 29, 2012 email from Kirk Gregor to Bob Deville RE: "FW: RE: Windermere Watch" (B&D0034427-0034429)		
389.	May 8, 2012 email from Paul Drayna to Bob Deville and Bob Bennion RE: "Admin Fee" (B&D0021507)		
390.	June 25, 2012 Addendum to Windermere Real Estate License Agreement Permission for Relocation of Office (WSC 724-725)		
391.	Sep 19, 2012 email from Paul Drayna to Bob Bennion and Bob Deville RE: "Yesterday's meeting" (B&D0021178-0021182)		
392.	Oct 1, 2012 email from Paul Drayna to Bob Deville RE: "Brea Preferred Living - Fee Change" (B&D0021173-0021174)		
393.	Nov 7, 2012 email from Paul Drayna to Robert Sunderland RE: "Kruger" (B&D0021166)		
394.	Oct 29, 2012 email from Bob Bennion to Bob Deville RE: "Marie Article" (B&D0021430-0021431)		

395.	Nov 29, 2012 email from Bob Deville to Paul Drayna RE: windermerewatch (B&D0021896-0021897)		
396.	Nov 30, 2012 email from Robert Sunderland to Paul Drayna RE: License Agreement Addendum (B&D0021893-0021894)		
397.	Dec 4, 2012 email from Bob Deville to Geoff Wood and Paul Drayna RE: FW: Truth About Public Predator Windermere Real Estate (B&D0021407-0021408)		
398.	Dec 8, 2012 email from Robert Sunderland to Paul Drayna RE: License Agreement Addendum (B&D0021885-0021887)		
399.	Dec 15, 2012 email from Bob Deville to Geoff Wood, Paul Drayna, Bob Bennion, and Robert Sunderland RE: Check out Truth About Public Predator Windermere Real Estate (B&D0021396)		
400.	Dec 17, 2012 email from Bob Bennion to Paul Drayna and Patrick Robinson RE: Bennion Deville Total Due 12_10_12.xlsx (B&D0021391-0021392)		
401.	Dec 28, 2012 email from Geoff Wood to Robert Sunderland, Paul Drayna, Bob Deville, and Bob Bennion RE: Fully Executed Real Estate License Addendum (B&D0021865)		
402.	Jan 24, 2013 email from Bob Deville to Paul Drayna RE: Yesterday's meeting (B&D0023159-0023162)		
403.	Termination of Windermere Real Estate Franchise License Agreement (WSC 1-2)		

404.	Mar 27, 2013 email from Paul Drayna to Bob Deville and Bob Bennion RE: FW: Welcome Julia Jordan, and here come the UFDD's (B&D0022572-0022573)		
405.	Apr 29, 2013 letter from Paul Drayna to California Dept. of Corporations RE: Pre-Effective Amendment #2 (WSC12465-12468)		
406.	Termination of Windermere Real Estate Franchise License Agreement (WSC 867-868)		
407.	June 20, 2013 email from Bob Deville to Paul Drayna and Geoff Wood RE: FW: Disclosure document (B&D0044569)		
408.	June 21, 2013 email from Paul Drayna to Bob Deville and Geoff Wood RE: UFDD for Southern California (B&D0044566-0044568)		
409.	July 3, 2013 Termination of Windermere Real Estate Franchise License Agreement (WSC 1126-1129)		
410.	Feb 5, 2014 email from Paul Drayna to Bob Deville and Patrick Robinson RE: "Letter to Kirkseys" (B&D0050254)		
411.	Feb 11, 2014 email from Paul Drayna to Robert Sunderland RE: "Windermere Watch" (WSC043312-043313)		
412.	June 3, 2014 email from Paul Drayna to Robert Sunderland RE: "Amendment to promissory note" (WSC 1820-1823) (Ex. 57)		
413.	July 10, 2014 email from Paul Drayna to Bob Deville and Mike Teather RE: "New branch location" (B&D0014198-0014199)		

