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Attorneys for Defendant and Counterclaimant

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

BENNION & DEVILLE FINE
HOMES, INC., a California
corporation, BENNION & DEVILLE
FINE HOMES SOCIAL, 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

Hon. Manual L. Real

**OBJECTIONS TO THE
[PROPOSED] JOINT EXHIBIT
LIST**

Trial Date: None Set

Complaint Filed: September 17, 2015

Pursuant to Local Rules 16-6.1 and 16-6.3 and the parties' [Proposed] Amended Pretrial Conference Order [D.E. 130], Plaintiffs/Counter-Defendants Bennion & Deville Fine Homes, Inc., Bennion & Deville Fine Homes SoCal, Inc., Windermere Services Southern California, Inc. (collectively, "Plaintiffs") and Counter-Defendants Robert L. Bennion ("Bennion") and Joseph R. Deville ("Deville") (Plaintiffs, Bennion, and Deville are collectively referred to herein as the "B&D Parties"), on the one hand, and Defendant/Counter-Claimant Windermere Real Estate Services Company's ("WSC"), on the other hand, by and through their undersigned counsel, hereby lodge with the Court their Objections to the [Proposed] Amended Joint Exhibit List. Unless all parties agree that an exhibit shall be withdrawn, all exhibits will be admitted without objection at trial except those exhibits identified by the parties below:

WSC Objects to the Following of the B&D Parties' Proposed Trial Exhibits

New Exhibit No.	Description	Objections
1.	Aug 1, 2001 Windermere Real Estate License Agreement (Ex. 5) [D.E. 31-1, pages 2-10]	
2.	Sep 3, 2002 Affiliate Fee Schedule (Ex. 6) [D.E. 16-2, page 7]	
3.	June 19, 2003 Affiliate Fee Schedule (Ex. 7) [D.E. 16-2, page 6]	
4.	Oct 23, 2003 email from Bob Deville to Bill Feldman RE: "FW: Southern CA Services" (WSC 1959-1960) (Ex. 34)	Fed. R. Evid. 602, 801, 802, 901 ¹

¹ Unless otherwise stated, all numbers identified below reflect the Federal Rules of Evidence.

1	5.	Jan 12, 2004 Affiliate Fee Schedule (Ex. 8) [D.E. 16-2, page 5]	
2	6.	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]	
3	7.	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]	
4	8	Jan 21, 2004 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (B&D0000540- 0000542)	
5	9.	May 1, 2004 Affiliate Fee Schedule (Ex. 11) [D.E. 16-2, page 15]	
6	10.	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]	
7	11.	Aug 1, 2004 Affiliate Fee Schedule (B&D000544)	
8	12.	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]	
9	13.	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]	
10	14.	Dec 1, 2004 Affiliate Fee Schedule (Ex. 14) [D.E. 16-2, page 24]	
11	15.	Jan 1, 2005 Affiliate Fee Schedule (Ex. 15) [D.E. 16-2, page 20]	
12	16.	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]	
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1	17.	May 1, 2005 Affiliate Fee Schedule (Ex. 17) [D.E. 16-2, page 19]	
2	18.	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]	
3	19.	July 1, 2005 Affiliate Fee Schedule (B&D0000561)	
4	20.	Nov 2, 2005 Addendum to Franchise License Agreement 2006 Fee Adjustments (Ex. 19) (WSC 658-661)	
5	21.	Dec 9, 2005 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 20) (WSC 654-657)	
6	22.	Dec 9, 2005 Affiliate Fees Schedule (B&D0000570)	
7	23.	Aug 10, 2007 Agreement for Forgiveness of Franchise Fees - 2006 (Ex. 22) (WSC 145-147)	
8	24.	Aug 27, 2007 Addendum to Windermere Real Estate License Agreement Fee Modifications (Ex. 23) (WSC 139-140)	
9	25.	Aug 30, 2007 Agreement for Deferral of Franchise Fees - 2007 (Ex. 24) (WSC 150-153)	
10	26.	Aug 31, 2007 Addendum to Franchise License Agreement (Ex. 25) (WSC 141-144)	
11	27.	Sep 14, 2007 Agreement for Deferral of 2006 Technology Fees (Ex. 26) (WSC 148-149)	
12	28.	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)	401, 402, 403, 801, 802, 901
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1	29.	Intentionally left blank.	
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3	30.	May 1, 2008 letter from Paul Drayna to All Windermere Owners and Managers RE: "Gary Kruger" (Ex. 72) (WSC 1637-1638)	
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5	31.	Jan 13, 2009 Assignment Agreement (Ex. 41) (WSC 360-363)	
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7	32.	April 1, 2009 Addendum to Windermere Real Estate License Agreement Permission for Relocation of Offices (Ex. 30) [D.E. 16-2, pages 42-44]	
8			
9	33.	Sep 8, 2009 Addendum to Windermere Real Estate License Agreement Permission for Relocation of Office (WSC13957-13960)	
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11	34.	Oct 29, 2009 Rescission of Windermere Real Estate Franchise License Agreement (WSC13857-13859)	
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13	35.	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]	
14			
15	36.	Feb 10, 2010 letter from Debra Carnes and Shari Campbell to Geoff Wood and Noelle Bortfeld RE: "Mitigating attacks from dissatisfied homebuyers" (B&D0000656-0000658)	801, 802
16			
17	37.	March 23, 2010 Franchise License Agreement (WSC13610-13625)	
18			
19	38.	March 24, 2010 Franchise License Agreement (WSC 803-818)	
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21	39.	April 1, 2010 Franchise License Agreement (WSC 824-838)	
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23	40.	April 28, 2010 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (Ex. 33) [D.E.	
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1		16-2, pages 49-53]	
2	41.	Aug 17, 2010 letter from Anthony Colbert to Paul Drayna RE: Order on application filed on July 23, 2010	801, 802
3	42.	Aug 17, 2010 letter from Rafael Lirag to Paul Drayna RE: Order on application filed on August 12, 2010	801, 802
4	43.	Sep 20, 2010 Franchise License Agreement (WSC 758-773)	
5	44.	March 29, 2011 Franchise License Agreement (Ex. 37) [D.E. 31-1, pages 91-109]	
6	45.	April 6, 2011 letter from Geoff Wood to Windermere Owners and Managers RE: "Update on Growth in Southern California) (WSC 307-308)	
7	46.	June 9, 2011 letter from Rafael Lirag to Paul Drayna RE: "Windermere Real Estate Services Company"	801, 802
8	47.	Aug 8, 2011 letter from Rafael Lirag to Paul Drayna RE: "Windermere Real Estate Services Company (Services Company)	801, 802
9	48.	Jan 12, 2012 email from Paul Drayna to Bob Deville and Bob Bennion RE: "UFDD renewals / audited financials" (B&D0021368)	
10	49.	Jan 19, 2012 email from Bob Deville to Brian Gooding RE: "Touching Base"	801, 802
11	50.	March 29, 2012 email from Kirk Gregor to Bob Deville RE: "FW: RE: Windermere Watch" (B&D0034427-0034429)	801, 802
12	51.	April 11, 2012 email from Noelle Bortfeld to Michael Fanning RE: "FW: Windermere Watch" (WSC014649)	801, 802
13	52.	April 11, 2012 email from Noelle Bortfeld to Michael Fanning RE: "Follow-up – please	

1		help me out" (WSC014651-014655)	
2	53.	April 19, 2012 letter from Paul Drayna to California Dept. of Corporations RE: "UFDD Registration for Windermere Real Estate Services Company" (WSC11839)	
3	54.	May 2, 2012 email from Bob Deville to Paul Drayna RE: "2012 UFDD for Southern California" (B&D0022000-0022001)	
4	55.	May 8, 2012 email from Paul Drayna to Bob Deville and Bob Bennion RE: "Admin Fee" (B&D0021507)	
5	56.	May 10, 2012 email from Paul Drayna to Bob Deville and Bob Bennion RE: "Audited financials" (B&D0021224)	
6	57.	June 1, 2012 email from Paul Drayna to Bob Deville RE: "UFDD renewal / audit" (B&D0006283-0006284)	
7	58.	June 11, 2012 letter from Rafael Lirag to Paul Drayna RE: "Applicant: Windermere Real Estate Services Company (Northern California) (WSC11943)	801, 802
8	59.	June 11, 2012 letter from Rafael Lirag to Paul Drayna RE: "Applicant: Windermere Real Estate Services Company (Southern California) (WSC12212)	801, 802
9	60.	July 18, 2012 email from OB Jacobi to Bob Deville RE: "Technology Update" (B&D0034396-0034397)	
10	61.	Aug 7, 2012 email from Patrick Robison to Paul Drayna RE: "FW: WSSC – Audit" (B&D0001928-0001930)	
11	62.	Aug 16, 2012 email from Bob Deville to Carol Cianfarani RE: "FW: Windermere Watch in San Diego" (B&D0047620-0047622)	801, 802
12	63.	Aug 20, 2012 email from Bob Deville to Bob Bennion RE: "Windermere Watch in San Diego" (B&D0034943-0034945)	801, 802
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1	64.	Aug 21, 2012 email from Paul Drayna to Bob Deville RE: "Gary Kruger - Reno, Nevada" (B&D0006269-0006270)	801, 802
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3	65.	Sep 19, 2012 email from Paul Drayna to Bob Bennion and Bob Deville RE: "Yesterday's meeting" (B&D0021178-0021182)	
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5	66.	Sampling of postcards sent by windermerewatch.com	602, 801, 802, 901, 1002
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7	67.	Sampling of postcards sent by windermerewatch.com	602, 801, 802, 901, 1002
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9	68.	Sampling of postcards sent by windermerewatch.com	602, 801, 802, 901, 1002
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11	69.	Oct 2, 2012 email from Paul Drayna to Patrick Robinson RE: "SoCal UFDD" (WSC053302-053303)	
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13	70.	Oct 25, 2012 email from Bob Deville to Geoff Wood, Paul Drayna, and Don Riley RE: "FW: Windermere Watch" (Ex. 67) (WSC052665-052666)	801, 802
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15	71.	Oct 25, 2012 email from Bob Deville to Robert Sunderland RE: "FW: Bennion and Deville" (B&D0033675-0033676)	801, 802
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17	72.	Oct 29, 2012 email from Bob Deville to Geoff Wood, Paul Drayna, and Don Riley RE: "FW: Another Windermere Watch..." (B&D0021434)	801, 802
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19	73.	Oct 29, 2012 email from Bob Bennion to Bob Deville RE: "Marie Article" (B&D0021430-0021431)	
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21	74.	Nov 7, 2012 email from Paul Drayna to Robert Sunderland RE: "Kruger" (B&D0021166)	
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23	75.	Nov 8, 2012 email from Bob Deville to Geoff Wood RE: "FW: Dialogue" (B&D0021418-0021420)	
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1	76.	Nov 13, 2012 email from Mike Teather to Geoff Wood and Michael Fanning RE: "Your many calls to Gary Kruger" (WSC016054-016056)	801, 802
2	77.	Nov 24, 2012 email from Bob Deville to Geoff Wood, Jill Wood, and OB Jacobi (B&D0045018)	
3	78.	Nov 29, 2012 email from Bob Deville to Paul Drayna RE: windmerewatch (B&D0021896-0021897)	801, 802
4	79.	Nov 30, 2012 email from Robert Sunderland to Paul Drayna RE: License Agreement Addendum (B&D0021893-0021894)	
5	80.	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)	
6	81.	Dec 8, 2012 email from Robert Sunderland to Paul Drayna RE: License Agreement Addendum (B&D0021885-0021887)	
7	82.	Dec 12, 2012 email from Bob Bennion to Geoff Wood and Bob Deville RE: "Personal Guarantee" (B&D0021397-0021398)	
8	83.	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)	
9	84.	Dec 17, 2012 email from Bob Deville to Paul Drayna RE: "Finalizing the paperwork" (B&D0021880-0021881)	
10	85.	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)	
11	86.	Dec 19, 2012 email from Bob Deville to nickicrawford@gmail.com RE: "FW: Real Estate License Addendum (MS Word Version)" (B&D0033649-0033651)	801, 802
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1	87.	Agreement Modifying Windermere Real Estate Franchise License Agreements (WSC 1215-1225) (Ex. 51)	
2	88.	Various printouts of windermerewatch.com	602, 801, 802, 901, 1002
3	89.	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)	
4	90.	Jan 3, 2013 email from Paul Drayna RE: "Welcome Julia Jordan, and here come the UFDD's" (B&D0004561)	
5	91.	Jan 8, 2013 email from Bob Deville to Curtis Barlow RE: "W-111; Windermere" (B&D0034889-0034890)	801, 802
6	92.	Jan 14, 2013 email from Paul Drayna to Bob Deville RE: "Conference Call" (B&D0022635-0022636)	801, 802
7	93.	Jan 24, 2013 email from Troy McFadin to collette@windermere.com RE: Employee handbook (B&D0055280)	801, 802
8	94.	Jan 24, 2013 email from Bob Deville to Paul Drayna RE: Yesterday's meeting (B&D0023159-0023162)	
9	95.	Feb 11, 2013 Conference Call RE: "WinderWatch Meeting" (B&D0044690)	
10	96.	Feb 13, 2013 email from Bob Deville to Francine Finn RE: "WRE Technology Fee Increase - Downtown SD" (B&D0044687-0044688)	801, 802
11	97.	Mar 7, 2013 email from Bob Deville to Geoff Wood and Paul Drayna RE: "FW: tech fee addendum" (B&D0044679-0044680)	801, 802
12	98.	Termination of Windermere Real Estate Franchise License Agreement (WSC 1-2)	

