

FOR COURT USE ONLY

ATTORNEY OR PARTY WITHOUT ATTORNEY (Name, State Bar number, and address):

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ATTORNEY FOR (Name): FRANK H. McCOURT, JR.

SUPERIOR COURT OF CALIFORNIA, COUNTY OF LOS ANGELES

STREET ADDRESS: 111 NORTH HILL STREET

MAILING ADDRESS: Same

CITY AND ZIP CODE: LOS ANGELES, CA 90012

BRANCH NAME: CENTRAL DISTRICT

PETITIONER/PLAINTIFF: JAMIE McCOURT

RESPONDENT/DEFENDANT: FRANK McCOURT

ORDER TO SHOW CAUSE

MODIFICATION

Child Custody

Visitation

Injunctive Order

Child Support

Spousal Support

Other (specify):

Attorney Fees and Costs See Attachment to Form FL-310

ORIGINAL FILED

JUL 15 2011

LOS ANGELES SUPERIOR COURT

CASE NUMBER:

BD 514 309

1. TO (name): Petitioner, JAMIE McCOURT, and to her Attorneys of Record:
2. YOU ARE ORDERED TO APPEAR IN THIS COURT AS FOLLOWS TO GIVE ANY LEGAL REASON WHY THE RELIEF SOUGHT IN THE ATTACHED APPLICATION SHOULD NOT BE GRANTED. If child custody or visitation is an issue in this proceeding, Family Code section 3170 requires mediation before or concurrently with the hearing listed below.

a. Date: **AUG 10 2011** Time: 8:30 a.m. Dept.: 88 Room:

b. The address of the court is same as noted above other (specify):

c. The parties are ordered to attend custody mediation services as follows:

3. THE COURT FURTHER ORDERS that a completed *Application for Order and Supporting Declaration* (form FL-310), a blank *Responsive Declaration* (form FL-320), and the following documents be served with this order:

- (1) Completed *Income and Expense Declaration* (form FL-150) and a blank *Income and Expense Declaration*
- (2) Completed *Financial Statement (Simplified)* (form FL-155) and a blank *Financial Statement (Simplified)*
- (3) Completed *Property Declaration* (form FL-160) and a blank *Property Declaration*
- (4) Points and authorities
- (5) Other (specify): **Declarations of Michael J. Litvack and Frank McCourt**

b. Time for service hearing is shortened. Service must be on or before (date):

Any responsive declaration must be served on or before (date):

c. You are ordered to comply with the temporary orders attached.

d. Other (specify):

Date:

JUL 15 2011

SCOTT M. GORDON

JUDICIAL OFFICER

NOTICE: If you have children from this relationship, the court is required to order payment of child support based on the incomes of both parents. The amount of child support can be large. It normally continues until the child is 18. You should supply the court with information about your finances. Otherwise, the child support order will be based on the information supplied by the other parent.

You do not have to pay any fee to file declarations in response to this order to show cause (including a completed *Income and Expense Declaration* (form FL-150) or *Financial Statement (Simplified)* (form FL-155) that will show your finances). In the absence of an order shortening time, the original of the responsive declaration must be filed with the court and a copy served on the other party at least nine court days before the hearing date. Add five calendar days if you serve by mail within California. (See Code of Civil Procedure 1005 for other situations.) To determine court and calendar days, go to www.courtinfo.ca.gov/selfhelp/courtcalendars/.



Request for Accommodations

Assistive listening systems, computer-assisted real-time captioning, or sign language interpreter services are available if you ask at least five days before the proceeding. Contact the clerk's office or go to www.courtinfo.ca.gov/forms for *Request for Accommodations by Persons With Disabilities and Response* (Form MC-410). (Civil Code, § 54.8.)

PETITIONER: JAMIE McCOURT	CASE NUMBER: BD 514 309
RESPONDENT: FRANK McCOURT	

APPLICATION FOR ORDER AND SUPPORTING DECLARATION

Petitioner Respondent Claimant **—THIS IS NOT AN ORDER—**
 requests the following orders:

1. CHILD CUSTODY To be ordered pending the hearing
- a. Child (name, age) b. Legal custody to
 (person who makes decisions
 about health, education, etc.) (name)
- c. Physical custody to
 (person with whom child lives.)
 (name)

Modify existing order
 (1) filed on (date):
 (2) ordering (specify):

As requested in form FL-311 FL-312 FL-341(C) FL-341(D) FL-341(E)

2. CHILD VISITATION To be ordered pending the hearing
- a. As requested in: (1) Attachment 2a (2) Form FL-311 (3) Other (specify):
- b. Modify existing order
 (1) filed on (date):
 (2) ordering (specify):
- c. One or more domestic violence restraining/protective orders are now in effect. (Attach a copy of the orders if you have one.) The orders are from the following court or courts (specify county and state):

(1) Criminal: County/state: _____ (3) Juvenile: County/state: _____
 Case No. (if known): _____ Case No. (if known): _____

(2) Family: County/state: _____ (4) Other: County/state: _____
 Case No. (if known): _____ Case No. (if known): _____

3. CHILD SUPPORT (An earnings assignment order may be issued.)
- a. Child (name, age) b. Monthly amount (if not by guideline)
- \$

c. Modify existing order
 (1) filed on (date):
 (2) ordering (specify):

4. SPOUSAL OR PARTNER SUPPORT (An earnings assignment order may be issued.)
- a. Amount requested (monthly): \$ c. Modify existing order
 (1) filed on (date): June 30, 2010
 (2) ordering (specify):
 See Attachment to Form FL-310
- b. Terminate existing order
 (1) filed on (date):
 (2) ordering (specify):
5. ATTORNEY FEES AND COSTS a. Fees: \$ b. Costs: \$

NOTE: To obtain domestic violence restraining orders, you must use the forms Request for Order (Domestic Violence Prevention) (form DV-100) and Temporary Restraining Order and Notice of Hearing (Domestic Violence Prevention) (form DV-110).