1	414.	Sept 30, 2013 email from Geoff Wood to Shelley Rossi and Noelle Bortfeld RE: "Windermere Watch - draft letter (WSC060194-WSC060195)"		
2	415.	Oct 3, 2013 email from Fred Schuster to Shelley Rossi, Rich Johnson, Brian Gooding, Bob Deville, and Bob Bennion RE: "Windermere Watch Letter"		
3	416.	Jan 22, 2014 email from OB Jacobi to Fred Schuster RE: "Grand Opening party - Launch event"		
4	417.	Jan 30, 2014 email from Geoff Wood to Fred Schuster RE: "Voice mail"		
5	418.	March 1, 2014 email from Geoff Wood to Fred Schuster RE: "Windermere Watch - postcards"		
6	419.	April 2, 2014 email from Geoff Wood to Fred Schuster RE: "Friday get together"		
7	420.	April 11, 2014 email from Bob Deville to Fred Schuster RE: "Carlsbad Request by Windermere Homes & Estates"		
8	421.	June 6, 2014 email from Michael Fanning to Fred Schuster RE: "Moxi works"		
9	422.	June 10, 2014 email from OB Jacobi to Fred Schuster RE: "Moxi works"		
10	423.	July 11, 2014 email from Fred Schuster to Paul Drayna RE: "New branch location"		
11	424.	July 15, 2014 email from Fred Schuster to Paul Drayna RE: "New branch location"		
12	425.	July 22, 2014 email from Fred Schuster to Mike Teather RE: "Meeting next week"		

1	426.	July 23, 2014 email from Michael Fanning to Fred Schuster RE: "Ninja meeting"		
2				
3	427.	July 23, 2014 email from Fred Schuster to Mike Teather RE: "Updated Socal numbers"		
4				
5	428.	July 24, 2014 email from Fred Schuster to Mike Teather RE: "Follow up"		
6				
7	429.	July 24, 2014 email from Fred Schuster to Paul Drayna RE: "2013 Financial reporting"		
8				
9	430.	July 29, 2014 email from Fred Schuster to Mike Teather RE: "Checking in"		
10				
11	431.	July 30, 2014 email from Paul Drayna to Fred Schuster RE: "Executed Branch Addendum: Rancho Bernardo-The Plaza"		
12				
13	432.	July 30, 2014 email from Julia Alexander to Bob Deville RE: "Signed branch addendum- for your records"		
14				
15	433.	Aug 4, 2014 email from Fred Schuster to Mike Teather RE: "checking in"		
16				
17	434.	Aug 5, 2014 email from Michael Fanning to Fred Schuster RE: "Ninja meeting"		
18				
19	435.	Aug 9, 2014 email from Fred Schuster to Michael Fanning RE: "Ninja Teaser dates"		
20				
21	436.	Aug 11, 2014 email from Paul Drayna to Fred Schuster RE: "2013 Financial reporting"		
22				
23	437.	Aug 12, 2014 email from Mike Teather to Fred Schuster RE: "Checking in"		
24				
25				
26				
27				
28				

1	438.	Sep 9, 2014 email from OB Jacobi to Fred Schuster RE: "Socal Update"		
2				
3	439.	Sep 16, 2014 email from Fred Schuster to Paul Drayna RE: "Updated Financials"		
4				
5	440.	Sep 23, 2014 email from Paul Drayna to Fred Schuster RE: "Updated financials, etc."		
6				
7	441.	Sep 23, 2014 email from Fred Schuster to Paul Drayna RE: "2013 Income Taxes"		
8				
9				
10	442.	Sep 25, 2014 email from Fred Schuster to Mike Teather RE: "Any update?"		
11				
12	443.	Sep 29, 2014 email from Fred Schuster to Paul Drayna RE: "Updated financials, etc."		
13				
14	444.	Sep 29, 2014 email from Mike Teather to Fred Schuster RE: "Meeting"		
15				
16	445.	Sep 30, 2014 email from Paul Drayna to Fred Schuster RE: "Updated financials, etc."		
17				
18	446.	Oct 2, 2014 Gooding/Johnson/Fred Sch/Teacher		
19				
20	447.	Oct 6, 2014 email from Brian Gooding to Mike Teather RE: "Meeting Notes"		
21				
22	448.	Oct 7, 2014 email from Fred Schuster to Mike Teather RE: "FW: Follow-up info" (WSC062158-062171)		
23				
24	449.	Oct 7, 2014 email from Fred Schuster to Patrick Robinson RE: "September 2014 - Franchise Report" (WSC062332-062357)		
25				
26	450.	Oct 7, 2014 email from Mike Teather to Fred Schuster RE: "Follow-up info"		
27				
28				