1	99.	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)	
2	100.	Mar 29, 2013 email from Bob Deville to Troy McFadin RE: "FW: Windermere – EPLI" (B&D0047555-0047556)	801, 802
3	101.	Mar 29, 2013 email from Bob Bennion to Bob Deville RE: "Windermere – EPLI" (B&D0044615-0044616)	801, 802
4	102.	Apr 1, 2013 email from Chuck Vargas to Scott Mitchelson and Michael Fanning RE: "What do you know about this" (WSC017392)	801, 802, 901, 1002
5	103.	Apr 20, 2013 email from Bob Deville to Paul Drayna, Geoff Wood, and Robert Sunderland RE: "WRE Watch" (B&D0044612)	801, 802
6	104.	Apr 20, 2013 email from Bob Deville to Eric Forsberg RE: "Windermere watch - new content" (B&D0033622-0033625)	801, 802
7	105.	Termination of Windermere Real Estate Franchise License Agreement (WSC 867-868)	
8	106.	May 17, 2013 email from Richard Johnson to Bob Deville RE: "Next Steps" (WHE0000854)	801, 802
9	107.	May 20, 2013 email from Richard Johnson to Bob Deville RE: Fwd: "Next Steps" (WHE0001023-1024)	801, 802
10	108.	May 20, 2013 email from Richard Johnson to Bob Deville RE: "Windermere Franchise" (WHE0000740)	801, 802
11	109.	May 22, 2013 email from Richard Johnson to Bob Deville RE: FW "Windermere Franchise" (WHE0000965-968)	801, 802
12	110.	May 22, 2013 email from Richard Johnson to Bob Deville RE: "Meet at 10:30" (WHE0000730)	801, 802