PETITIONER: JAMIE McCOURT	CASE NUMBER: BD 514 309
RESPONDENT: FRANK McCOURT	

6. PROPERTY RESTRAINT To be ordered pending the hearing
- a. The petitioner respondent claimant is restrained from transferring, encumbering, hypothecating, concealing, or in any way disposing of any property, real or personal, whether community, quasi-community, or separate, except in the usual course of business or for the necessities of life.
- The applicant will be notified at least five business days before any proposed extraordinary expenditures, and an accounting of such will be made to the court.
- b. Both parties are restrained and enjoined from cashing, borrowing against, canceling, transferring, disposing of, or changing the beneficiaries of any insurance or other coverage, including life, health, automobile, and disability, held for the benefit of the parties or their minor children.
- c. Neither party may incur any debts or liabilities for which the other may be held responsible, other than in the ordinary course of business or for the necessities of life.

7. PROPERTY CONTROL To be ordered pending the hearing
- a. The petitioner respondent is given the exclusive temporary use, possession, and control of the following property that we own or are buying (specify):

- b. The petitioner respondent is ordered to make the following payments on liens and encumbrances coming due while the order is in effect:

<u>Debt</u>	<u>Amount of payment</u>	<u>Pay to</u>
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See Attachment to Form FL-310

8. I request that time for service of the Order to Show Cause and accompanying papers be shortened so that these documents may be served no less than (specify number): _____ days before the time set for the hearing. I need to have the order shortening time because of the facts specified in the attached declaration.

9. OTHER RELIEF (specify):
See Attachment to Form FL-310.

10. FACTS IN SUPPORT of relief requested and change of circumstances for any modification are (specify):
 contained in the attached declaration
of Michael J. Litvack and Frank McCourt

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Date: July _____, 2011

FRANK McCOURT

(TYPE OR PRINT NAME)

See Attached Facsimile Signature

(SIGNATURE OF APPLICANT)

PETITIONER: JAMIE McCOURT	CASE NUMBER BD 514 309
RESPONDENT: FRANK McCOURT	

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- c. Neither party may incur any debts or liabilities for which the other may be held responsible, other than in the ordinary course of business or for the necessities of life.

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 contained in the attached declaration
of Michael J. Litvack and Frank McCourt

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Date: July 14th, 2011

FRANK McCOURT

(TYPE OR PRINT NAME)



(SIGNATURE OF APPLICANT)

2 **ATTACHMENT TO FORM FL-310**

3
4 1. On June 30, 2010, the Court ordered as follows:

5 a. "The court orders that as and for *pendente lite* spousal support the
6 Respondent shall pay to Petitioner the sum of \$225,000 per month. This sum shall be due ½ on
7 the 1st day of each month and ½ on the 15th day of each month....The Spousal Support order in
8 this matter is ordered to be treated as non-deductible." (Page 44, lines 15 - 18, and 24 - 25 of the
9 Order entered June 30, 2011).

10 b. "Pending trial regarding the characterization of the Agreements,
11 the Court orders that the Respondent pay the costs affiliated with the maintenance of the real
12 property in the monthly amount of \$412,159 [footnote omitted]. This includes (1) \$95,794 for
13 Charing Cross; (2) \$8,238 for Sunset; (3) \$135,358.00 for Malibu 1; (4) \$87,237.00 for Malibu
14 2; (5) \$73,592.00 for Cape Cod; (6) \$4,264.00 for Willowbend; and (7) \$7,676 for Vail [footnote
15 omitted]. The Respondent shall be entitled to claim any tax deductions related to the above order,
16 pending further order of the Court." (Page 45, lines 7 - 16 of the Order entered June 30, 2011).

17 c. "The above orders are made subject to reallocation and retroactivity
18 at time of trial or further order of the court." (Page 46, lines 24 - 25 of the Order entered June 30,
19 2011).

20 2. Respondent requests that the Order of June 30, 2010 be modified as
21 follows pursuant to Family Code §3603:

22 a. That the court modify the Order of June 30, 2010 and order
23 Respondent to pay spousal support to Petitioner based upon annual income to Respondent of
24 \$5,000,000, with the amount computed per the Dissomaster program according to proof as to
25 Petitioner's income and imputed income; and

26 b. That the Court modify the Order of June 30, 2010 and order that
27 Respondent is not ordered or obligated to pay any costs or expenses, including mortgage
28 payments, line of credit payments, property taxes, homeowner's insurance, repairs, and

2 maintenance, affiliated with the following real properties owned by Petitioner:

- 3 (1) 10231 Charing Cross Road, Los Angeles, California;
- 4 (2) 10201 Charing Cross Road, Los Angeles, California;
- 5 (3) 22426 Pacific Coast Highway, Malibu, California (“Malibu 1”);
- 6 (4) 22420 Pacific Coast Highway, Malibu, California (“Malibu 2”);
- 7 (5) 1524/1541 Main St., Cotuit, Massachusetts (the “Cotuit”
8 property);
- 9 (6) 101 Willowbend Dr., Mashpee, Massachusetts; and
- 10 (7) 174 East Gore Creek Dr. Unit 411 Vail, Colorado.

11 c. That, in order to protect Respondent’s credit, the Court order that
12 Petitioner is obligated to pay timely the mortgages, line of credit payments, property taxes and
13 homeowner’s insurance for the following real properties, all of which are subject to mortgages
14 or lines of credit on which Respondent is a signatory:

- 15 (1) 10231 Charing Cross Road, Los Angeles, California;
- 16 (2) 22426 Pacific Coast Highway, Malibu, California (“Malibu
17 1”);
- 18 (3) 22420 Pacific Coast Highway, Malibu, California (“Malibu
19 2”);
- 20 (4) 1524/1541 Main St., Cotuit, Massachusetts (the “Cotuit”
21 property); and
- 22 (5) 174 East Gore Creek Dr. Unit 411 Vail, Colorado) [The
23 Cotuit and Vail properties are security for the \$18,000,000 line of credit at Comerica in the
24 parties’ names].