1	451.	Oct 7, 2014 email from Fred Schuster to Mike Teather RE: "FW: Follow-up info"		
2				
3	452.	Oct 9, 2014 email from Michael Fanning to Fred Schuster RE: "Ninja training - Orientation meeting"		
4				
5	453.	Oct 16, 2014 email from Fred Schuster to Michael Fanning RE: "Hawaii Owners Retreat"		
6				
7	454.	Oct 21, 2014 email from Fred Schuster to Mike Teather RE: "Updates"		
8				
9	455.	Nov 1, 2014 email from Fred Schuster to Bob Deville RE: "Follow-up meeting"		
10				
11	456.	Nov 3, 2014 email from Mike Teather to Fred Schuster RE: "SoCal"		
12				
13	457.	Nov 4, 2014 email from Mike Teather to Bob Deville, Bob Bennion, Rich Johnson, Brian Gooding, and Fred Schuster RE: "SoCal"		
14				
15	458.	Nov 5, 2014 email from Fred Schuster to Bob Deville RE: "New branch office request - Fallbrook"		
16				
17	459.	Nov 5, 2014 email from Mike Teather to Fred Schuster RE: "New branch office request - Fallbrook"		
18				
19	460.	Nov 7, 2014 email from Fred Schuster to Mike Teather, Bob Deville, and Bob Bennion RE: "Conference call today"		
20				
21	461.	Nov 7, 2014 email from Fred Schuster to Patrick Robinson RE: "Franchise report - October 2014" (WSC062119-062144)		
22				
23	462.	Nov 9, 2014 email from Mike Teather to Fred Schuster RE: "Windermere Social advertisements"		
24				
25				
26				
27				
28				

463.	Nov 9, 2014 email from Brian Gooding to Fred Schuster and Rich Johnson RE: "FW: Invitation to Meet and Greet" (WSC062193-062195)		
464.	Nov 17, 2014 email from Fred Schuster to Mike Teather and Bob Deville RE: "New branch office request - La Jolla" (WSC062273-062274)		
465.	Nov 18, 2014 email from Paige Tyley to Mike Teather RE: "FW: Real Estate Updates in SD Union-Tribune" (WSC062179-062180)		
466.	Nov 19, 2014 email from Paige Tyley to Mike Teather RE: "Article with photos from 9/7/14 SD Union-Tribune" (WSC062100-062101)		
467.	Nov 19, 2014 email from Mike Teather to Fred Schuster RE: "New branch office request - La Jolla"		
468.	Nov 19, 2014 email from Brian Gooding to Fred Schuster RE: "FW: New branch office request - La Jolla"		
469.	Nov 21, 2014 email from Mike Teather to Fred Schuster RE: "Follow up"		
470.	Nov 24, 2014 email from Fred Schuster to Mike Teather RE: "CONFIDENTIAL - Financial Statements"		
471.	Nov 24, 2014 email from Fred Schuster to Mike Teather RE: "CONFIDENTIAL - Financial Statements" (WSC062102-062115)		
472.	Nov 25, 2014 email from Mike Teather to Fred Schuster RE: "mtg"		
473.	Nov 25, 2014 email from Kirk Gregor to Fred Schuster RE: "Your voice mail to Bob" (WSC062358-062360)		