1	111.	May 23, 2013 email from Raymond Brown to Bob Deville RE: "New Franchise – San Diego Homes & Estates" (WHE0000940-941)	801, 802
2	112.	May 29, 2013 email from Paul Drayna to Patrick Robinson RE: "WSSC Audit"	
3	113.	June 12, 2013 email from Paige Tyley to Bob Deville and Patrick Robinson RE: "UFDD for Northern California" (B&D0004012)	801, 802
4	114.	June 13, 2013 email from Fred Schuster to Bob Deville RE: "Non-solicitation document" (WHE0000977)	801, 802, 901, 1002
5	115.	June 14, 2013 email from Patrick Robinson to Bob Deville RE: "UFDD for Southern California" (B&D0004005)	
6	116.	June 14, 2013 letter from Paul Drayna to California Dept. of Corporations RE: UFDD Registration for Windermere Real Estate Services Company (WSC12541-12542)	
7	117.	June 20, 2013 email from Fred Schuster to Bob Deville RE: "Disclosure document" (WHE0000341-345)	801, 802
8	118.	June 21, 2013 email from Paul Drayna to Bob Deville and Geoff Wood RE: UFDD for Southern California (B&D0044566-0044568)	
9	119.	June 24, 2013 email from Fred Schuster to Paige Tyley RE: "UFDD for Southern California" (WHE0000908-913)	801, 802
10	120.	July 3, 2013 Termination of Windermere Real Estate Franchise License Agreement (WSC 1126-1129)	
11	121.	July 4, 2013 email from Richard Johnson to Bob Deville RE "Happy 4 th !" (WHE0000465)	801, 802
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1	122.	July 4, 2013 email from Richard Johnson to Bob Deville RE: "Windermere Watch & Real Living" (B&D0034112-0034113)	801, 802
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3	123.	July 5, 2013 letter from Rafael Lirag to Paul Drayna RE: Order on Southern California application filed on June 17, 2013 (WSC12551-12552)	801, 802
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6	124.	July 5, 2013 email from Fred Schuster to Craig Bernardi RE: "Follow-up" (B&D0056124-0056125)	801, 802
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8	125.	July 8, 2013 email from Bob Deville to Geoff Wood RE: "FW: Windermere Watch & Real Living" (B&D0033525-0033528)	801, 802
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10	126.	July 12, 2013 letter from Fred Schuster to Bob Deville RE: "Branch approval – Carlsbad" (WSC13737)	801, 802
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12	127.	July 12, 2013 letter from Fred Schuster to Bob Deville RE: "Branch approval - Del Mar" (WSC13736)	801, 802
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14	128.	July 12, 2013 letter from Fred Schuster to Bob Deville RE: "Branch approval - Rancho Bernardo" (WSC13735)	801, 802
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16	129.	July 12, 2013 email from Paul Drayna to Bob Deville RE: "FW: SoCal UFDD approved!" (B&D0015348)	
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18	130.	July 12, 2013 email from Bob Deville to Patrick Robinson RE: "FW: UFDD approval" (B&D0003970-0003971)	
19			
20	131.	July 15, 2013 email from Fred Schuster to Patrick Robinson RE "Accounting policies and procedures/forms" (WHE0000772-774)	801, 802
21			
22	132.	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) (WSC043761-043776)	
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1	133.	July 16, 2013 email from Fred Schuster to Patrick Robinson RE "Santaluz License Agreement" (WHE0000541-543)	801, 802
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3	134.	July 16, 2013 email from Patrick Robinson to Paul Drayna RE: "Executed Franchise agreement - N CA – Santaluz" (B&D0056050)	901, 1002
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6	135.	July 16, 2013 email from Patrick Robinson to Paige Tyley RE: "FW: S. CA Franchise Agreement" (B&D0056043-0056044)	801, 802
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8	136.	July 17, 2013 email from Paige Tyley to Rich Johnson RE: "Windermere Services Rates" (WHE0000456-460)	801, 802
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10	137.	July 17, 2013 email from Fred Schuster to Paige Tyley and Rich Johnson RE: "Dave Henderson" (B&D0056012-0056015)	801, 802
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12	138.	July 18, 2013 email from Fred Schuster to Paige Tyley RE: "Windermere Services Rates" (B&D0056006-0056007)	801, 802
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14	139.	http://windmerewatch.com (electronic website)	602, 801, 802, 901, 1002
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16	140.	July 25, 2013 email from Bob Bennion to Rosie Rothrock and Bob Deville (B&D0034097-0034098)	801, 802
17			
18	141.	July 31, 2013 email from Bob Deville to Geoff Wood and Paul Drayna RE: "FW: VoiceMail_1375217617536.3gp"	
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20	142.	Aug 2, 2013 email from Patrick Robinson to Paige Tyley RE: "FW: Fees for 2013 UFDD" (B&D0055969-0055973)	801, 802
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22	143.	Aug 10, 2013 email from Bob Deville to Rich Johnson RE: "Windermere Watch" (B&D0020936-0020937)	801, 802
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24	144.	Aug 10, 2013 email from Brian Gooding to Rich Johnson RE: "Windermere Watch" (WSC018258-018259)	801, 802
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1	145.	August 14, 2013 email from Windermere Services to Brian Gooding RE: "Reserve your 2014 Referral Directory today" (WHE0000074-75)	
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4	146.	August 19, 2013 email from Geoff Wood to Brian Gooding RE: "Change in Ownership: Redmond, Washington" (WHE0000686-67)	
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6	147.	August 21, 2013 email from Brian Gooding to Paige Tyley RE "FW: Santaluz Windermere Foundation" (WHE0000330-331)	801, 802
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9	148.	August 21, 2013 email from Paige Tyley to Brian Gooding RE "FW: Santaluz Windermere Foundation" (WHE0001064-1065)	801, 802
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12	149.	Aug 23, 2013 email from Fred Schuster to Rich Johnson RE: "Windermere Watch" (WSC018932-018934)	801, 802
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14	150.	August 24, 2013 email from Brian Gooding to Bob Deville RE "windermere watch postcards" (WHE0001021-1022)	801, 802
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17	151.	Aug 24, 2013 email from Bob Deville to Brian Gooding RE: "Windermere watch postcards" (B&D0033463-0033464)	
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19	152.	Aug 24, 2013 email from Bob Deville to Brian Gooding RE: "FW: URGENT RE: WINDERMERE WATCH" (B&D0033461-0033462)	801, 802
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22	153.	Aug 27, 2013 email from Paul Drayna to Robert Sunderland RE: "Windermere Watch - San Diego Home and Estates, Inc." (WSC053071-053072)	901, 802
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25	154.	Aug 27, 2013 email from Bob Deville to Robert Sunderland RE: "FW: URGENT RE: WINDERMERE WATCH" (B&D0033454-0033456)	801, 802
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1	155.	Aug 27, 2013 email from Fred Schuster to Robert Sunderland RE: "Windermere watch - postcard" (WSC018970)	801, 802
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3	156.	Aug 27, 2013 email from Geoff Wood to Bob Deville RE: "Meeting" (B&D0034045)	
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6	157.	August 27, 2013 email from Windermere Services to Brian Gooding RE "last change: 2014 Referral Directory reservations" (WHE0000958-959)	
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9	158.	Aug 28, 2013 email from Tech Support to Rich Johnson RE: "Phone Call -- Issues with "Windermere Watch" (WSC018992-018994)	801, 802
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11	159.	Aug 28, 2013 email from Cheri Rice to Raymond Brown, Rich Johnson, and Fred Schuster RE: "Windermere Watch Letter" (WSC018995)	801, 802
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14	160.	Aug 28, 2013 email from Bob Deville to Paige Tyley RE: "FW: Re:" (B&D0055907-0055908)	801, 802
15			
16	161.	Aug 28, 2013 email from Bob Deville to Paige Tyley RE: "Meeting with Bob" (B&D0055905-0055906)	801, 802
17			
18	162.	Aug 29, 2013 email from Raymond Brown to Brian Gooding RE: "Windermere Watch Letter" (WSC019074-019075)	801, 802
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20	163.	August 30, 2013 email from Bob Deville to Brian Gooding RE FW: "Windermere Homes & Estates Events" (WHE0000731-734)	801, 802
21			
22			
23	164.	September 3, 2013 email from Paige Tyley to Fred Schuster RE " Meeting with Bob" (WHE0000026-27)	801, 802
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26	165.	September 3, 2013 email from Fred Schuster to Paige Tyley RE " Meeting with Bob" (WHE0000198-199)	801, 802
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1	166.	Sep 4, 2013 email from Bob Deville to Bob Bennion RE: "FW: Foundation, Windermere Watch" (B&D0033427-0033428)	801, 802
2			
3	167.	Sep 11, 2013 email from Windermere Education to Briand Gooding RE "You Get To Choose..." (WHE0000167-169)	
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5	168.	Sep 17, 2013 email from Fred Schuster to Brian Gooding and Rich Johnson RE: "Notes from meeting with Windermere" (WSC019276)	801, 802
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7	169.	Sep 23, 2013 email from Windermere Education to Brian Gooding and Rich Johnson RE: "The Technology Summit Information You've Been Waiting For" (WHE0000668-WHE0000671)	
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9	170.	Sep 24, 2013 email from Fred Schuster to Geoff Wood RE: "Windermere Watch - draft letter" (WSC019444)	801, 802
10			
11	171.	Sept 30, 2013 email from Geoff Wood to Shelley Rossi and Noelle Bortfeld RE: "Windermere Watch - draft letter" (WSC060194-WSC060195)	
12			
13	172.	Oct 1, 2013 email from York Baur to Bob Deville RE: "great meeting you" (B&D0022896)	
14			
15	173.	Oct 2, 2013 email from Bob Bennion to Robert Sunderland and Bob Deville RE: "possible Prop Mgmt. company names" (B&D0049741)	
16			
17	174.	Oct 3, 2013 email from Shelley Rossi to Rich Johnson RE: "Windermere Watch Letter" (WHE0000161-163))	801, 802
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19	175.	Oct 3, 2013 email from Paul Drayna to Robert Sunderland RE: "FW: Windermere Watch Letter" (B&D0022464)	801, 802
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1	176.	Oct 3, 2013 email from Fred Schuster to Shelley Rossi, Rich Johnson, Brian Gooding, Bob Deville, and Bob Bennion RE: "Windermere Watch Letter" (WHE0000052-54)	801, 802
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4	177.	Oct 8, 2013 email from York Baur to Eric Forsberg RE: "Windermere Watch" (WSC019492)	801, 802
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7	178.	Oct 17, 2013 email from Greg Sundberg to Eric Forsberg RE: "Seattle Reputation Management" (WSC019601)	
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9	179.	Oct 18, 2013 email from Windermere Education to Brian Gooding RE: "Time is Running Out to Register for the Technology Summit" (WHE0000618-22)	
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12	180.	Oct 29, 2013 email from Patrick Robinson to Gina Kim RE: "Rich Johnson"	801, 802
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15	181.	Oct 30, 2013 email from Windermere Education to Brian Gooding RE: "Ninja Installation – Upcoming Dates & Locations" (WHE0000843-845)	
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17	182.	Nov 21, 2013 email from Windermere Education to Brian Gooding RE: "Ninja Installation – Benefiting Your Business Plan" (WHE0000846-848)	
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20	183.	Dec 4, 2013 email from Windermere Education to Brian Gooding RE: "Announcing...New Options" (WHE0000118-119)	
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23	184.	Dec 23, 2013 email from Fred Schuster to Bob Deville RE: "Windermere Watch" (WHE0000348)	801, 802
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25	185.	Dec 23, 2013 email from Fred Schuster to Bob Deville RE: "Windermere Watch" (B&D0033918-0033919)	801, 802
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1	186.	Jan 2, 2014 email from Brian Gooding to Fred Schuster and Rich Johnson RE: "Windermere watch" (WSC020397)	801, 802
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3	187.	Jan 6, 2014 email from Windermere Education to Brian Gooding RE: "Ninja Installation – Benefiting Your Business Plan" (WHE0000228-230)	
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6	188.	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]	
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9	189.	Jan 15, 2014 email from Fred Schuster to Patrick Robinson RE: "Lead Property Inquiry on Windermere.com" (WHE0000505-507)	801, 802
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12	190.	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]	
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15	191.	Jan 16, 2014 email from Fred Schuster to OB Jacobi RE: "Grand Opening Party – Launch event" (WHE0000108-109)	801, 802
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17	192.	Jan 20, 2014 email from Mark Oster to Mark Oster RE: "Windermere Agent Count & E-Mail Memo 1-14" (WHE0000942-944)	
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20	193.	Jan 20, 2014 email from Cheri Rice to Paige Tyley RE: "Deletion from Del Mar Roster" (B&D0055733-0055734)	801, 802
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22	194.	Jan 22, 2014 email from Fred Schuster to Bob Deville RE: "Grand Opening party – Launch event" (WHE0000525-528)	801, 802
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24	195.	Jan 25, 2014 email from Fred Schuster to Rich Johnson and Brian Gooding RE: "FW: Windermere Watch - letter to Geoff Wood" (WSC024594-024595)	801, 802
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1	196.	Jan 27, 2014 email from Fred Schuster to Geoff Wood and OB Jacobi RE: "Windermere Watch" (B&D0047073)	801, 802
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4	197.	Jan 27, 2014 email from Paul Drayna to Tim Pestotnik RE: "Defamation lawyer" (WSC053100)	
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6	198.	Jan 27, 2014 email from OB Jacobi to Brian Gooding RE: "Windermere Commercial Website & Marketing Update" (WHE0000359-362)	
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9	199.	Jan 31, 2014 email from Rich Johnson to Bob Deville RE: "Rancho Bernardo Grand Opening" (WHE0000480)	801, 802
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11	200.	Jan 31, 2014 email from Fred Schuster to Rich Johnson and Brian Gooding RE: "Rancho Bernardo Grand Opening" (WSC024943-024944)	801, 802
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14	201.	Feb 3, 2014 email from Bob Deville to Robert Sunderland RE: "FW: Windermere Watch – postcards" (B&D0033321)	801, 802
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17	202.	Feb 4, 2014 letter from Bob Bennion and Bob Deville to Geoff Wood, Jill Wood, and OB Jacobi (WSC 1834-1837)	
18			
19	203.	Feb 5, 2014 email from Paul Drayna to Bob Deville and Patrick Robinson RE: "Letter to Kirkseys" (B&D0050254)	
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21			
22	204.	Feb 7, 2014 email from Paul Drayna to Robert Sunderland RE: "PI" (WSC053102)	
23			
24	205.	Feb 10, 2014 email from Windermere Education to Brian Gooding RE: "Ninja Installation – New Dates and Locations" (WHE0000078-81)	
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27	206.	Feb 11, 2014 email from Paul Drayna to Bill Garcia RE: "Gary Kruger Matter." (WSC053124)	
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1	207.	Feb 11, 2014 email from Paul Drayna to Robert Sunderland RE: "Windermere Watch" (WSC043312-043313)	801, 802
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3	208.	Feb 15, 2014 email from Bob Deville to Geoff Wood and Robert Sunderland RE: "FW: Local outfit had bad mojo (PS)" (B&D0050311-0050312)	
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6	209.	Feb 17, 2014 email from Fred Schuster to Paige Tyley RE: "Conference call with Bob (WHE0000674)	801, 802
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9	210.	Feb 18, 2014 email from Fred Schuster to Bob Deville RE: "Meeting tomorrow" (WHE0000173)	801, 802
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11	211.	Feb 19, 2014 email from Brian Gooding to Alana Hardy RE: "Hi Alana" (WHE0000591-592)	801, 802
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13	212.	Feb 20, 2014 email from Bob Bennion and Bob Deville to Geoff Wood, Jill Wood, and OB Jacobi (WSC 1944) (Ex. 54)	
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16	213.	Feb 28, 2014 email from Windermere Solutions to Brian Gooding RE: "New Sphere Marketing Solutions – Coming Spring 2014" (WHE0000262-264)	
17			
18			
19	214.	March 1, 2014 email from Geoff Wood to Fred Schuster RE: "Windermere Watch - postcards"	801, 802
20			
21	215.	March 7, 2014 email from Windermere Solutions to Brian Gooding RE: "Why You Need A Database: Sphere Marketing & Management Email 2 of 6" (WHE0000871-872)	
22			
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24	216.	March 12, 2014 email from Brian Gooding to Bob Deville RE: "Marketing our 12 million dollar property" (WHE0000998)	801, 802
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27	217.	March 14, 2014 email from Windermere Solutions to Brian Gooding RE: "What Sphere Based Marketing is all about"	
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3	218.	March 20, 2014 email from Brian Gooding to Bob Deville RE: "SoCal agents" (WHE0000024)	801, 802
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6	219.	March 21, 2014 email from Windermere Solutions to Brian Gooding RE: "Meet & track your annual GCI goal" (WHE0000890-891)	
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9	220.	March 21, 2014 email from Brian Gooding to Bob Deville RE: "Social Agents" (WHE0000057)	801, 802
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11	221.	March 21, 2014 email from Bob Deville to Brian Gooding RE: "Social Agents" (WHE0000763-764)	801, 802
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14	222.	March 21, 2014 letter from Robert Sunderland to Paul Drayna (WSC 1824-1829) (Ex. 56)	
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16	223.	March 24, 2014 email from Brian Gooding to Bob Deville RE: "SoCal and Homes and Estates" (WHE0000116)	801, 802
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18	224.	March 27, 2014 email from Windermere Education to Brian Gooding RE: "Ninja Training for staff and Assistants" (WHE0000164-166)	
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21	225.	March 27, 2014 email from Windermere Solutions to Brian Gooding RE: "Broker in a Box's Sales Flow Process" (WHE0001000-1001)	
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24	226.	March 28, 2014 email from Bob Deville to Paige Tyley RE: "FW: THANK YOU" (B&D0055687)	
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26	227.	Apr 1, 2014 email from Brian Gooding to Bob Deville RE: "Collaboration" (WHE0000678-679)	801, 802
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1	228.	2014 Franchise Disclosure Document Northern California	
2	229.	Apr 8, 2014 email from OB Jacobi to Brian Gooding RE: "New WORC & Broker in a Box (Maxi Works) Roll Out" (WHE0000274-276)	
3	230.	Apr 9, 2014 email from Fred Schuster to Bob Deville RE: "Collaboration" (WHE0000129-131)	801, 802
4	231.	Apr 10, 2014 email from Mike Teather to Robert Sunderland RE: "B&D" (WSC025937-025939)	
5	232.	Apr 11, 2014 email from Fred Schuster to Bob Deville RE: "Carlsbad Request by Windermere Homes & Estates" (WHE0000067)	801, 802
6	233.	Apr 12, 2014 email from Fred Schuster to Bob Deville RE: "Carlsbad Request by Windermere Homes & Estates" (WHE0000874-875)	801, 802
7	234.	Apr 14, 2014 email from Windermere Education to Brian Gooding RE: "Seattle and Portland, We're Coming To You!" (WHE0000038-40)	
8	235.	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)	801, 802
9	236.	Apr 28, 2014 letter from Rafael Lirag to Paul Drayna RE: Order on Northern California application filed April 7, 2014 (WSC13017)	
10	237.	Apr 29, 2014 email from OB Jacobi to Rich Johnson RE: "Welcome to Moxi Works!" (WHE0001108-1110)	

