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10 *Attorneys for Plaintiffs and Counter-Defendants*

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

13 BENNION & DEVILLE FINE
14 HOMES, INC., a California
15 corporation, BENNION & DEVILLE
16 FINE HOMES SOCAL, INC., a
17 California corporation, WINDERMERE
18 SERVICES SOUTHERN
19 CALIFORNIA, INC., a California
20 corporation,

21 Plaintiffs,

22 v.

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

26 Defendant.

27 **AND RELATED COUNTERCLAIMS**

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

Hon. Manual L. Real

**DECLARATION OF KEVIN A.
ADAMS IN SUPPORT OF
PLAINTIFFS AND COUNTER-
DEFENDANTS' OPPOSITION TO
DEFENDANT WINDERMERE
REAL ESTATE SERVICES
COMPANY'S APPLICATIONS FOR
WRITS OF ATTACHMENT**

Date: December 19, 2016

Time: 10:00 a.m.

Courtroom: 8

28 I, Kevin A. Adams, declare as follows:

1. I am one of the attorneys of record for Plaintiffs and Counter-

1 Defendants Bennion & Deville Fine Homes, Inc. (“B&D Fine Homes”), Bennion
2 & Deville Fine Homes SoCal, Inc. (“B&D SoCal”) and Windermere Services
3 Southern California, Inc. (“Services SoCal”), and Counter-Defendants Robert
4 Bennion (“Bennion”) and Joseph R. Deville (“Deville”) (collectively, the “B&D
5 Parties”) in the above-named action. I am a member in good standing of the State
6 Bar of California, and duly admitted to practice law before all of the courts of the
7 State of California, including the United States District Court, Central District of
8 California and the United States Court of Appeals for the Ninth Circuit.

9
10 2. I make this Declaration in support of the B&D Parties’ Opposition To
11 Defendant Windermere Real Estate Services Company’s (“WSC”) Applications
12 for Right to Attach Orders and Orders for Issuance of Writs of Attachment
13 (“Application”), at Docket Entry (“D.E.”) 72.

14 3. As counsel for the B&D Parties, I am intimately familiar with the
15 discovery that has taken place in this action, including the deposition testimony
16 and the expert witness disclosures pursuant to Rule 26 of the Federal Rules of Civil
17 Procedure (“Rule 26 Disclosures”). The deposition transcripts and Rule 26
18 Disclosures have all been reviewed by me and are maintained at my office.

19 4. During the weeks of August 22 and 29, 2016, I traveled to Seattle,
20 Washington and deposed WSC’s corporate representatives produced in response to
21 Federal Rules of Civil Procedure, Rule 30(b)(6) Notice. This included the
22 depositions of WSC’s CEO (Geoff Wood), executive and owner (John O’Brien
23 (“OB”) Jacobi), Senior Vice President (Michael Teather), Director of Marketing
24 (Noelle Bortfeld), and General Counsel (Paul Drayna). I also took the depositions
25 of Mr. Teather, Drayna and Wood in their individual capacities.

26 5. These depositions were transcribed by certified court reports at
27 Veitext Legal Solutions and reduced to written transcripts. I have maintained
28 copies of these transcripts at my office since they were made available by the court

1 reporter.

2 6. Attached as Exhibit A is a true and correct copy of relevant excerpts
3 from the transcript of the deposition of Geoff Wood (“Wood Depo.”), taken on
4 August 25, 2016. As the attorney that deposed Mr. Wood, I have personal
5 knowledge of the witness’ testimony identified in the attached transcript. The 30-
6 day deadline for Mr. Wood to make changes to his deposition testimony under
7 Federal Rules of Civil Procedure, Rule 30(e)(1) has passed and no changes were
8 made.

9 7. Attached as Exhibit B is a true and correct copy of relevant excerpts
10 from the transcript of Volume I of the deposition of Paul Drayna (“Drayna Depo.,
11 Vol. I”), taken on August 22, 2016. As the attorney that deposed Mr. Drayna, I
12 have personal knowledge of the witness’ testimony identified in the attached
13 transcript. The 30-day deadline for Mr. Drayna to make changes to his deposition
14 testimony under Federal Rules of Civil Procedure, Rule 30(e)(1) has passed and no
15 changes were made.

16 8. Attached as Exhibit C is a true and correct copy of relevant excerpts
17 from the transcript of the deposition of York Baur (“Baur Depo.”) taken on August
18 26, 2016. As the attorney that deposed Mr. Baur, I have personal knowledge of the
19 witness’ testimony identified in the attached transcript. The 30-day deadline for
20 Mr. Baur to make changes to his deposition testimony under Federal Rules of Civil
21 Procedure, Rule 30(e)(1) has passed and no changes were made.