474.	Nov 26, 2014 email from Fred Schuster to Mike Teather RE: "Next week"		
475.	Dec 1, 2014 email from Fred Schuster to Kirk Gregor RE: "Your voice mail to Bob"		
476.	Dec 1, 2014 email from Bob Deville to Rich Johnson, Brian Gooding, and Mike Teather RE: "FW: Scan from Windermere RM Main Admin" (WSC062181-062185)		
477.	Dec 1, 2014 email from Fred Schuster to Kirk Gregor RE: "Your voice mail to Bob" (WSC062325-062331)		
478.	Dec 1, 2014 email from Fred Schuster to Mike Teather RE: "Skyslope"		
479.	Dec 2, 2014 email from Fred Schuster to Mike Teather RE: "meeting Wednesday"		
480.	Dec 5, 2014 email from Paul Drayna to Fred Schuster RE: "Franchise fee addendum - Fallbrook"		
481.	Dec 8, 2014 email from Fred Schuster to Patrick Robinson RE: "November Franchise Report" (WSC062275-062277)		
482.	Dec 8, 2014 email from Fred Schuster to Christine Wood RE: "Foundation fees"		
483.	Jan 26, 2015 email from Bob Deville to Geoff Wood, Jill Wood; OB Jacobi; Mike Teather RE: "Bob Bennion" (WSC060305-WSC060308)		
484.	Jan 28, 2015 email from Brian Gooding to Fred Schuster RE: "Newspaper article - Socal"		

485.	Jan 28, 2015 email from Rich Johnson to Mike Teather RE: "Newspaper article - Socal"		
486.	March 2, 2015 email from Michael Fanning to christinekueneke@gmail.com, Fred Schuster, Rich Johnson, and Brian Gooding RE: "For the class today"		
487.	Mar 10, 2015 email from Fred Schuster to Rob Corcoran and Brian Gooding RE: "Influence Partner Agreement" (WSC060839-WSC060849)		
488.	Mar 10, 2015 email from Fred Schuster to Paul Drayna RE: "2014 Financial reporting" (WSC060602-WSC060605)		
489.	March 10, 2015 email from Fred Schuster to Paul Drayna RE: "2014 Financial reporting"		
490.	Mar 11, 2015 email from Fred Schuster to Patrick Robinson RE: "Franchise report - February 2015" (WSC060645-WSC060703)		
491.	March 11, 2015 email from Fred Schuster to Mike Teather RE: "Relocation affiliation"		
492.	March 12, 2015 email from Fred Schuster to Mike Teather RE: "FW: Industry Accouncement Scan"		
493.	March 26, 2015 email from Brian Gooding to Mike Teather, Fred Schuster, and Rich Johnson RE: "Fwd: Re: Socal agent reached out to me"		
494.	Apr 2, 2015 email from Leo Nicolet to Alana Hardy and Rich Johnson RE: "PR for you" (WSC060850-WSC060852)		

495.	April 10, 2015 email from Fred Schuster to Mike Teather RE: "Couple of things"		
496.	April 27, 2015 email from Fred Schuster to Mike Teather RE: "Catch up - Symposium"		
497.	April 28, 2015 email from Donna Niksich to Fred Schuster, Rich Johnson, and Brian Gooding RE: "FW: 4907 Patina Ca., Oceanside, CA 92057" (WSC061998-062005)		
498.	May 4, 2015 email from Mike Teather to Fred Schuster RE: "Call me"		
499.	May 7, 2015 email from Lora Wilson to Fred Schuster RE: "Windermere Homes and Estates - Monthly Statistical Report"		
500.	May 7, 2015 email from Ray Brown to Rich Johnson and Brian Gooding RE: "Broker Market Share data" (WSC060957-WSC060971)		
501.	May 7, 2015 email from Fred Schuster to Lora Wilson RE: "Windermere Homes and Estates - Monthly Statistical Report"		
502.	May 11, 2015 email from Fred Schuster to Patrick Robinson RE: "Office address change"		
503.	May 11, 2015 email from Fred Schuster to Patrick Robinson RE: "Office address change" (WSC061319-WSC061321)		
504.	Jun 4, 2015 email from Cheri Rice to Rich Johnson, Brian Gooding Fred Schuster and others RE: "Current Roster" (WSC061167-WSC061184)		
505.	June 11, 2015 email from Skye Henry to Fred Schuster RE: "2015-2016 E&O Proposal" (WSC061185-WSC061282)		