25 d. In the alternative, if Petitioner contends that the seven properties
26 listed above are community property, or the Court deems them so, that the properties be listed for
27 sale and Petitioner be ordered to pay the expenses for the properties pending sale.

28 e. That the foregoing orders be made retroactive to the time of the

2 filing of this Order to Show Cause, with the Court continuing to reserve jurisdiction regarding
3 reallocation and retroactivity prior to the filing of this Order to Show Cause.
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2 **DECLARATION OF MICHAEL J. LITVACK**

3 I, Michael J. Litvack, declare as follows under the penalty of perjury:

4 1. I am the Director of Finance and Accounting for McCourt Group LLC, and have
5 held that position since August 2008. I oversee the day to day financial aspects of the McCourt
6 Entities, with the exception of LA Holdco LLC and its subsidiaries, Blue Landco LLC, Dodger
7 Dream Foundation, Inc. and ThinkCure, Inc. I also assist in managing the personal accounts of
8 Frank H. McCourt, Jr. I have personal knowledge of the facts set forth herein and, if called as a
9 witness, could and would testify competently thereto.10 2. Attached as Exhibit A to this declaration and incorporated herein by reference is
11 a true and correct copy of an organizational chart of all active companies owned or controlled by
12 Mr. McCourt.13 3. On June 27, 2011, Los Angeles Dodgers LLC, Los Angeles Dodgers Holding
14 Company LLC, LA Real Estate LLC, LA Real Estate Holding Company LLC, and LA Holdco
15 LLC filed for Chapter 11 bankruptcy protection. During the pendency of the bankruptcy (and for
16 the past year), the only outflows from those entities to Mr. McCourt or any McCourt-affiliated
17 entities are the lease payments made to Blue Landco LLC. Rent is paid by LA Real Estate LLC
18 to Blue Landco LLC which uses this inflow to service its outstanding debt. The remainder of the
19 funds are distributed to The McCourt-Broderick Limited Partnership LP ("TMBLP") which in
20 turn distributes funds to Mr. McCourt, to McCourt Group LLC and to The McCourt Company,
21 Inc. ("TMC"). In 2010, the total distribution payments received from TMBLP were
22 approximately \$13 million. The total rent payments to Blue Landco LLC in 2011 are budgeted
23 to be \$14 million.24 4. The \$14 million in annual rent that was budgeted to be paid by LA Real Estate
25 LLC to Blue Landco LLC in 2011 is expected to be used as follows: (a) \$3.84 million to service
26 the \$67 million Sovereign bank mortgage on the land owned by Blue Landco LLC,¹ (b) \$4.5327
28 ¹The Sovereign mortgage came due on June 30, 2011. Blue Landco LLC is currently finalizing an extension
with Sovereign. It is anticipated that the interest payments will increase by 100 basis points under the extension,
which would increase the debt service by approximately \$670,000 on an annual basis.

2 million to pay the operating costs and overhead of McCourt Group LLC and related entities, (c)
3 \$5.0 million in budgeted distributions to Mr. McCourt, (d) \$555,000 in budgeted distributions to
4 TMC and (e) approximately \$75,000 as a floating interest rate reserve buffer at Blue Landco. The
5 operating costs and overhead of McCourt Group LLC include the payment of annual salaries
6 totaling approximately \$2,200,000 to the following employees:

7 Jeffrey Ingram, Chief Operating Officer

8 Austin Regolino, Executive Vice President

9 Howard Sunkin, Senior Vice President

10 Drew McCourt, Vice President

11 Travis McCourt, Vice President

12 Michael Litvack, Director, Finance & Accounting

13 Mario Lainez, Senior Accountant

14 Mickey O'Rourke, Senior Accountant

15 Andrew Schimmel, Staff Accountant

16 Hannah Shearer, Executive Assistant

17 Lorraine Wong, Administrative Assistant

18 Christina Loreda, Receptionist

19 The McCourt Group LLC leases its offices from Southbrook Equities, LLC. The annual payments
20 under the lease are approximately \$478,000.

21 5. Blue Landco LLC does not generate any revenues other than the lease payments
22 from LA Real Estate LLC. Los Angeles Dodgers LLC manages the parking lots owned by Blue
23 Landco LLC and receives all parking lot revenues. Blue Landco LLC has two bank accounts with
24 balances of approximately \$1,354,000 as of June 30, 2011. Attached as Exhibit B and
25 incorporated herein by reference is a true and correct copy of Blue Landco LLC's most recent
26 financial statement.

27 6. McCourt College Street LLC is a wholly owned subsidiary of Blue Landco LLC.
28 Its sole asset is an office/warehouse facility located on Figueroa Terrace in Los Angeles,

2 California. The office is the corporate headquarters for LA Marathon LLC, which also uses its
3 warehouse space for storage of event related items. The warehouse is also used to store business
4 records for McCourt Group LLC and its affiliates. The College Street facility is part of the
5 collateral for the \$67 million promissory note issued by Blue Landco LLC in favor of Sovereign
6 Bank. McCourt College Street LLC does not have any bank accounts, income, or separate
7 financial statements.

8 7. FJM Blue LLC is a company whose sole asset is an undeveloped investment
9 property in Yellowstone Ranch, Montana (the "Yellowstone Property"). The Yellowstone
10 Property is encumbered by a \$2.8 million mortgage from Broadway Federal. The Yellowstone
11 Property has been on the market for the past nine months, but no offers have been made. The
12 original listing price was \$18,500,000, and was subsequently reduced to \$12,000,000. FJM Blue
13 LLC does not have any bank accounts, income, or separate financial statements.

14 8. LA Marathon LLC owns and operates the Los Angeles Marathon. Attached as
15 Exhibit C and incorporated herein by reference is a true and correct copy of the most recent
16 financial statement for LA Marathon LLC. LA Marathon LLC's cash position as of June 30, 2011,
17 was approximately \$200,000.