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1	238.	May 1, 2014 email from Mike Teather to Robert Sunderland RE: "B & D" (WSC026033-026034)	
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3	239.	May 1, 2014 email from Patrick Robinson to selinab@windermere.com RE: "Dec – Mar Fees – Addl – CV & SoCal"	801, 802
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6	240.	May 16, 2014 email from Mark Oster to Mark Oster RE: "Agent Count Sources" (WHE0000979-980)	
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8	241.	May 20, 2014 email from Cheri Rice to Paige Tyley RE: "Agents to add to SoCal Site" (B&D0055642-0055647)	801, 802
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11	242.	May 20, 2014 email from Robert Sunderland to Mike Teather RE: "B&D" (WSC026209-026214)	
12			
13	243.	June 3, 2014 email from Paul Drayna to Robert Sunderland RE: "Amendment to promissory note" (WSC 1820-1823) (Ex. 57)	
14			
15	244.	May 16, 2014 email from OB Jacobi to Brian Gooding RE: "Moxi Works Updates & Improvements" (WHE0000373-375)	
16			
17	245.	June 9, 2014 email from Fred Schuster to York Baur RE: "Moxi Works" (WHE0000219-222)	801, 802
18			
19	246.	June 10, 2014 email from Fred Schuster to OB Jacobi RE: "Moxi Works" (WHE0000100-103)	801, 802
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22	247.	June 10, 2014 email from Paul Drayna to Robert Sunderland RE: "Fw: Amendment to promissory note" (WSC 1674-1680)	
23			
24	248.	June 10, 2014 email from OB Jacobi to Fred Schuster RE: "Moxi works"	
25			
26	249.	June 11, 2014 email from Paul Drayna to Paul Drayna RE: "lessthan6percent.com" (WHE0000546-547)	
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1	250.	June 12, 2014 email from Windermere Education to Brian Gooding RE: "Have You Been Putting it Off?" (WHE0000920-923)	
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3	251.	June 24, 2014 email from Robert Sunderland to Mike Teather RE: "Bobs payments: status and due dates" (WSC 1688) (Ex. 63)	
4			
5	252.	July 10, 2014 email from Paul Drayna to Bob Deville RE: "New branch location" (B&D0014191-0014192)	
6			
7	253.	July 11, 2014 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (WSC13712-13714)	
8			
9	254.	July 15, 2014 email from Paul Drayna to Fred Schuster RE: "New branch location" (B&D0011319)	
10			
11	255.	July 18, 2014 email from Mike Teather to Robert Sunderland RE: "Mtg next week" (B&D0014159)	
12			
13	256.	July 22, 2014 email from Fred Schuster to Mike Teather RE: "Meeting next week"	801, 802
14			
15	257.	July 23, 2014 email from Fred Schuster to Mike Teather RE: "Follow-up info" (WSC026703)	
16			
17	258.	July 23, 2014 email from Fred Schuster to Mike Teather RE: "Updated Social numbers"	801, 802
18			
19	259.	July 24, 2014 email from Fred Schuster to Mike Teather RE: "Follow up" (WSC026706-026707)	801, 802
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21	260.	July 24, 2014 email from Fred Schuster to Paul Drayna RE: "2013 Financial reporting" (WSC026708)	801, 802
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1	261.	July 25, 2014 email from Fred Schuster to Paul Drayna RE: "Executed Branch Addendum: Rancho Bernardo – The Plaza" (WHE0000706-709)	801, 802
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4	262.	July 30, 2014 email from Paul Drayna to Fred Schuster RE: "Executed Branch Addendum: Rancho Bernardo – The Plaza" (WHE0000778-779)	
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7	263.	July 30, 2014 email from Julia Alexander to Bob Deville RE: "Signed branch addendum-for your records"	801, 802
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9	264.	Aug 1, 2014 email from Joe Wogoman to Fred Schuster RE: "Jennifer Olayvar" (WHE0000800-801)	801, 802
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11	265.	Aug 1, 2014 email from OB Jacobi to Brian Gooding RE: "Windermere Technology Update" (WHE0000289-291)	
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14	266.	Aug 4, 2014 email from Patrick Robinson to Paul Drayna RE: "consent letter - for Audit"	
15			
16	267.	Aug 11, 2014 email from Windermere Education to Brian Gooding RE: "Have You Been putting it off?" (WHE0000877-880)	
17			
18	268.	Aug 11, 2014 email from Carey Guthrie to Bob Deville RE: "Windermere Watch" (B&D0042687)	801, 802
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20	269.	Aug 11, 2014 email from Patrick Robinson to Paul Drayna RE: "[SPAM] Re: consent letter - for Audit" (WSC039814-039815)	
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22			
23	270.	Aug 11, 2014 email from Robert Sunderland to Mike Teather RE: "Urgent" (WSC026842-026844)	801, 802
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25	271.	Aug 12, 2014 email from Bob Deville to Robert Sunderland RE: "Windermere Watch" (B&D0034741-0034743)	
26			
27	272.	Aug 12, 2014 email from Mike Teather to Fred Schuster RE: "Checking in"	
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1	273.	Aug 20, 2014 email from Robert Sunderland to Paul Drayna RE: "Bobs payment status - updated" (WSC039892-039893)	
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3	274.	Aug 20, 2014 email from Robert Sunderland to Mike Teather RE: "Bennion & Deville" (WSC027449-27451)	801, 802
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5	275.	Sep 5, 2014 email from Fred Schuster to Geoff Wood RE: "Social Update" (WHE0000771)	801, 802
6			
7	276.	Sep 9, 2014 email from OB Jacobi to Fred Schuster RE: "Socal Update"	
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9	277.	Sep 23, 2014 email from Paul Drayna to Robert Sunderland RE: "FW: Updated Financials" (B&D0033287-0033291)	
10			
11	278.	Sep 23, 2014 Item 23: Receipts signed by John Johnson (B&D0064625)	901
12			
13	279.	Sep 25, 2014 email from Fred Schuster to Mike Teather RE: "Any update?"	801, 802
14			
15	280.	Sep 26, 2014 email from Mike Teather to Bob Deville RE: "San Diego owners" (B&D0050182)	
16			
17	281.	Sep 26, 2014 email from Mike Teather to Bob Deville RE: "RE:" (B&D0050180)	
18			
19	282.	Sep 29, 2014 email from Fred Schuster to Bob Deville RE: "meeting" (WHE0000137-138)	801, 802
20			
21	283.	Sep 29, 2014 email from Mike Teather to Fred Schuster RE: "Meeting"	
22			
23	284.	Sep 30, 2014 email from Paul Drayna to Fred Schuster RE: "Updated financials, etc."	
24			
25	285.	Oct 2, 2014 12:30 p.m. Notes from Meeting (B&D0069839-0069840)	602, 801, 802, 901, 1002
26			
27	286.	Outline for the Services Owners faxes from Kirk Gregor (B&D0051134)	801, 802, 901, 1002
28			