22 9. Attached as Exhibit D is a true and correct copy of relevant excerpts
23 from the transcript of Volume I of the deposition of Michael Teather (“Teather
24 Depo., Vol. I”) taken on August 23, 2016. As the attorney that deposed Mr.
25 Teather, I have personal knowledge of the witness’ testimony identified in the
26 attached transcript. The 30-day deadline for Mr. Teather to make changes to his
27 deposition testimony under Federal Rules of Civil Procedure, Rule 30(e)(1) has
28

1 passed and no changes were made.

2 10. Attached as Exhibit E is a true and correct copy of relevant excerpts
3 from the transcript of the Volume II of the deposition of Michael Teather (“Teather
4 Depo., Vol. II”) taken on August 24, 2016. As the attorney that deposed Mr.
5 Teather, I have personal knowledge of the witness’ testimony identified in the
6 attached transcript. The 30-day deadline for Mr. Teather to make changes to his
7 deposition testimony under Federal Rules of Civil Procedure, Rule 30(e)(1) has
8 passed and no changes were made.

9 11. Attached as Exhibit F is a true and correct copy of relevant excerpts
10 from the transcript of the deposition of Noelle Bortfeld (“Bortfeld Depo.”) taken
11 on August 31, 2016. As the attorney that deposed Ms. Bortfeld, I have personal
12 knowledge of the witness’ testimony identified in the attached transcript. The 30-
13 day deadline for Ms. Bortfeld to make changes to his deposition testimony under
14 Federal Rules of Civil Procedure, Rule 30(e)(1) has passed and no changes were
15 made.

16 12. Attached as Exhibit G is a true and correct copy of relevant excerpts
17 from the transcript of the deposition of Mark Oster (“Oster Depo.”) taken on
18 August 30, 2016. As the attorney that deposed Mr. Oster, I have personal
19 knowledge of the witness’ testimony identified in the attached transcript. The 30-
20 day deadline for Mr. Oster to make changes to his deposition testimony under
21 Federal Rules of Civil Procedure, Rule 30(e)(1) has passed and no changes were
22 made.

23 13. Attached as Exhibit H is a true and correct copy of relevant excerpts
24 from the transcript of the deposition of Eric Forsberg (“Forsberg Depo.”) taken on
25 July 29, 2016. As the attorney that defended Mr. Forsberg’s deposition, I have
26 personal knowledge of the witness’ testimony identified in the attached transcript.
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28 14. Attached as Exhibit I is a true and correct copy of relevant excerpts

1 from the transcript of the deposition of Joseph R. Deville (“Deville Depo.”) taken
2 on July 26, 2016, and Errata thereto. As the attorney that defended Mr. Deville’s
3 deposition, I have personal knowledge of the witness’ testimony identified in the
4 attached transcript.

5 15. Attached as Exhibit J is a true and correct copy of relevant excerpts
6 from the transcript of the deposition of Michael Fanning (“Fanning Depo.”) taken
7 on August 31, 2016. As the attorney that deposed Mr. Fanning, I have personal
8 knowledge of the witness’ testimony identified in the attached transcript. The 30-
9 day deadline for Mr. Fanning to make changes to his deposition testimony under
10 Federal Rules of Civil Procedure, Rule 30(e)(1) has passed and no changes were
11 made.

12 16. Attached as Exhibit K is a true and correct copy of relevant excerpts
13 from the transcript of the deposition of Robert Bennion (“Bennion Depo.”) taken
14 on July 27, 2016, and Errata thereto. As the attorney that defended Mr. Bennion’s
15 deposition, I have personal knowledge of the witness’ testimony identified in the
16 attached transcript.

17 17. Attached as Exhibit L is a true and correct copy of the Plaintiffs and
18 Counter-Defendants’ Expert Witness Disclosure Pursuant to Rule 26 of the Federal
19 Rules of Civil Procedure. I prepared this document and directed my secretary to
20 deliver it to opposing counsel on September 16, 2016. The document contains the
21 expert witness report and underlying calculations of Peter Wrobel.

22 18. Attached as Exhibit M is a true and correct copy of the Plaintiffs and
23 Counter-Defendants’ Rebuttal Report Pursuant to Rule 26 of the Federal Rules of
24 Civil Procedure. I prepared this document and directed my secretary to deliver it to
25 opposing counsel on September 30, 2016. The document contains the expert
26 witness report and underlying substantiation of Marvin Storm.

27 19. Attached as Exhibit N is a true and correct copy of relevant excerpts
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1 from the transcript of the deposition of OB Jacobi (“Jacobi Depo.”) taken on
2 August 30, 2016. As the attorney that deposed Mr. Jacobi, I have personal
3 knowledge of the witness’ testimony identified in the attached transcript. The 30-
4 day deadline for Mr. Jacobi to make changes to his deposition testimony under
5 Federal Rules of Civil Procedure, Rule 30(e)(1) has passed and no changes were
6 made.

7 I declare under penalty of perjury under the laws of the State of California
8 and the laws of the United States of America that the foregoing is true and correct
9 and that this Declaration was executed this 28th day of November, 2016 at Irvine,
10 California.

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12 /s/ Kevin A. Adams
13 Kevin A. Adams
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