18 9. John McCourt Company LLC ("JMC") is a company set up to manage the
19 development of the "Next 50" project, which was a planned development of the property
20 surrounding Dodger Stadium. Those plans have been put on hold. While JMC previously received
21 management fees from Los Angeles Dodgers LLC to manage this project, no fees have been paid
22 for over a year and there is no management contract in place. All of John McCourt Company LLC
23 bank accounts have been closed and it has zero cash balances. JMC does not receive revenues or
24 income from any source, does not have any employees, and does not issue separate financial
25 statements. It is operationally inactive at this time.

26 10. Elysian Park Productions LLC is operationally inactive. It does not have any
27 employees, revenues, income, bank accounts, or financial statements.

28 ///

2 11. LA Partners LLC is a holding company for the LA Holdco LLC. It has no assets
3 apart from its interest in LA Holdco LLC (which is in bankruptcy), and does not receive any
4 income or revenues from any source. LA Partners LLC does not have any bank accounts and it
5 does not issue separate financial statements. LA Partners currently has approximately \$9.8 million
6 in debt outstanding.

7 12. McCourt Group LLC is the operational parent for all of the McCourt Entities.
8 McCourt Group LLC has three bank accounts with approximately \$1,353,000 in funds as of June
9 30, 2011. McCourt Group LLC receives approximately \$14,000 a month in income. McCourt
10 Group LLC does not issue separate financial statements. It is a subsidiary of TMBLP, and the
11 financial information of McCourt Group LLC is included in the TMBLP Balance Sheet and
12 Statement of Operations (Exhibit D), as is the financial information of LA Marathon LLC, Blue
13 Landco LLC and the Dodger entities.

14 13. The McCourt Broderick Limited Partnership ("TMBLP") does not have any assets
15 apart from its equity interest in LA Partners LLC, McCourt Group LLC, Blue Landco LLC, FJM
16 Blue LLC, JMC, and LA Marathon LLC. TMBLP does not maintain any bank accounts. TMBLP
17 has approximately \$10 million in debt, consisting of a term loan from Octavian Advisors entered
18 into in 2008. TMBLP does not receive any income or revenues apart from distributions from its
19 subsidiaries. Attached as Exhibit D and incorporated herein by reference is a true and correct copy
20 of the most recent consolidated financial statements for TMBLP.

21 14. The McCourt Company, Inc. ("TMC") does not have any non-cash assets apart
22 from (a) its 10% membership interest in TMBLP, and (b) approximately \$7.2 million in
23 promissory notes owed by McCourt Group LLC to TMC for moneys advanced for operational
24 costs. TMC has one bank account with approximately \$3,009,000 in funds, \$3,000,000 of which
25 serves as a liquidity requirement on the Sovereign loan and cannot be used for any other purposes.
26 TMC does not receive any income or revenues apart from distributions from TMBLP.

27 ///

28 ///

2 15. Based upon my review of the McCourt Entities and Respondent's financial records
3 and information as the Director of Finance and Accounting for McCourt Group LLC, I prepared
4 the following schedules to provide information to the court:

5 a. Attached as Exhibit E and incorporated herein by reference, is the schedule
6 "Frank H. McCourt, Jr. Sources & Uses of Cash, July 1, 2010 thru June 30, 2011," which I
7 prepared to show the distributions and loans to Mr. McCourt during the twelve months ended
8 June 30, 2011, and the expenditure of funds by Mr. McCourt during this period. Attached to the
9 schedule is the detail of the funds paid to Mr. McCourt.

10 b. Attached as Exhibit F and incorporated herein by reference is a schedule I
11 prepared summarizing the proceeds received from the sale of the Cabo property and the use of
12 same.

13 d. Attached as Exhibit G and incorporated herein by reference is a schedule I
14 prepared summarizing per property the payments Mr. McCourt has made on the Charing Cross,
15 Malibu, Cotuit, and Vail properties during the twelve month period ending June 30, 2011. This
16 schedule does not include the property maintenance payments, which totaled \$361,056 during this
17 period, as those payments have not been segregated per property.

18 16. Mr. McCourt maintains one bank account in his name. His distribution for July was
19 deposited into this account on July 11, 2011. As of July 12, 2011 the balance in the account was
20 \$350,588.

21
22 I declare under the penalty of perjury that the forgoing is true and correct.
23 Executed this 14th day of July, 2011, at Los Angeles, California.

24
25 
26 _____
27 Michael J. Litvack

2 **DECLARATION OF FRANK H. McCOURT, Jr.**

3 I, FRANK H. McCOURT, Jr., declare as follows:

4 1. I am the Respondent in the above-entitled action. I have firsthand, personal
5 knowledge of the facts stated herein, and if called as a witness, I could and would competently
6 testify thereto. I submit this Declaration in support of my Order to Show Cause requesting that
7 the Court modify the support order entered in this proceeding on June 30, 2010.

8 2. As I have previously testified, I am personally a 90% limited partner of The
9 McCourt Broderick Limited Partnership (TMBLP). The general partner of this partnership
10 (which owns the other 10% of TMBLP) is The McCourt Company, Inc. (TMC), which is solely
11 owned by me. TMBLP is the ultimate owner of Los Angeles Dodgers LLC (which owns the Los
12 Angeles Dodgers baseball club), LA Real Estate LLC (which owns Dodger Stadium and the land
13 beneath and immediately surrounding it), and Blue Landco LLC (which owns approximately 250
14 acres surrounding Dodger Stadium). Attached as Exhibit "A" and incorporated herein by
15 reference, is a true and correct copy of an organizational chart showing the ownership of the
16 various entities.

17 3. I receive no salary from the Los Angeles Dodgers or any other entity
18 which I own or in which I have an interest.

19 4. My only source of personal cash flow is the distributions I receive from
20 TMBLP and TMC. I receive no income or personal cash flow from any other source, other than
21 some nominal interest from my personal bank account.

