

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

PELICAN EQUITY, LLC,

Plaintiff,

- against -

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

Defendants.

09 CIV 5927 (NRB)
ECF Case

**DECLARATION OF
JAMES M. RINGER**

JAMES M. RINGER, under the penalties of perjury, declares:

1. I am a member of Meister Seelig & Fein LLP, counsel to Defendants Robert V. Brazell, Stephen L. Norris, Talos Partners, LLC, and Rama Ramachandran (collectively, "Talos Defendants"). I make this Declaration in support of Talos Defendants' response to the June 10, 2010 submission of Pelican Equity, LLC made in accordance with the May 20, 2010 oral argument before this Court.

2. The responses of the Talos Defendants and defendant Bryan Cave LLP reference many of the same documents. The Declaration of Samuel E. Bonderoff in Support of Defendant Bryan Cave LLP's Memorandum in Response to Plaintiff Pelican Equity, LLC's June 10, 2010 Submission Regarding Standing ("Bonderoff Declaration") attaches exhibits lettered A-H. To avoid needless duplication of voluminous documents, in their response the Talos Defendants refer to the exhibits attached to the Bonderoff Declaration, identifying them by the same Exhibit letter (A-H). As such, the exhibits listed below begin with "I".

3. Annexed hereto as **Exhibit I** is a copy of the Assignment Agreement entered into as of April 6, 2009 by and among (a) Mark H. Robbins, (b) American Institutional Partners, LLC (“AIP”), (c) AIP Funding, LLC, (d) Equitap, LLC, (e) Smarhedge, LLC, and (f) Seven Investments, LLC, (a)-(f) together as Assignors, and (g) Pelican Equity, LLC, as Assignee.

4. Annexed hereto as **Exhibit J** is a copy of an Order in the Fairstar Action, titled “Order Granting Motion for Alternative Service of Post-Judgment Writs and Orders and Restraint of Disposition of Properties,” signed by Judge Peuler on February 17, 2009.

5. Annexed hereto as **Exhibit K** is a copy of an Order in the Fairstar Action, titled “Charging Order Against Limited Liability Company Interests of Judgment Debtors (American Institutional Partners, LLC),” signed by Judge Peuler on February 19, 2009.

6. Annexed hereto as **Exhibit L** is a copy of an e-mail from Jeffrey M. Jones to David Wahlquist dated April 4, 2009, which was provided to us by counsel for Fairstar.

7. Annexed hereto as **Exhibit M** is a copy of the Notice of Constable Sale in relation to the Fairstar Action, giving notice of the May 18, 2010 constable’s public auction.

8. Annexed hereto as **Exhibit N** are two documents. The first is a copy of the entity information of DPR Management LLC that is provided on the official website of the Utah Department of Commerce. The “Business Entity Search” page of the website was accessed and printed June 15, 2010. The second document is a copy of the Articles of Organization of DPR Mangement, LLC, executed and adopted April 6, 2009 and filed

on with the Utah Department of Commerce, Division of Corporations and Commercial Code on April 6, 2009.

9. Annexed hereto as **Exhibit O** is a copy of the Chapter 11 Voluntary Petition of American Institutional Partners, LLC, entered on May 27, 2009 in the United States Bankruptcy Court, District of Utah (the "AIP Bankruptcy"), Case 09-25375.

10. Annexed hereto as **Exhibit P** is a copy of the Proof of Claim of Rama Ramachandran in the amount of \$416,148.28, filed in the AIP Bankruptcy on June 25, 2009.

11. Annexed hereto as **Exhibit Q** is a copy of the List of Creditors Holding 20 Largest Unsecured Claims, filed in the AIP Bankruptcy.

12. Annexed hereto as **Exhibit R** is a copy of the Proof of Claim of Darl McBride in the amount of \$236,827.74, filed in the AIP Bankruptcy on September 21, 2009.

I declare under the penalties of perjury that the foregoing is true and correct.

Executed: New York, New York
July 1, 2010


JAMES M. RINGER