1	287.	Oct 3, 2014 Amendment to Promissory Note (WSC 348) (Ex. 58)	
2	288.	Oct 3, 2014 email from Bob Deville to Mike Teather RE: "Mtg" (B&D0003418-0003419) (Ex. 62)	
3	289.	Oct 3, 2014 email from Bob Bennion to Bob Deville RE: "Fwd: Mtg" (B&D0053406-0053408)	
4	290.	Oct 3, 2014 email from Mike Teather to Bob Bennion and Bob Deville RE: "Yesterday's meeting" (B&D0038285-0038287)	
5	291.	Oct 6, 2014 email from Brian Gooding to Mike Teather RE: "Meeting Notes" (B&D0047245-0047246)	801, 802
6	292.	Oct 7, 2014 email from Fred Schuster to Mike Teather RE: "FW: Follow-up info" (WSC062158-062171)	801, 802
7	293.	Oct 7, 2014 email from Fred Schuster to Patrick Robinson RE: "September 2014 - Franchise Report" (WSC062332-062357)	801, 802
8	294.	Oct 7, 2014 email from Mike Teather to Fred Schuster RE: "Follow-up info"	
9	295.	Oct 14, 2014 Item 23: Receipts signed by Maria Gutierrez (B&D0064630)	901
10	296.	Oct 14, 2014 email from Eric Forsberg to Paige Tyley RE: "FW: Issues with Windermere.com" (B&D0054949-0054952)	801, 802
11	297.	Oct 14, 2014 email from Mike Teather to Bob Deville RE: "Forsberg" (B&D0008388)	
12	298.	Oct 15, 2014 email from Bob Deville to R King RE: "SoCal Windermere Owners meetings" (WHE0000117)	801, 802
13	299.	Oct 15, 2014 email from Mike Teather to Bob Deville RE: "SoCal Windermere Owners meetings" (B&D0038263-0038264)	
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1	300.	Oct 28, 2014 email from Bob Deville to Paul Drayna RE: "SoCal UFDD" (B&D0003725)	
2	301.	Oct 29, 2014 email from Bob Deville to Rich Johnson (WHE0000372)	801, 802
3	302.	Oct 29, 2014 email from Mike Teather to Bob Deville RE: "FW: CDAR Sweep" (B&D0038241-0038243)	801, 802
4	303.	Oct 29, 2014 email from Bob Deville to Robert Sunderland and Paige Tyley RE: "Fwd: Re:" (B&D0055557-0055558)	801, 802
5	304.	Oct 29, 2014 email from Fred Schuster to Rich Johnson RE: "Fwd: Re:" (WHE0000076-77)	801, 802
6	305.	Oct 29, 2014 email from Brian Gooding to Bob Deville RE: (WHE0000366)	801, 802
7	306.	Oct 30, 2014 email from Bob Deville to Mike Teather RE: "Opportunity and Change" (B&D0038568-0038570)	
8	307.	Oct 31, 2013 email from Bob Deville to Robert Sunderland, Patrick Robinson and Bob Bennion RE: "FW: UFDD" (B&D0003959)	801, 802
9	308.	Oct 31, 2014 email from Bob Deville to Mike Teather RE: "UFDD" (B&D0038565-0038566)	
10	309.	Oct 31, 2014 email from Bob Deville to Mike Teather RE: "FW: Follow-up meeting" (B&D0038563-0038564)	
11	310.	Oct 31, 2013 email from Bob Deville to Mike Teather (B&D0003591)	
12	311.	Oct 31, 2014 email from Bob Deville to brent@windermertower.com, collette@windermertower.com, Richard King, Brian Gooding, Rich Johnson, Robert Sunderland, Mike Teather, and Kirk Gregor RE: "Windermere SoCal Owners Meeting Nov. 14" (B&D0003588)	
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1	312.	Oct 31, 2014 email from Bob Deville to Brian Gooding RE: "Windermere SoCal Owners meeting Nov. 14" (WHE0000841-842)	801, 802
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4	313.	Oct 31, 2014 email from Bob Deville to Mike Teather RE: "Windermere SoCal Owners Meeting Nov. 14" (B&D0038546-0038548)	
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7	314.	Oct 31, 2014 email from Bob Deville to Mike Teather RE: "Follow-up meeting" (B&D0038540-0038541)	
8			
9	315.	Nov 1, 2014 email from Fred Schuster to Bob Deville RE: "Follow-up meeting"	801, 802
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11	316.	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)	
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15	317.	Nov 5, 2014 email from Fred Schuster to Bob Deville RE: "New branch's office request - Fallbrook" (WHE0000767-768)	801, 802
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17	318.	Nov 5, 2014 email from Fred Schuster to Bob Deville RE: "New branch office request - Fallbrook"	801, 802
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20	319.	Nov 5, 2014 email from Mike Teather to Bob Deville RE: "New branch office request - Fallbrook" (B&D0038215-0038216)	
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22	320.	Nov 7, 2014 email from Fred Schuster to Mike Teather RE: "Conference call today" (WHE0000646)	801, 802
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24	321.	Nov 7, 2014 email from Bob Deville to Mike Teather RE: "Conference call today" (B&D0038510-0038511)	
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27	322.	Nov 7, 2014 email from Fred Schuster to Patrick Robinson RE: "Franchise report - October 2014" (WSC062119-062144)	801, 802
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1	323.	Nov 7, 2014 email from Bob Deville to Paige Tyley RE: "Fallbrook office" (B&D0055547-0055548)	
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3	324.	Nov 7, 2014 comment letter from Dorothy Eshelman to Paul Drayna RE: "Issuer: Windermere Real Estate Services Company (Southern CA)" (WSC13169-13172)	801, 802
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6	325.	Nov 9, 2014 email from Fred Schuster to Mike Teather RE: "Windermere Social advertisements" (WHE0000097)	801, 802
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9	326.	Nov 9, 2014 email from Mike Teather to Fred Schuster RE: "Windermere Social advertisements" (WSC029375-029376)	
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11	327.	Nov 9, 2014 email from Paige Tyley to Brian Gooding RE: "Windermere Social owners meeting Nov. 14" (WHE0000231-232)	801, 802
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13	328.	Nov 9, 2014 email from Brian Gooding to Paige Tyley RE: "Windermere Social owners meeting Nov. 14" (WHE0000625-627)	801, 802
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15			
16	329.	Nov 9, 2014 email from Brian Gooding to Mike Teather RE: "Windermere Social owners meeting Nov. 14" (WHE0000183-186)	801, 802
17			
18	330.	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)	
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22	331.	Nov 11, 2014 email from Paige Tyler to Brian Gooding RE: "Windermere Social owners meeting Nov. 14" (WHE0000398-399)	801, 802
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25	332.	Nov 11, 2014 email from Mike Teather to Bob Deville RE: "Windermere Homes & Estates FALLBROOK address" (B&D0038203)	
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1	333.	Nov 11, 2014 email from Mike Teather to Paige Tyley RE: "Windermere Homes & Estates FALLBROOK address" (B&D0038201-0038202)	
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4	334.	Nov 17, 2014 email from Fred Schuster to Mike Teather RE: "B. Deville-Branch location request – La Jolla - 111714" (WHE0000033-34)	801, 802
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7	335.	Nov 17, 2014 email from Mike Teather to Fred Schuster RE: "New branch office request - La Jolla" (WHE0000238-239)	
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9	336.	Nov 17, 2014 email from Fred Schuster to Mike Teather RE: "New branch office request - La Jolla" (WSC029536-029537)	801, 802
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11	337.	Nov 17, 2014 email from Mike Teather to Bob Deville RE: "New branch office request - La Jolla" (B&D0038195-0038196)	
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14	338.	Nov 21, 2014 email from Mike Teather to Fred Schuster RE: "Follow up"	
15	339.	Nov 24, 2014 email from Fred Schuster to Mike Teather RE: "CONFIDENTIAL - Financial Statements" (WSC062102-062115)	801, 802
16			
17	340.	Nov 25, 2014 email from Kirk Gregor to Bob Deville RE: "message from Fred Schuster" (B&D0055529-0055530)	801, 802
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20	341.	Nov 25, 2014 email from Mike Teather to Fred Schuster RE: "mtg"	
21			
22	342.	Nov 25, 2014 email from Kirk Gregor to Fred Schuster RE: "Your voice mail to Bob" (WSC062358-062360)	801, 802
23			
24	343.	Nov 26, 2014 email from Fred Schuster to Mike Teather RE: "Next week"	801, 802
25	344.	Nov 29, 2014 email from Bob Deville to WRE / Coast Brokers RE: "[brokers_coast] FW: windermeresocal update" (B&D0038470)	
26			
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1	345.	Dec 1, 2014 email from Fred Schuster to Kirk Gregor RE: "Your voicemail to Bob" (WHE0000430-436)	801, 802
2			
3	346.	Dec 1, 2014 email from Fred Schuster to Kirk Gregor RE: "Your voice mail to Bob" (WSC062325-062331)	801, 802
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5	347.	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)	
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8	348.	Dec 2, 2014 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (B&D0000505-0000507)	
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11	349.	Dec 4, 2014 email from Windermere Services to Brian Gooding RE: "New Destination Living Program" (WHE0000204-205)	
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14	350.	Dec 5, 2014 email from Fred Schuster to Paul Drayna RE: "Franchise Fee addendum - Fallbrook" (WHE0000593-596)	801, 802
15			
16	351.	Dec 5, 2014 email from Paul Drayna to Fred Schuster RE: "Franchise fee addendum - Fallbrook"	
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19	352.	Dec 8, 2014 email from Fred Schuster to Christine Wood RE: "Foundation Fees" (WHE0000011)	801, 802
20			
21	353.	Dec 8, 2014 email from Fred Schuster to Patrick Robinson RE: "November Franchise Report" (WSC062275-062277)	801, 802
22			
23			
24	354.	Dec 8, 2014 email from Windermere Services to Brian Gooding RE: "Happy Holidays From the Windermere Foundation" (WHE0000950-951)	
25			
26			
27	355.	Dec 9, 2014 Addendum to Windermere Real Estate License Agreement Permission for Relocation of Office (WSC 756-757)	
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1	356.	Dec 19, 2014 email from Bob Deville to Paige Tyley RE: "Fwd: Homes and Estates" (B&D0055489-0055492)	
2			
3	357.	Dec 19, 2014 email from Cheri Rice to Paige Tyley RE: "Job description requested" (B&D0055485-0055486)	801, 802
4			
5	358.	Dec 24, 2014 Item 23: Receipts signed by Tim Gayda (WSC13583)	901
6			
7	359.	Jan 5, 2015 email from Kirk Gregor to Fred Schuster RE: "Your voice mail to Bob" (WHE0000012-16)	801, 802
8			
9	360.	Jan 5, 2015 email from Kirk Gregor to Fred Schuster RE: "Your voice mail to Bob" (WHE0000603-609)	801, 802
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12	361.	Jan 12, 2015 email from Shelley Rossi to Heather Mendoza, Windermere Services Receptionist, and Michael Fanning RE: "Joining Windermere" (WSC032778-032779)	
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15	362.	Jan 23, 2015 email from Paige Tyley to Bob Deville RE: "Upcoming Windermere Symposium and Owners Retreat" (WHE0000380-382)	801, 802
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18	363.	Jan 26, 2015 email from Bob Deville to Geoff Wood, Jill Wood; OB Jacobi; Mike Teather RE: "Bob Bennion" (WSC060305-WSC060308)	
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21	364.	Jan 27, 2015 email from Mike Teather to Bob Deville and Bob Bennion RE: "Response" (WSC033230)	
22			
23	365.	Jan 28, 2015 email from Fred Schuster to Mike Teather RE: "Newspaper article - Social" (WHE00001034-1035)	801, 802
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26	366.	Jan 28, 2015 email from Brian Gooding to Fred Schuster RE: "Newspaper article - Social" (WHE0000265)	801, 802
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1	367.	Jan 28, 2015 letter from Paul Drayna to Bob Deville RE: "Notice of Termination" (B&D0000625)	
2			
3	368.	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)	801, 802
4			
5	369.	Feb 11, 2015 email from Brent Lee to Paige Tyley RE: "New Agent Orientation Packages" (B&D0054888-0054889)	801, 802
6			
7	370.	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)	
8			
9	371.	Mar 10, 2015 email from Fred Schuster to Rob Corcoran and Brian Gooding RE: "Influence Partner Agreement" (WSC060839-WSC060849)	801, 802
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11	372.	Mar 10, 2015 email from Fred Schuster to Paul Drayna RE: "2014 Financial reporting" (WSC060602-WSC060605)	801, 802
12			
13	373.	Mar 11, 2015 email from Patrick Robinson to Paige Tyley RE: "New franchise report - March" (B&D0055437-0055439)	
14			
15	374.	Mar 11, 2015 email from Fred Schuster to Patrick Robinson RE: "Franchise report - February 2015" (WSC060645-WSC060703)	801, 802
16			
17	375.	March 12, 2015 email from Fred Schuster to Mike Teather RE: "FW: Industry Announcement Scan"	801, 802
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19	376.	Mar 23, 2015 Addendum to Windermere Real Estate License Agreement Permission for Addition of Branch Office (WSC13706-13708)	
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1	377.	Mar 25, 2015 email from Kirk Gregor to Bob Deville RE: "Social agent reached out to me" (B&D0000480-0000481)	801, 802
2			
3	378.	March 26, 2015 email from Brian Gooding to Mike Teather, Fred Schuster, and Rich Johnson RE: "Fwd: Re: Social agent reached out to me"	801, 802
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6	379.	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]	801, 802
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14	380.	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)	801, 802
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21	381.	April 10, 2015 email from Fred Schuster to Mike Teather RE: "Couple of things"	801, 802
22			
23	382.	2015 Franchise Disclosure Document	
24	383.	April 22, 2015 letter from Bob Bennion and Bob Deville to John Jacobi RE: "Confidentiality Agreement" (WSC 1993-1995)	
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27	384.	April 22, 2015 letter from Bob Bennion and Bob Deville to John Jacobi RE: "Confidentiality Agreement" (WSC 1987-	
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1		1989)	
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3	385.	May 4, 2015 comment letter from Dorothy Eshelmen to Paul Drayna RE: comments on application	801, 802
4			
5	386.	May 6, 2015 email from Bob Deville to Richard King RE: "Letter follow up" (B&D0033226-0033227)	801, 802
6			
7	387.	May 11, 2015 email from Fred Schuster to Patrick Robinson RE: "Office address change"	801, 802
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10	388.	May 11, 2015 email from Bob Deville to Paul Drayna RE: "Office address change" (WSC040728-040729)	801, 802
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12	389.	May 26, 2015 letter from Paul Drayna to Gerard Davey (WSC 1986)	
13			
14	390.	June 23, 2015 email from Rich Johnson to Mike Teather and Paul Drayna RE: "Windermere Homes & Estates Update" (WSC062091-062094)	801, 802
15			
16	391.	June 23, 2015 email from Rich Johnson to Mike Teather and Paul Drayna RE: "New Branch Offices Request" (WSC061313-WSC061314)	801, 802
17			
18	392.	Jun 24, 2015 email from Rich Johnson to Mike Teacher and Paul Drayna RE: "Amended Branch Office Request" (WSC035704)	801, 802
19			
20	393.	Jun 29, 2015 email from Rich Johnson to Paul Drayna RE: "New Branch Approval" (WHE0000339-340)	801, 802
21			
22	394.	July 1, 2015 email from Holly Reville to Cheri Rice RE: "Showcase Panel on Windermere.com" (WHE0000570-571)	801, 802
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1	395.	July 13, 2015 email from Rich Johnson to Mike Teather and Paul Drayna RE: "New Branch Offices Request" (WSC061311-WSC061312)	801, 802
2	396.	July 28, 2015 Letter of Intent with Selective Binding Terms (B&D0004639-0004646)	
3	397.	Aug 2, 2015 Letter of Intent with Selective Binding Terms (B&D0004647-0004656)	
4	398.	Aug 14, 2015 email from Windermere Services to Fred Schuster RE: "URGENT: Reset Your Email Password" (WHE0000055-56)	
5	399.	Aug 12, 2015 response letter from Paul Drayna to Dorothy Eshelman RE: "Franchise Registration for Windermere Real Estate Services Company"	
6	400.	Aug 19, 2015 letter from Jan Lynn Owen to Paul Drayna RE: Order on Southern California application filed Nov 3, 2014	801, 802
7	401.	Aug 20, 2015 email from Rich Johnson to Noelle Bortfeld RE: "Premier Program" (WHE0000691-696)	801, 802
8	402.	Aug 20, 2015 email from Noelle Bortfeld to Rich Johnson RE: "Premier Program" (WHE0001072-1078)	
9	403.	Aug 24, 2015 email from Mike Teacher to Rich Johnson RE: "Start up money" (WHE0000144)	
10	404.	Aug 31, 2015 email from Rich Johnson to Noelle Bortfeld RE: "Coachella Valley" (WHE0000001)	801, 802
11	405.	Sept 1, 2015 email from Rich Johnson to Paul Drayna RE: "Coachella Valley" (WSC037840)	801, 802
12	406.	Sept 1, 2015 Addendum to Windermere Real Estate License Agreement Permission for relocation of office San Diego Homes and	