22 5. The source of the distributions to me is the remainder of the rent that is
23 paid from LA Real Estate LLC to Blue Landco LLC. LA Real Estate LLC leases the land
24 surrounding Dodger Stadium from Blue Landco LLC. Blue Landco LLC pays the debt service
25 on the land and sends the remainder of the rent to TMBLP as a distribution. TMBLP then
26 contributes the rent to the various McCourt entities for payment of expenses and the remainder
27 is paid to me, as more fully described in the declaration of Michael J. Litvack filed herewith.

28 6. The rent paid by LA Real Estate LLC to Blue Landco LLC is \$14,000,000,

2 per annum. Although Blue Landco LLC and LA Real Estate LLC are parties to a lease calling
3 for slightly higher payments (\$16,464,000 in 2010 and approximately \$17,200,000 in 2011),
4 Major League Baseball (MLB) has approved the payment of only \$14,000,000 in annual rent.
5 The \$14,000,000 rent is reflected on the budget of Blue Landco LLC and reported to the lender
6 (Sovereign Bank). The \$14,000,000 rent is also reflected in the budgets provided by LA Real
7 Estate LLC to its debtor-in-possession lender. Furthermore, LA Real Estate LLC cannot afford
8 to pay more in rent, particularly now that it is in bankruptcy (as described below).

9 7. \$14,000,000 was also the amount of rent paid to Blue Landco LLC in 2010.
10 However, in order to permit me to meet my obligations, including those pursuant to the Court's
11 June 30, 2010 Order, in the fall of 2010 I caused four months of rent payments to be prepaid to
12 Blue Landco LLC. I received an advance of four months distributions from those proceeds.
13 Accordingly, as shown on Exhibit "E" to Mr. Litvack's Declaration, my total distributions from
14 2010 were \$6,250,000, as opposed to \$5,000,000 (as had originally been budgeted). As discussed
15 below, no such advance can be made in 2011 because of LA Real Estate LLC's pending
16 bankruptcy. The four months of prepaid rent remains on Blue Landco LLC's books, and will
17 need to be deducted from rent payments at some point in the future.

18 8. The amount I am budgeted to receive from the \$14,000,000 in annual rent
19 in 2011 is \$5,000,000. I have received distributions totaling \$2,500,000 for the period from
20 January 1, 2011 through June 30, 2011. I received my distribution for July, 2011 on July 11,
21 2011, resulting in total distributions to me in 2011 to date of \$2,916,668. The remainder to be
22 paid to me for 2011 is \$2,083,333, which I expect to receive monthly, with the next distribution
23 taking place in August, 2011.

24 9. In June 2011, Los Angeles Dodgers LLC, Los Angeles Dodgers Holding
25 Company LLC, L.A. Real Estate LLC, L.A. Real Estate Holding Company LLC, and L.A. Hold
26 Co. LLC (collectively, the "Dodger Entities") filed for bankruptcy protection under Chapter 11
27 of the United States Bankruptcy Code, and bankruptcy proceedings are currently pending in the
28 United States Bankruptcy Court for the District of Delaware. The Dodger Entities filed a motion

2 to approve the continued payment of employees in the ordinary course of business. This did not
3 include a request for the payment of any salary to me, as I have not received a salary since 2004.

4 10. During the pendency of the bankruptcy, the only money being paid by the
5 Dodger Entities to any of the McCourt Entities are the rent payments made to Blue Landco LLC
6 for the parking lots and land surrounding Dodger Stadium. As an equity holder with rights or
7 priority beneath those of creditors, it is my understanding and expectation that I am not entitled
8 to receive distributions from the Dodger Entities during the pendency of the bankruptcy.
9 Furthermore, it is my understanding and expectation that the Dodger Entities cannot advance any
10 rent payments to Blue Landco LLC (as they did in 2010) absent bankruptcy court approval.

11 11. In order to meet my support and maintenance obligations under the Court's
12 June 30, 2010 Order, to pay my legal fees and other expenses to fund the operations of the Los
13 Angeles Dodgers LLC and other McCourt entities, in the twelve month period ending on June 30,
14 2011 I have had to personally borrow over \$33,000,000 of which \$32,268,192 remains
15 outstanding, as follows:

16 a. \$30,000,000 loan from Fox dated April 13, 2011, which is secured
17 by my malpractice claim against the Bingham, McCutchen law firm. \$23,500,000 of the proceeds
18 of this loan were used to make a capital infusion into Los Angeles Dodgers LLC and affiliated
19 entities.

20 b. \$650,000 from Franklin Weigold.

21 c. \$650,000 from Paul and Linda Carter.

22 d. \$968,192 from the McCourt Group.

23 12. For the period July 1, 2010 through June 30, 2011, I have paid total direct
24 spousal support to Petitioner of \$2,700,000, non-taxable (\$225,000 per month). This does not
25 include the retroactive support paid to Petitioner (including the sales proceeds from the Cabo
26 land), in the amount of \$2,122,484. In addition, pursuant to the Court's June 30, 2010 Order, I
27 have paid \$5,060,093 for the debt service payments, property tax payments, homeowner's
28 insurance payments, homeowner's fees, and property maintenance for Petitioner's two properties

2 on Charing Cross in Los Angeles, Petitioner's two properties in Malibu, Petitioner's property in
3 Cape Cod (the Cotuit property), and the Vail property, during the same twelve month period.

4 13. To my knowledge, Petitioner has not taken any action to sell any of these
5 properties, except for the Cotuit property. To my knowledge, Petitioner has not taken any action
6 to rent any of these properties. To my knowledge, Petitioner continues to live in the Malibu
7 homes, and to use the main Charing Cross property to swim. To my knowledge, Petitioner has
8 not taken any action to borrow money secured by these properties to meet her expenses. I have
9 only been able to make the payments on the properties by borrowing money.