506.	June 12, 2015 email from Pam O'Donnell to Brian Gooding RE: "Pagni's and Press Release." (WSC061941-061942)		
507.	Jun 18, 2015 email from Rich Johnson to Bob Deville and Kirk Gregor RE: "Recruiting Emails" (WSC062049-WSC062050)		
508.	June 23, 2015 email from Rich Johnson to Mike Teather and Paul Drayna RE: "Windermere Homes & Estates Update" (WSC062091-062094)		
509.	June 23, 2015 email from Rich Johnson to Mike Teather and Paul Drayna RE: "New Branch Offices Request" (WSC061313-WSC061314)		
510.	July 13, 2015 email from Rich Johnson to Mike Teather and Paul Drayna RE: "New Branch Offices Request" (WSC061311-WSC061312)		
511.	Sep 2, 2015 email from Brian Gooding to Shelley Rossi RE: "SoCal PR/Communications - Please Review" (WSC062041-062043)		
512.	Sep 2, 2015 email from Brian Gooding to Mike Teather, Noelle Bortfeld, and Rich Johnson RE: "Palm Springs Palm Desert area startup costs" (WSC061943-061945)		
513.	Sept 9, 2015 email from Jim Berns to Rich Johnson and Brian Gooding RE: "Bennion & Deville Fine Homes, Full Page Ad: Sunday Sept. 6, 2015" (WSC060944-WSC060945)		
514.	Sept 11, 2015 email from Jill Wood to Marka Waechter RE: "Important Announcement Regarding Windermere SoCal" (WSC060433-WSC060435)		

515.	Sept 16, 2015 email from Mike Teacher to Jill Wood, Geoff Wood and OB Jacobi RE: "Premature Solicitation" (WSC060487-WSC060488)		
516.	Sept 18, 2015 email from Mike Teacher to Jill Wood, Geoff Wood and OB Jacobi RE: "Important Announcement from Bennion & Deville" (WSC060491-WSC060493)		

The B&D Parties reserve the right to amend this exhibit list following the exchange of expert discovery in this case.

DATED: August 29, 2016

MULCAHY LLP

By: /s/ James M. Mulcahy
James M. Mulcahy
Kevin A. Adams
Attorneys for Plaintiffs/Counter-
Defendants Bennion & Deville Fine
Homes, Inc., Bennion & Deville Fine
Homes SoCal, Inc., Windermere

1
2
3
4
5
6
7
8
9
0
1
2
3
4
5
6
7
8
9
0
1
2
3
4
5
6
7
8

2
3
4
5
6
7
8
9
0
1
2
3
4
5
6
7
8
9
0
1
2
3
4
5
6
7
8

4
5
6
7
8
9
0
1
2
3
4
5
6
7
8
9
0
1
2
3
4
5
6
7
8

5
6
7
8
9
0
1
2
3
4
5
6
7
8
9
0
1
2
3
4
5
6
7
8

7
8
9
0
1
2
3
4
5
6
7
8
9
0
1
2
3
4
5
6
7
8

0
1
2
3
4
5
6
7
8
9
0
1
2
3
4
5
6
7
8

4
5
6
7
8
9
0
1
2
3
4
5
6
7
8

8
9
0
1
2
3
4
5
6
7
8

2
3
4
5
6
7
8

6
7
8

[] BY MESSENGER SERVICE – I served the documents by placing them in an envelope or package addressed to the persons at the addresses listed herein and providing them to a professional messenger service for service. A declaration by the messenger service will be filed separately.

I declare under penalty of perjury under the laws of the State of California and the United States of America that the above is true and correct.

Executed on **August 29, 2016** at Irvine, California.

By: /s/ Barbara Calvert
Barbara Calvert