1		Estates, Inc. (WSC037886-037888)	
2	407.	Sep 2, 2015 email from Brian Gooding to Shelley Rossi RE: "SoCal PR/Communications - Please Review" (WSC062041-062043)	801, 802
3			
4	408.	Sep 2, 2015 email from Brian Gooding to Shelley Rossi RE: "SoCal PR/Communications - Please Review" (WHE0000312-315)	801, 802
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6	409.	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)	801, 802
7			
8	410.	Sep 2, 2015 email from Shelley Rossi to Rich Johnson RE: "Advertising" (WHE0000152)	801, 802
9			
10	411.	Sep 2, 2015 email from Mike Teather to Brian Gooding RE: "Windermere" (WHE0000737)	
11			
12	412.	Sep 2, 2015 email from Brian Gooding to Shelley Rossi RE: "Advertising" (WHE0000644)	801, 802
13			
14	413.	Sep 3, 2015 comment letter from Dorothy Eshelman to Paul Drayna (WSC13500-13501)	801, 802
15			
16	414.	Sep 10, 2015 email from Paul Drayna to Rich Johnson RE: "Revised Addendum for Line of Credit" (WHE0000376-379)	
17			
18	415.	Sep 10, 2015 Addendum to Windermere Real Estate License Agreement Permission for relocation of office San Diego Homes and Estates, Inc. (WSC13698-WSC13700)	
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20	416.	Sep 10, 2015 response letter from Paul Drayna to Dorothy Eshelman RE: Franchise Registration for Windermere Real Estate Services Company	
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1	417.	Sep 11, 2015 email from Shelley Rossi to Brian Gooding RE: "Important Announcement Regarding WindermereSoCal" (WHE0000058-60)	801, 802
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4	418.	Sept 11, 2015 email from Jill Wood to Marka Waechter RE: "Important Announcement Regarding Windermere SoCal" (WSC060433-WSC060435)	
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7	419.	Sep 11, 2015 email from Rich Johnson to Paul Drayna RE: "Message from KMBT_C452" (WHE0000063-66)	801, 802
8			
9	420.	Sept 12, 2015 email from Brian Gooding to Mike Teather RE: "The Desert" (WSC038658-038659)	801, 802
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11	421.	Sep 14, 2015 email from Noelle Bortfeld to Brian Gooding RE: "Google Alert – windermere real estate" (WHE0001004-1005)	
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14	422.	Sep 14, 2015 email from Shelley Rossi to Paul Drayna RE: "Google Alert – windermere real estate" (WHE0000775-776)	801, 802
15			
16			
17	423.	Sep 14, 2015 email from Brian Gooding to Shelley Rossi RE: "Google Alert – windermere real estate" (WHE0000974-976)	801, 802
18			
19	424.	Sep 14, 2015 Mutual Termination of Windermere Real Estate Franchise License Agreement (WSC 5-9)	
20			
21	425.	Sep 15, 2015 email from Brian Gooding to Mike Teather RE: "New Windermere Offices in Coachella Valley" (WHE0000653-655)	801, 802
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24	426.	Sept 16, 2015 email from Mike Teacher to Jill Wood, Geoff Wood and OB Jacobi RE: "Premature Solicitation" (WSC060487-WSC060488)	
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1	427.	Sep 16, 2015 email from Mark Oster to Brian Gooding RE: "Wire Information/Coachella Valley expansion" (WHE0000087-88)	
2	428.	Sep 17, 2015 email from Rich Johnson to Mark Oster RE: "Wire Information/Coachella Valley expansion" (WHE0000825-826)	801, 802
3	429.	Sept 18, 2015 email from Mike Teacher to Jill Wood, Geoff Wood and OB Jacobi RE: "Important Announcement from Bennion & Deville" (WSC060491-WSC060493)	
4	430.	Sep 21, 2015 email from Windermere Services to Brian Gooding RE: "WindermereSoCal: Important Technology Information" (WHE0000931-932)	
5	431.	Sept 29, 2015 email from Mark Oster to Sarah Theroff and Mike Teather RE: "Wire Information/Coachella Valley expansion" (WSC055174)	
6	432.	Sep 29, 2015 letter from Dorothy Eshelman to Paul Drayna RE: Order on application filed on April 8, 2015	801, 802
7	433.	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]	
8	434.	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]	
9	435.	Declaration of Robert Sherrell in Support of Counterclaimant Windermere Real Estate Services Company's Ex Parte Application for Temporary Restraining Order and Order to	
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1		Show Cause RE: Preliminary Injunction [D.E. 21-19]	
2			
3	436.	http://windmerewatch.com (electronic website)	602, 801, 802, 901, 1002
4			
5	437.	Supplemental Declaration of Robert Sherrell in Support of Counterclaimant Windmere Real Estate Services Company's Ex Parte Application for Temporary Restraining Order and Order to Show Cause RE: Preliminary Injunction [D.E. 25-1]	
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9	438.	Various printouts of windmerewatch.com	602, 801, 802, 901, 1002
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11			
12	439.	Windmere Services Southern California, Inc. Recast Profit & Loss Statement for the Years Ended December 31 2011-2015	403, 602, 611, 701, 702, 801, 802, 1002
13			
14	440.	Defendant Windmere Real Estate Services Company, Inc.'s Responses to Plaintiff Bennion & Deville Fine Homes First Set of Requests for Admission	
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17	441.	Defendant Windmere Real Estate Services Company, Inc.'s Responses to Plaintiff Bennion & Deville Fine Homes First Set of Interrogatories	
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20	442.	Defendant Windmere Real Estate Services Company, Inc.'s Responses to Plaintiff Windmere Services Southern California, Inc.'s First Set of Interrogatories	
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23	443.	Defendant Windmere Real Estate Services Company, Inc.'s First Supplemental Responses to Plaintiff Windmere Services Southern California, Inc.'s First Set of Interrogatories	
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26	444.	Defendant Windmere Real Estate Services Company, Inc.'s First Supplemental Responses to Plaintiff Bennion & Deville Fine Homes First Set of Interrogatories	
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1	445.	Defendant Windermere Real Estate Services Company, Inc.'s First Supplemental Responses to Plaintiff Bennion & Deville Fine Homes First Set of Requests for Admission	
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4	446.	Defendant Windermere Real Estate Services Company, Inc.'s Responses to Plaintiff Windermere Services Southern California, Inc.'s Second Set of Interrogatories	
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7	447.	Defendant Windermere Real Estate Services Company, Inc.'s Second Supplemental Responses to Plaintiff Bennion & Deville Fine Homes First Set of Interrogatories	
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10	448.	Declaration of Jeffrey A. Feasby in Support of Joint Stipulation RE: Plaintiffs' Motion to Compel Production of Documents and Responses [D.E. 42-3]	
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13	449.	Declaration of Paul Drayna in Support of Joint Stipulation RE: Plaintiffs' Motion to Compel Production of Documents and Responses [D.E. 42-4]	
14			
15			
16	450.	Declaration of Josh Cristenson in Support of Joint Stipulation RE: Plaintiffs' Motion to Compel Production of Documents and Responses [D.E. 42-5]	
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18			
19	451.	Declaration of Jeffrey A. Feasby RE: Court's June 8, 2016 Order [D.E. 47]	
20	452.	Aug 5, 2016 letter from Dorothy Eshelman to Paul Drayna RE: Order on application filed on April 19, 2016	801, 802
21			
22	453.	Expert report of Peter Wrobel	401, 402, 403, 602, 702, 901
23			
24	454.	File of expert witness Peter Wrobel	401, 402, 403, 602, 801, 802, 901
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26	455.	File of franchise expert	401, 402, 403, 602, 801, 802, 901
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1	456.	Expert report of rebuttal expert	401, 402, 403, 602, 702, 901
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3	457.	File of rebuttal expert	401, 402, 403, 602, 801, 802, 901
4			
5	458.	Documents produced by Brian Gooding in response to subpoena dated Aug 2, 2016	602, 801, 802, 901, 1002
6			
7	459.	Documents produced by Rich Johnson in response to subpoena dated Aug 2, 2016	602, 801, 802, 901, 1002
8			
9	460.	Documents produced by Fred Schuster in response to subpoena dated Aug 2, 2016	602, 801, 802, 901, 1002
10			
11	461.	Dec 23, 2013 email from Fred Schuster to Bob Deville RE: "Windermere Watch" (WHE0000332-333)	801, 802
12			
13	462.	Apr 18, 2014 email from Fred Schuster to Geoff Wood RE "Follow-up" (WHE0000985-986)	801, 802
14			
15	463.	May 12, 2014 email from Fred Schuster to Kirk Gregor re "Michael Fanning Ninja Teaser Visit on May 20 th " (WHE0000413)	801, 802
16			
17	464.	April 20, 2006 Windermere Franchise Offering Circular	401, 402, 403, 611(a), FRCP 16(e), Local Rule 16-6
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19			
20	465.	Jan. 2009 letter from Mark Loscher to Bob Deville re proposal	401, 402, 403, 611(a), 802, 901, 902, FRCP 16(e), FRCP 37(c), Local Rule 16-6
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24	466.	July 27, 2009 Windermere Franchise Disclosure Document	401, 402, 403, 611(a), FRCP 16(e), Local Rule 16-6
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26			
27	467.	Dec. 1, 2010 letter from Mark Loscher to Windermere Real Estate Services re	401, 402, 403, 611(a),
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1		terminating franchise relationship with Windermere (WSC2188)	802, 901, 902, FRCP 16(e), Local Rule 16-6
2			
3	468.	Dec. 4, 2010 letter from Steve Rodgers to Geoff and Jill Wood re termination from Windermere Real Estate	401, 402, 403, 611(a), 802, 901, 902, FRCP 16(e), Local Rule 16-6
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6	469.	April 26, 2011 letter from Paul Drayna to Mark Loscher re Notice of Termination	401, 402, 403, 611(a), FRCP 16(e), FRCP 37(c), Local Rule 16-6
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9	470.	Oct 10, 2012 email from Paige Tyley to Richard King re charity	401, 402, 403, 611(a), 802, FRCP 16(e), FRCP 37(c), Local Rule 16-6
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13	471.	Nov 7, 2012 email from Paige Tyley to Collette Lee re Premier Property Program in Southern California	401, 402, 403, 611(a), 802, FRCP 16(e), FRCP 37(c), Local Rule 16-6
14			
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17	472.	June 20, 2013 email from Patrick Robinson to Paige Tyley RE: "FW: Meeting of the Minds today - Windermere Homes and Estates" (B&D0056437-0056441)	801, 802, 901, 1002
18			
19			
20	473.	June 20, 2013 UFDD Northern California Receipt signed by Rich Johnson (WSC043540)	401, 402, 403, 602
21			
22	474.	June 20, 2013 UFDD Northern California Receipt signed by Brian Gooding (WSC043538)	401, 402, 403, 602
23			
24	475.	July 4, 2013 letter from Richard Johnson to Bob Deville RE: "Franchise License Agreement" (WSC13740-13756)	801, 802
25			
26	476.	July 16, 2013 UFDD Southern California Receipt signed by Richard Johnson (WSC043844)	401, 402, 403, 602
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1	477.	July 16, 2013 UFDD Southern California Receipt signed by Brian Gooding July 16, 2013 (WSC043846)	401, 402, 403, 602
2			
3	478.	July 30, 2013 Franchise License Agreement signed by Rich Johnson and Brian Gooding (WSC13718-13734)	401, 402, 403, 602
4			
5	479.	Oct 30, 2013 Appendix 1 Fee Schedule	401, 402, 403, 611(a), FRCP 16(e), Local Rule 16-6
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8	480.	Nov 26, 2013 Appendix 1 Fee Schedule	401, 402, 403, 611(a), FRCP 16(e), Local Rule 16-6
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11	481.	Jan 10, 2014 Appendix 1 Fee Schedule	401, 402, 403, 611(a), FRCP 16(e), Local Rule 16-6
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14	482.	Jan 28, 2014 email from Paige Tyley to Collette Lee re "Good Morning"	401, 402, 403, 611(a), 802, FRCP 16(e), FRCP 37(c), Local Rule 16-6
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18	483.	March 24, 2014 email from Fred Schuster to Bob Deville RE: "Meeting" (WSC025453)	
19			
20	484.	April 2, 2014 email from Geoff Wood to Fred Schuster RE: "Friday get together"	
21			
22	485.	June 18, 2014 email from Brian Gooding to Fred Schuster and Rich Johnson RE: "Checking in" (WSC026469-026471)	
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24	486.	July 9, 2014 email from Bob Deville to Mike Teather, Geoff Wood, and Paul Drayna RE: "FW: New branch location" (B&D0014264-0014265)	
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27	487.	July 24, 2014 email from Fred Schuster to Mike Teather RE: "Follow up"	801, 802
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1	488.	July 24, 2014 email from Fred Schuster to Paul Drayna RE: "2013 Financial reporting"	801, 802
2	489.	July 29, 2014 email from Fred Schuster to Mike Teather RE: "Checking in"	801, 802
3	490.	Aug 4, 2014 email from Fred Schuster to Mike Teather RE: "checking in"	801, 802
4	491.	Sept 29, 2014 letter from The Mentor Group, Inc. to Bob Bennion and Bob Deville RE Appraisal of the equity in Bennion & Deville Fine Homes, Inc.	401, 402, 403, 611(a), 602, 802, 901, 902, FRCP 16(e), FRCP 37(c), Local Rule 16-6
5	492.	Oct 21, 2014 email from Fred Schuster to Mike Teather RE: "Updates"	801, 802
6	493.	Nov 3, 2014 email from Mike Teather to Fred Schuster RE: "SoCal"	801, 802
7	494.	Nov 7, 2014 email from Fred Schuster to Mike Teather RE "New Office"	401, 402, 403, 611(a), 802, 901, 902, FRCP 16(e), Local Rule 16-6
8	495.	Jan 22, 2015 email from Mike Teather to Bob Bennion and Bob Deville RE: "Southern California Services" (B&D0000618-0000619)	
9	496.	Jan 22, 2015 email from Mike Teather to Bob Bennion and Bob Deville RE: "Southern California Services" (B&D0000746-0000748)	802, 901, 902, FRCP 16(e), Local Rule 16-6
10	497.	Aug 18, 2015 Corporation Purchase & Sale Agreement	401, 402, 403, 611(a), 802, 901, 902, FRCP 16(e), FRCP 37(c), Local Rule 16-6
11	498.	Sept 17, 2015 letter from Robert Hettinger to Patrick Robinson RE potential WSSC Franchise Fee Valuation	401, 402, 403, 611(a), 701, 702, 802, 901, 902, FRCP 16(e),
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		FRCP 37(c), Local Rule 16-6
499.	Aug 3, 2016 letter from Beaton to John Vaugh RE engagement agreement	
500.	Sept 30, 2016 letter from Beaton to John Vaugh RE Invoice #809148-1	
501.	Nov 10, 2016 letter from Beaton to John Vaugh RE Invoice #809148-2	
502.	Dec 20, 2016 letter from Beaton to John Vaugh RE Invoice #809148-3	
503.	Referral from Windermere Direct	401, 402, 403, 611(a), 802, 901, 902, FRCP 16(e), FRCP 37(c), Local Rule 16-6