10 14. These seven properties are all titled in Petitioner's name. They were titled
11 in this manner with my consent and knowledge for the same reason as the Los Angeles Dodgers
12 and other business assets were titled in my name: to preserve separate ownership and control.
13 Attached as Exhibit "H" and incorporated herein by reference, is a true and correct copy of the
14 Deed and Quitclaim Deed for the Charing Cross property at 10231 Charing Cross Road.
15 Attached hereto as Exhibit "I" and incorporated herein by reference, is a true and correct copy of
16 the Deed and Quitclaim Deed for the Charing Cross property at 10201 Charing Cross Road
17 (which has been referred to as the "Sunset" property). Attached as Exhibit "J" and incorporated
18 herein by reference, is a true and correct copy of the Deed and Quitclaim Deed for the Malibu
19 property at 22426 Pacific Coast Highway (which has been referred to as "Malibu 1" in these
20 proceedings). Attached hereto as Exhibit "K" and incorporated herein by reference, is a true and
21 correct copy of the Deed and Quitclaim Deed for the Malibu property located at 22420 Pacific
22 Coast Highway (which has been referred to as "Malibu 2" in these proceedings). Attached hereto
23 as Exhibit "L" and incorporated herein by reference, is a true and correct copy of the Assignment
24 of Beneficial Interest for the Trust that owns the Cotuit property in Cape Cod. Attached hereto
25 as Exhibit "M" and incorporated herein by reference, is a true and correct copy of the Deed for
26 the property in Cape Cod located at 101 Willowbend Drive, Mashpee, Massachusetts. Attached
27 hereto as Exhibit "N" and incorporated herein by reference, is a true and correct copy of the Deed
28 for the condominium in Vail, 174 East Gore Creek Dr., Unit 411, Vail, Colorado.

2 15. I do not believe I should be required to continue to pay the expenses
3 associated with these properties, nor am I in a financial position to do so. I do not believe I
4 should be required to pay any sum in connection with these properties. I simply cannot afford to
5 support Petitioner's lifestyle any longer. As I am an obligor on the mortgages for the Charing
6 Cross and Malibu properties, and on the line of credit secured by the Vail and Cotuit properties,
7 I request that the Court order Petitioner to pay timely the mortgages and the line of credit secured
8 by these properties, and the property taxes and insurance for the properties. To the extent that
9 Petitioner contends that these seven properties are community properties, or this Court deems
10 them so, I request that they be sold immediately.

11 16. As noted above, over the past twelve months I have paid \$5,060,093 to
12 maintain Petitioner's properties and I have paid \$2,700,000 in temporary support to Petitioner,
13 which totals \$7,760,093. During that same time period, I have spent \$600,642 on my own
14 personal expenses and lodging (excluding \$235,839 in costs incurred with a cancelled
15 condominium purchase). None of the amounts above include attorneys' fees or litigation costs
16 for either party.

17 17. I request that the Court modify its Order of June 30, 2010 to provide an
18 amount of support payable by me to Petitioner based upon my gross income of \$5,000,000
19 annually, after considering Petitioner's income and the income she could earn from renting or
20 selling her properties. I further request that the Court modify its order to provide that I am no
21 longer responsible to pay the expenses on Petitioner's properties, and either (a) order Petitioner
22 to make the mortgage, insurance and property tax payments on her properties, as we are joint
23 obligors on those mortgages, or (b) order those properties sold to the extent Petitioner contends
24 that the properties are community property, or this Court deems them so.

25 I declare, under penalty of perjury, under the laws of the State of California, that the
26 foregoing is true and correct.

27 Executed July __, 2011 at Los Angeles, California.

28 *See attached signature.*
FRANK H. McCOURT, Jr.

2 15. I do not believe I should be required to continue to pay the expenses
3 associated with these properties, nor am I in a financial position to do so. I do not believe I
4 should be required to pay any sum in connection with these properties. I simply cannot afford to
5 support Petitioner's lifestyle any longer. As I am an obligor on the mortgages for the Charing
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21 longer responsible to pay the expenses on Petitioner's properties, and either (a) order Petitioner
22 to make the mortgage, insurance and property tax payments on her properties, as we are joint
23 obligors on those mortgages, or (b) order those properties sold to the extent Petitioner contends
24 that the properties are community property, or this Court deems them so.

25 I declare, under penalty of perjury, under the laws of the State of California, that the
26 foregoing is true and correct.

