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IN THE FOURTH JUDICIAL DISTRICT COURT

UTAH COUNTY, STATE OF UTAH

RALPH J. YARRO III, an individual,
DARCY G. MOTT, an individual, and
BRENT D. CHRISTENSEN, an individual,

Plaintiffs,

vs.

VAL NOORDA KREIDEL, an individual,
TERRY PETERSON, an individual,
WILLIAM MUSTARD, an individual, THE
NOORDA FAMILY TRUST, a Trust,
RAYMOND J. NOORDA, an individual
and a trustee of the Noorda Family Trust,
LEWENA NOORDA, an individual and a
trustee of the Noorda Family Trust, and
JOHN DOES 1 THROUGH 10,

Defendants.

**AFFIDAVIT OF BRENT D.
CHRISTENSEN**

Civil No. 050400205

Honorable Anthony W. Schofield, Div. 8

STATE OF UTAH)
 : ss.
COUNTY OF UTAH)

BRENT D. CHRISTENSEN, being first duly sworn, upon oath, deposes and says:

1. I am over twenty-one years of age and have personal knowledge of the facts stated
below.

2. Prior to joining The Canopy Group, Inc., ("Canopy") in 2001, I was in a private law practice and had represented Canopy as outside legal counsel on certain matters. I agreed to employment with Canopy in part on assurances that my compensation would include the opportunity to participate in the Canopy 2000 Recapitalization Plan and Canopy Stock Option Plan.

3. I have served as Canopy's Vice President, Corporate Counsel and Assistant Secretary since 2001.

4. Under the Canopy 2000 Recapitalization Plan and the Canopy Stock Option Plan, I have been granted options on both Class A Voting Common Stock and Class B Non-Voting Common Stock. I have exercised all of my Class A Voting Common Stock options, to the extent they have vested.

5. I was not the architect or primary drafter of the Canopy 2000 Recapitalization Plan or the Canopy Stock Option Plan. However, at Canopy's request I and other members of our law firm did participate in their preparation. In addition, all of the documents associated with the Canopy 2000 Recapitalization Plan and Canopy Stock Option Plan were reviewed and revised by Mr. and Mrs. Noordas' personal attorneys and tax advisors.


6. On December 17, 2004, I was asked to meet some men in a conference room at Canopy. When I went to the room, David Watkiss, an attorney from Ballard Spahr Andrews and Ingersoll, LLP, handed me a copy of a purported resolution of Canopy's Board and certain other documentation at which time he advised me that I was being terminated for cause. I then asked on what grounds was I being terminated for cause. I received no response. At that time, I was also advised that if I did not sign the proposed settlement agreement that I would be named

in a lawsuit the following Monday and they proceeded to hand me a copy of a draft complaint.

Shortly thereafter, I was escorted from Canopy's building.


BRENT D. CHRISTENSEN

SUBSCRIBED AND SWORN TO before me this 28th day of January, 2005.


Notary Public
Residing in Salt Lake City, Ut.

My Commission Expires:

8/30/08

N:\22405\Affidavits\Brent Christensen Aff. 5 p.m

