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Attorneys for Plaintiff Pelican Equity, LLC

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

PELICAN EQUITY, LLC,

Plaintiff,

09 Civ. 5927 (NRB)

-against-

ROBERT V. BRAZELL, STEPHEN L. NORRIS,
TALOS PARTNERS, LLC, RAMA RAMACHANDRAN,
DARL McBRIDE, and BRYAN CAVE LLP,

**DECLARATION OF
ERIC ROSENBERG**

Defendants.

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

ERIC ROSENBERG hereby declares under penalty of perjury, pursuant to 28
U.S.C § 1746, as follows:

1. I am an attorney licensed to practice law before this Court and am of counsel
to the law firm of Altman & Company P.C., counsel for plaintiff Pelican Equity, LLC
("Pelican"). I submit this declaration in support of Pelican's motion to dismiss the amended

counterclaim asserted by defendants Robert Brazell, Stephen Norris, Rama Ramachandran, and Talos Partners, LLC (collectively, the “Talos Defendants”). Specifically, I submit it in order to present some exhibits to the Court, all of which are documents that the parties have submitted in this action.

2. Annexed hereto as Exhibit A is a true and correct copy of Pelican’s June 29, 2009 complaint.

3. Annexed hereto as Exhibit B is a true and correct copy of the Talos Defendants’ August 19, 2009 answer.

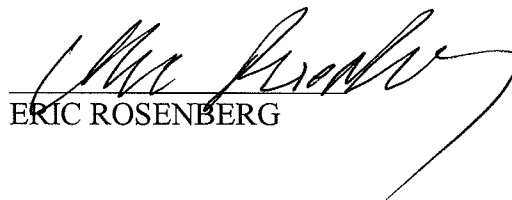
4. Annexed hereto as Exhibit C is a true and correct copy of Pelican’s September 18, 2009 First Amended Complaint.

5. Annexed hereto as Exhibit D is a true and correct copy of the Talos Defendants’ October 9, 2009 answer and counterclaim.

6. Annexed hereto as Exhibit E is a true and correct copy of the Talos Defendants’ counsel’s October 29, 2009 letter to the Court.

7. Annexed hereto as Exhibit F is a true and correct copy of the Talos Defendants’ November 13, 2009 answer and first amended counterclaim.

Dated: November 16, 2009


ERIC ROSENBERG