The B&D Parties Object to the Following of WSC's Proposed Trial Exhibits

Ex.	Description	Objections
600.	First Amended Counterclaim by Defendant and Counterclaimant Windermere Real Estate Services Company for Damages and Injunctive Relief	Fed. R. Evid. 801, 802. ²
601.	Answer of Defendant Windermere Real Estate Services Company to Plaintiffs' First Amended Complaint	801, 802
602.	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	801, 802

² Unless otherwise stated, all rules identified below reflect the Federal Rules of Evidence.

1	603.	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	801, 802
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6	604.	Screen shot of WHOIS website reflecting ownership of windermeresocal.com as of November 3, 2015 (Ex. B to 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)	602, 801, 802, 901
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14	605.	Expert Report of David Holmes	602, 901
15	606.	Materials Relied Upon by David Holmes	602, 901
16	607.	Expert Report of Neil Beaton	602, 901
17	608.	Materials Relied Upon by Neil Beaton	602, 901
18	609.	Franchise Fee Proposal Windermere Real Estate Coachella Valley (Ex. 21 to Deville Deposition)	602, 801, 802, 901
19			
20	610.	Excel Spreadsheet re Fees Reported by Windermere Services Southern California, Inc. 1/2012 – 9/2015 (WSC055606-056485)	403, 401, 402, 602, 611(a), 901
21			
22	612.	Letter from Geoff Wood (WSC 1633)	602, 801, 802, 901
23	619.	11/10/2003 Memo from Geoff Wood to Bob Bennion and Bob Deville re Southern California (SoCal) Services Agreement (WSC 1963-1964)	801, 802, 805
24			
25			
26	620.	12/30/2003 Email from Maria Bunting to Bennion and Deville re Answer to you 10/23/03 memo (Ex. 35 to Deville Deposition)	801, 802, 805
27			
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1	629.	10/5/2006 Letter from Washington Loan Company to Bennion & Deville Fines Homes, Inc. (Ex. 38 to Deville Deposition)	401, 402, 403
2			
3			
4	636.	2/14/2008 Letter from Geoff Wood re Fee accommodation for 2008 (WSC13697)	801, 802, 805
5			
6	637.	5/1/2008 Memorandum re Gary Kruger (WSC 1637-1638)	801, 802, 805
7			
8	638.	11/17/2008 Letter from Paul Drayna to Joseph R. Deville (Ex. 27 to Deville Deposition)	602, 801, 802, 901
9			
10	641.	1/13/2009 Loan Agreement (Ex. 39 to Deville Deposition)	401, 402, 403
11			
12	642.	1/13/2009 Promissory Note (Ex. 40 to Deville Deposition)	401, 402, 403
13			
14	643.	1/13/2009 Assignment Agreement (Ex. 41 to Deville Deposition)	401, 402, 403
15			
16	644.	1/13/2009 Security Agreement All Personal Property Assets (Ex. 42 to Deville Deposition)	401, 402, 403
17			
18	646.	4/15/2009 Email from Bob Deville re SOCal UFDD (B&D0019553-0019557)	801, 802, 805
19			
20	648.	12/21/2009 Email from Don Riley to Bob Deville re Windermere CV (Ex. 31 to Deville Deposition)	401, 402, 403, 801, 802, 805
21			
22	651.	2/16/2011 Loan Agreement (Ex. 43 to Deville Deposition)	401, 402, 403
23			
24	652.	2/16/2011 Promissory Note – Line of Credit (Ex. 44 to Deville Deposition)	401, 402, 403
25			
26	653.	2/16/2011 Assignment Agreement (Ex. 45 to Deville Deposition)	401, 402, 403
27			
28	654.	2/16/2011 Security Agreement All	401, 402, 403

1		Personal Property Assets (Ex. 46 to Deville Deposition)	
2			
3	657.	6/17/2011 Email from Bob Deville to Robert Sunderland and Tim Pestotnik re FW: Windermere data (w/ attachment)	801, 802, 805
4			
5			
6	660.	4/11/2012 Email from Kendra Vita re WLC – So-Cal LOC Loan (Ex. 47 to Deville Deposition)	401, 402, 403, 801, 802, 805
7			
8	661.	5/7/2012 Email from Kendra Vita re payment for Washington loan company (Ex. 48 to Deville Deposition)	401, 402, 403, 801, 802, 805
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10			
11	663.	5/29/2012 Email from Geoff Wood re Yesterday’s meeting (WSC015070-015071)	801, 802, 805
12			
13			
14	664.	6/15/2012 Email from Geoff Wood re Yesterday’s meeting (WSC015317-015319)	801, 802, 805
15			
16	665.	6/21/2012 Email from Kenra Vita re WLC – So-Cal Loan (Ex. 49 to Deville Deposition)	401, 402, 403
17			
18			
19	667	8/29/2012 Email from Kendra Vita re Note – WA Loan Co./B&D (WSC0057312-0057315)	401, 402, 403, 801, 802
20			
21			
22	668.	8/30/2012 Email from Kendra Vita re Washington Loan Payment (WSC00573318)	401, 402, 403
23			
24	669.	9/25/2012 Email from Kendra Vita re ADDL MONIES DUE (WSC0057325-0057326)	401, 402, 403
25			
26			
27	670.	10/11/2012 Email from Kendra Vita re WLC Payment (Ex. 50 to Deville	401, 402, 403, 801, 802
28			

1		Deposition)	
2	672.	11/2/2012 Email from Geoff Wood re Dialogue (WSC015899)	801, 802
3			
4	675.	11/15/2012 Email from Geoff Wood re Phone call (WSC016387)	801, 802
5			
6	676.	11/27/2012 Email from Geoff Wood (WSC016577)	801, 802
7			
8	679.	12/7/2012 Email from Geoff Wood re License Agreement Addendum (WSC016624)	801, 802
9			
10			
11	681.	12/17/2012 Email from Pau Drayna re Finalizing the paperwork (B&D0001152-0001153)	801, 802, 805
12			
13			
14	683.	1/3/2013 Email from Patrick Robinson re Welcome Julia Jordan, and here come the UFDD's (B&D0016387- 0016389)	801, 802, 805
15			
16			
17	684.	1/8/2013 Email from Bob Deville re Bill Toth (B&D0001119-0001121)	801, 802, 805
18			
19	685.	1/14/2013 Email from Robert Bennion re Conference Call (WSC053020)	801, 802, 805
20			
21	686.	1/14/2013 Email from Paul Drayna re Conference Call (B&D0022635- 0022636)	801, 802, 805
22			
23			
24	688.	1/24/2013 Email from Bob Deville re Yesterday's meeting (B&D0003155- 0003158)	801, 802, 805
25			
26	689.	3/18/2013 Email from Bob Deville re Brea Termination (B&D0003092- 0003096)	801, 802, 805
27			
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1	690.	3/21/2013 Email from Geoff Wood (WSC017357)	401, 402, 403, 801, 802
2			
3	692.	3/27/2013 Email from Bob Deville re Brea Termination (B&D0003058-0003062)	801, 802, 805
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6	693.	3/27/2013 Email from Paul Drayna re Brea Termination (B&D0002563-0002567)	801, 802, 805
7			
8	694.	4/11/2013 Email from Geoff Wood re Update (WSC017418)	801, 802
9			
10	696.	4/22/2013 Email from Noelle Bortfeld re Winder Watch Mtg. (WSC017438)	801, 802
11			
12	697.	5/8/2013 Email from Nellie DeBruyn re Bennion & Deville CoCal LOC – UPDATE (WSC024633-024634)	401, 402, 403, 801, 802
13			
14			
15	698.	7/3/2013 Email from Paul Drayna re Santaluz License Agreement (WSC043596-043612)	801, 802, 805
16			
17			
18	699.	8/27/2013 Email from Geoff Wood re Meeting (WSC018972)	801, 802
19			
20	701.	10/1/2013 Email from York Baur re great meeting you (B&D0022896)	801, 802, 805
21			
22	702.	10/3/2013 Email from Fred Schuster to Shelley Rossi, Rich Johnson, Brian Gooding, Bob Deville and Bob Bennion re Re: Windermere Watch Letter	801, 802, 805
23			
24			
25	703.	10/3/2013 Letter from Shelly Rossi to Rich Johnson, Brian Gooding, Bob Deville, Fred Schuster and Bob Bennion re Windermere Watch Letter	801, 802, 805
26			
27			
28	708	1/16/2014 Email from Geoff Wood re	801, 802

1		Advertising in the Puget Sound Business Journal (Ex. 53 to Deville Deposition)	
2			
3			
4	711.	3/3/2014 Letter from Geoff, Jill and OB to Bennion & Deville (Ex. 55 to Deville Deposition)	801, 802, 805
5			
6	713.	4/10/2014 Email from Robert Sunderland re B&D (B&D0000751-0000753)	401, 402, 403
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9	717.	6/3/2014 Email from Paul Drayna re Amendment to promissory note (Ex. 57 to Deville Deposition)	401, 402, 403, 801, 802, 805
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12	720.	6/10/2014 Email from Paul Drayna re Amendment to promissory note (WSC 1674-1678)	401, 402, 403
13			
14	721.	6/18/2014 Email from Fred Schuster re Checking in (WSC026467-026468)	801, 802, 805
15			
16	724.	7/23/2014 Email from Fred Schuster to Mike Teather re Updated Social numbers	801, 802
17			
18			
19	725.	7/23/2014 Email from Fred Schuster to Mike Teather re Follow-up info	801, 802
20			
21	726.	7/24/2014 Email from Fred Schuster to Mike Teather re Follow up	801, 802
22			
23	729.	8/27/2014 Email from Paul Drayna re Draft documents (WSC039899-039909)	401, 402, 403, 801, 802
24			
25	730.	9/9/2014 Email from OB Jacobi to Fred Schuster re Re: Social Update	801, 802, 805
26			
27	731.	9/10/2014 Email from Robert Sunderland re Draft documents	401, 402, 403, 801, 802, 805
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1		(WSC039923-039924)	
2	732.	9/22/2014 Email from Paul Drayna re Draft documents (WSC039925-039927)	401, 402, 403, 801, 802, 805
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4	733.	9/23/2014 Email from Paul Drayna re Updated Financials (WSC039928- 039930)	801, 802, 805
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7	734.	9/24/2014 Email from Paul Drayna re JFF accounting (WSC039934-039938)	401, 402, 403, 801, 802, 805
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9	736.	10/1/2014 Email from Robert Sunderland re JFF accounting (WSC039939-039948)	401, 402, 403
10			
11	737.	10/1/2014 Email from Robert Sunderland re JFF accounting (WSC039952-039957)	401, 402, 403
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13			
14	738.	10/2/2014 Email from Paul Drayna re JFF accounting (WSC039958-039964)	401, 402, 403
15			
16	740.	10/3/2014 Email from Robert Sunderland re JFF accounting (WSC039970-039975)	401, 402, 403
17			
18			
19	741.	10/3/2014 Amendment to Promissory Note (Ex. 58 to Deville Deposition)	401, 402, 403
20			
21	743.	10/6/2014 Email from Mike Teather to Bob Deville, Bob Bennion, Rich Johnson, Brian Gooding and Fred Schuster re Meeting Notes	801, 802
22			
23			
24	751.	11/4/2014 Email from Mike Teather to Bob Deville, Bob Bennion, Rich Johnson, Briand Gooding and Fred Schuster re RE: SoCal	801, 802
25			
26			
27	752.	11/7/2014 Union Tribune Article re Windermere Real Estate Southern	602, 901
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1		California Poised for Continued Growth	
2	753.	11/9/2014 Email from Fred Schuster re Windermere Socal advertisements (WSC029374)	801, 802
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5	759.	1/22/2015 Email from Mike Teather re Southern California Services (WSC033077-033078)	801, 802
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8	762.	1/26/2015 Email from Mike Teather re Bob's (WSC033194)	801, 802
9			
10	763.	1/27/2015 Email from Mike Teather re Response (WSC033228)	801, 802
11			
12	765.	1/28/2015 Email from Rich Johnson to Mike Teather re Re: Newspaper article – Socal	801, 802
13			
14	766.	1/28/2015 Email from Brian Gooding to Fred Schuster re Re: Newspaper article - Socal	801, 802, 805
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17	767.	1/28/2015 Email from Fred Schuster to Mike Teather re Newspaper article – SoCal	801, 802, 805
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20	770.	2/3/2015 Union Tribune Article re With Six Offices Open in San Diego County and Two in Orange County, Windermere SoCal Has a Blueprint for Success	602, 901
21			
22			
23	771.	2/6/2015 Email from Mike Teather (WSC033479)	801, 802, 805
24			
25	772.	2/6/2015 Email from Mike Teather (WSC033485)	801, 802, 805
26			
27	773.	3/3/2015 Email from Mike Teather re	801, 802
28			

1		Southern California (WSC033365)	
2	774.	3/12/2015 Email from Fred Schuster to Mike Teather re FW: Industry Announcement Scan	801, 802
3			
4	776.	3/26/2015 Email from Brian Gooding to Mike Teather and Others re Fwd: Re: Social agent reached out to me	801, 802, 805
5			
6	778.	5/26/2015 Letter from Paul Drayna to Gerard Davey (WSC1986)	801, 802
7			
8	779.	6/19/2015 Email from OB Jacobi re Recruiting Emails (WSC035130-035131)	801, 802, 805
9			
10	780.	7/8/2015 Email from Jill Wood re Trip to Orange County (WSC060366-060367)	801, 802
11			
12	783.	7/28/2015 Email from Paul Drayna re Letter of Intent (WSC041040-041045)	801, 802, 805
13			
14	785.	7/31/2015 Email from Paul Drayna re Further Revised Letter of Intent (WSC041192-041215)	801, 802, 805
15			
16	786.	8/2/2015 Letter from Jill Wood to Bob Bennion and Bob Deville re Letter of Intent (B&D0004647-0004556)	801, 802
17			
18	787.	8/2/2015 Email from Gerard Davey re Final Letter of Intent with Selective Binding Terms (WSC041240-041262)	801, 802, 805
19			
20	788.	8/3/2015 Email from Paul Drayna re Final Letter of Intent with Selective Binding Terms (WSC041309-041311)	801, 802, 805
21			
22	789.	8/12/2015 Email from Richard King re Franchise expiration confirmation	801, 802, 805
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1		(WSC041342-041345)	
2	790.	8/25/2015 Email from Bob Deville re Wednesday Noon Meeting in OC (WSC037629)	801, 802, 805
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5	791.	8/25/2015 Email from Bob Deville re Wednesday Noon Meeting in OC (WSC037651-037652)	801, 802, 805
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7			
8	793.	8/26/2015 Email from OB Jacobi re Wednesday Noon Meeting in OC (WSC037667-037669)	801, 802, 805
9			
10	794.	WSC Statements for Southern California 1/2012 – 9/2015 (WSC56459-57058)	401, 402, 602, 611(a), 901
11			
12			
13	797	Domain Status Notifications from GoDaddy from October 22, 2015 to October 22, 2015 (Ex. C to 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)	602, 901
14			
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16			
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20	798.	GoDaddy screen shot taken on October 27, 2015 (Ex. B to 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)	602, 901
21			
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26	799.	GoDaddy screen shot taken on October 28, 2015 (Ex. A to Declaration of Robert Sherrell in Support of Counterclaimant Windermere Real	602, 901
27			
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1		Estate Services Company's Ex Parte Application for Temporary Restraining Order and Order to Show Cause re: Preliminary Injunction)	
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3			
4	803.	10/14/2009 Email from Bob Deville to Don Riley re leaving Windermere (B&D 52028-52029)	801, 802, 805
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6			
7	804.	3/27/2013 Email from Bob Deville to Paul Drayna re payment of fees by other Southern California owners (B&D 2563 – 2567)	801, 802, 805
8			
9			
10	809.	10/14/2009 Email from Bob Deville to Don Riley re notice of termination (B&D 52033-52034)	801, 802, 805
11			
12			
13	810.	Transcript from November 3, 2015 online chat session with GoDaddy customer support (Ex. A to 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)	403, 801, 802
14			
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21	811.	1/21/2016 Letter from Charles Siriani to Gerard Davey Re: JFF, LLC/Bennion and Deville Fine Homes SoCal, Inc.	401, 402, 403, 801, 802
22			
23	816.	3/3/2017 Rebuttal Report of Neil Beaton	602, 901
24			
25	817.	1/28/2014 Email from Paul Drayna to Bob Deville re: Kirksey note (B&D0038379)	602
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1 Approved as to form and content:
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4

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10 *Services Southern California, Inc., and Counter-Defendants*

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