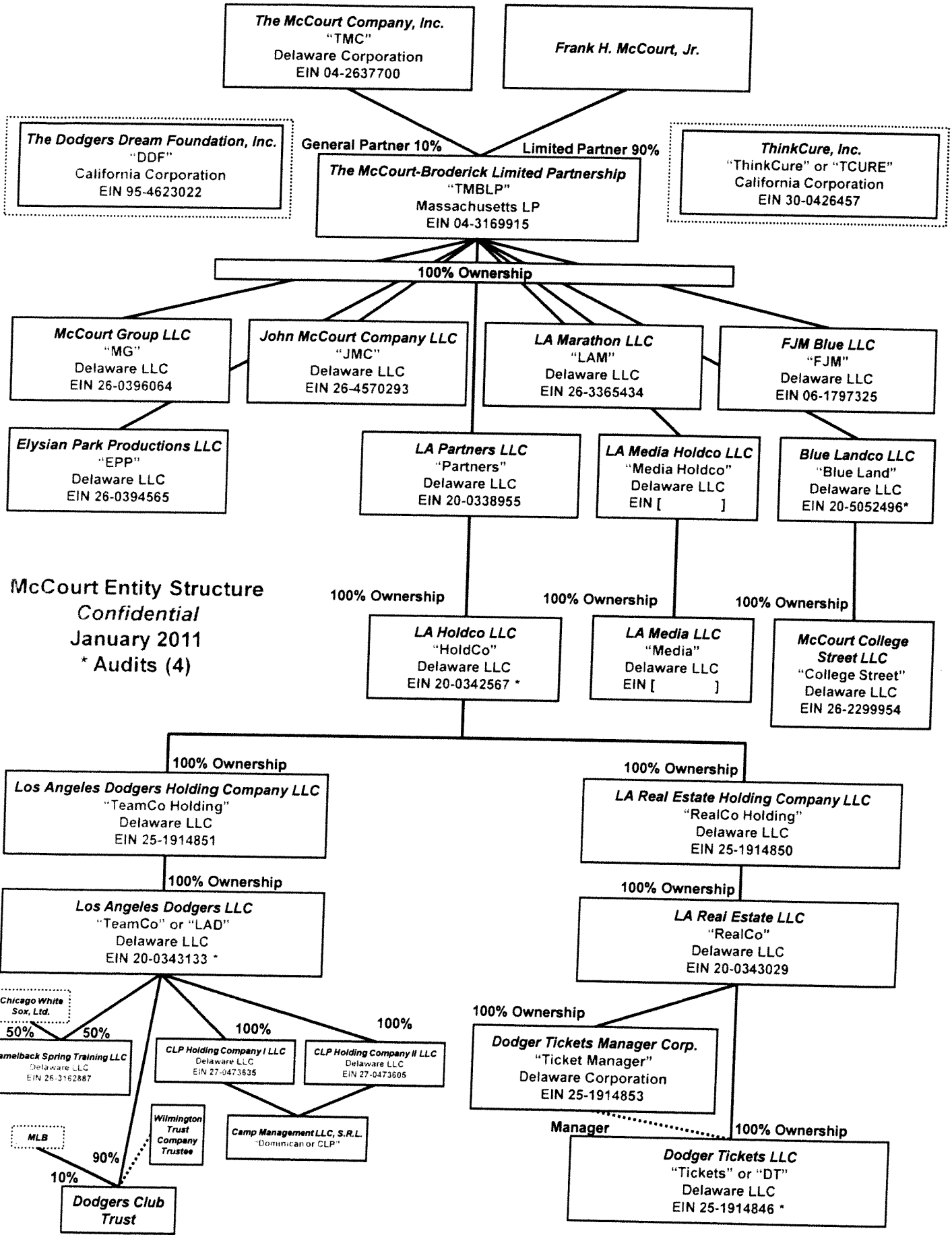
27 Executed July 14, 2011 at Los Angeles, California.

28 
FRANK H. McCOURT, Jr.

Page 5

DECLARATION OF FRANK H. McCOURT, Jr.

Exhibit A



McCourt Entity Structure
 Confidential
 January 2011
 * Audits (4)

Exhibit B

BLUE LANDCO, LLC**UNAUDITED****BALANCE SHEET****MARCH 31, 2011****ASSETS**

CURRENT ASSETS:

Cash and cash equivalents	\$	1,877,932
Total current assets		1,877,932

PROPERTY AND EQUIPMENT-Net		77,178,677
----------------------------	--	------------

TOTAL	\$	79,056,609
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LIABILITIES AND MEMBER'S EQUITY

CURRENT LIABILITIES

Deferred Revenue	\$	4,666,667
Accrued expenses		147,208
Current portion of long term debt		66,613,595

Total current liabilities	\$	71,427,470
---------------------------	----	------------

Total liabilities		71,427,470
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MEMBER'S EQUITY:

Capital distributions		(44,761,099)
Retained earnings		52,390,238

Total member's equity		7,629,139
-----------------------	--	-----------

TOTAL	\$	79,056,609
-------	----	------------

BLUE LANDCO, LLC

UNAUDITED

STATEMENT OF OPERATIONS

**FOR THE TWELVE
MONTHS ENDED
MARCH 31, 2011**

REVENUES:

Rental Income	\$ 16,464,000
Total revenues	<u>16,464,000</u>

EXPENSES:

General and administrative	3,610
Interest Expense	<u>1,732,511</u>
Total expenses	<u>1,736,121</u>

NET INCOME	<u><u>\$ 14,727,879</u></u>
------------	-----------------------------

Exhibit C

LA MARATHON LLC**UNAUDITED****BALANCE SHEET****MARCH 31, 2011****ASSETS**

CURRENT ASSETS:

Cash and cash equivalents	\$	1,155,291
Receivables		1,131,936
Total current assets		2,287,227

PROPERTY AND EQUIPMENT-Net		120,164
----------------------------	--	---------

OTHER ASSETS -Net		354,147
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TOTAL	\$	2,761,538
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LIABILITIES AND MEMBER'S DEFICIT

CURRENT LIABILITIES

Accounts payable and accrued expenses	\$	2,560,801
Deferred Revenue		18,516
Due to Affiliates		3,801,139

Total current liabilities	\$	6,380,456
---------------------------	----	-----------

Total liabilities		6,380,456
-------------------	--	-----------

MEMBER'S DEFICIT:

Accumulated defecit		(3,618,918)
---------------------	--	-------------

Total member's deficit		(3,618,918)
------------------------	--	-------------

TOTAL	\$	2,761,538
-------	----	-----------

LA MARATHON LLC**UNAUDITED****STATEMENT OF OPERATIONS****FOR THE TWELVE
MONTHS ENDED
MARCH 31, 2011****REVENUES:**

Registration and Sponsorship revenue	\$ 6,058,230
Total revenues	<u>6,058,230</u>

EXPENSES:

Operations	3,842,708
General and administrative	1,170,651
Sales and marketing	1,019,448
Interest expense	<u>1,380,397</u>
Total expenses	<u>7,413,204</u>

NET LOSS	\$ <u>(1,354,974)</u>
-----------------	------------------------------

Exhibit D

**THE McCOURT BRODERICK LIMITED PARTNERSHIP
CONSOLIDATED BALANCE SHEET
AS OF MARCH 31, 2001**

UNAUDITED

ASSETS

CURRENT ASSETS:

Cash and cash equivalents	\$	14,228,000
Restricted cash		4,120,000
Receivables		19,337,000
Prepaid expenses		15,195,000

Total current assets 52,880,000

PROPERTY AND EQUIPMENT-Net 254,808,000

OTHER ASSETS AND PLAYERS' ACQUISITION COSTS-Net 86,731,000

INTANGIBLE ASSETS-Net 17,110,000

FRANCHISE 11,733,000

TOTAL \$ 423,262,000

LIABILITIES AND MEMBER'S DEFICIT

CURRENT LIABILITIES:

Accounts payable	\$	2,069,000
Accrued expenses		19,806,000
Deferred income		128,940,000
Players' salaries payable		21,743,000
Revenue sharing liability		679,000
Due to affiliates		655,000
Current portion of long-term debt		79,430,000
Salaries and bonuses payable		102,000

Total current liabilities 253,424,000

DEFERRED COMPENSATION 28,183,000

OTHER LIABILITIES 5,854,000

LONG-TERM DEBT 432,473,000

Total liabilities 719,934,000

COMMITMENTS AND CONTINGENCIES -

MEMBER'S DEFICIT:

Capital contributions	45,008,000
Accumulated other comprehensive income	458,000
Accumulated deficit	(342,138,000)

Total member's deficit (296,672,000)

TOTAL \$ 423,262,000

**THE McCOURT BRODERICK LIMITED PARTNERSHIP
CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE TWELVE MONTHS ENDED MARCH 31, 2011**

UNAUDITED

**FOR THE TWELVE
MONTHS ENDED
MARCH 31, 2011**

REVENUES:	
Ticket sales-net	\$ 102,938,000
Broadcasting	49,853,000
Sponsorship and advertising	31,676,000
Concession sales	25,252,000
Major league central fund & other	20,881,000
Luxury suites	21,036,000
Parking revenue	12,405,000
Other income	9,993,000
National licensing	7,895,000
Spring training	4,587,000
	<hr/>
Total revenues	286,516,000
	<hr/>
COSTS AND EXPENSES:	
Baseball operations	147,554,000
Games and grounds operations	51,259,000
General and administrative	38,747,000
Revenue sharing	26,100,000
Marketing and public relations	11,570,000
Amortization of intangible assets	3,517,000
Other operations	
	<hr/>
Total costs and expenses	278,747,000
	<hr/>
INCOME FROM OPERATIONS	7,769,000
	<hr/>
OTHER INCOME (EXPENSE):	
Dividend and interest income	108,000
Interest expense	(35,914,000)
Change in value of interest rate swap	432,000
Equity in income of joint venture	922,000
Other income	1,953,000
	<hr/>
Other expense—net	(32,499,000)
	<hr/>
NET LOSS	\$ (24,730,000)
	<hr/>

Exhibit E

Frank H. McCourt, Jr.
Sources & Uses of Cash
July 1, 2010 thru June 30, 2011

Cash Sources:

Distributions from TMBLP	\$ 6,250,001	
Amounts borrowed:		
Businesses (Mccourt Group) - net	\$ 968,191	
Franklin Weigold	\$ 650,000	
Paul Carter	\$ 650,000	
Fox	\$ 30,000,000	
Cabo sales proceeds (distributed to J. McCourt)	\$ 1,874,450	
Interest	\$ 1,496	
Total Incoming Cash		\$ 40,394,138

Cash Uses:

Court ordered - Spousal support	\$ 2,700,000	
Court ordered - Mortgage payments	\$ 2,969,487	
Court ordered - Property taxes	\$ 1,487,299	
Court ordered - H/O Insur	\$ 169,362	
Court ordered - Property maintenance	\$ 361,056	
Court ordered - HOA	\$ 72,889	
Court ordered - Retroactive support	\$ 2,122,484	
Divorce - Legal	\$ 3,628,786	
Divorce - Accounting / Tax fees	\$ 318,433	
Divorce - Professional / Consulting fees	\$ 1,017,071	
Divorce - Document Production & Trial Support	\$ 199,452	
Repayment to DDF on behalf of J. McCourt & C. Steinberg	\$ 122,352	
Loan repayments	\$ 661,400	
Capital infusion into LAD	\$ 23,500,000	
Costs incurred in connection with a cancelled condominium purchase	\$ 235,839	
Expenses for four sons (tuition, misc.)	\$ 94,865	
Personal - Credit Card payments	\$ 220,534	
Personal - Reimbursements	\$ 300,534	
Personal - Medical	\$ 23,722	
Personal - Misc.	\$ 55,852	
Total Outgoing Cash		\$ 40,261,418

Frank H. McCourt, Jr.
 Summary of Incoming Funds
 July 1, 2010 thru June 30, 2011

Date	Payee	Description	Distributions	Sale of Assets	Business Borrowing	3rd Party Borrowing
7/2/10	Blue Landco	Aug distribution	\$ 416,667			
7/2/10	Paul & Linda Carter	Loan				\$ 650,000
7/6/10	Franklin Weigold	Loan				\$ 150,000
8/4/10	Blue Landco	September distribution	\$ 416,667			
8/26/10	Franklin Weigold	Loan				\$ 500,000
		FHM share of Cabo sales proceeds immediately wired to Jamie for retroactive support prmts		\$ 1,874,450		
8/31/10	Cabo sales proceeds			\$ 1,874,450		
9/1/10	Blue Landco	October distribution	\$ 416,667			
9/9/10	McCourt LLC	Loan			\$ 90,000	
9/20/10	Blue Landco	Nov & Dec distributions	\$ 833,333			
10/8/10	Blue Landco	Distribution	\$ 1,250,000			
10/25/10	McCourt Group LLC	Borrowing			\$ 102,000	
11/12/10	McCourt Group LLC	Borrowing			\$ 40,000	
11/29/10	McCourt Group LLC (via LAM)	Borrowing			\$ 350,000	
12/8/10	McCourt Group LLC	Borrowing			\$ 750,000	
12/17/10	Blue Landco	Distribution	\$ 416,667			
12/22/10	McCourt Group LLC	Borrowing			\$ 300,000	
1/24/11	Blue Landco	FY2011 Jan distribution	\$ 416,667			
1/25/11	McCourt Group LLC	Borrowing			\$ 200,001	
2/3/11	Blue Landco	FY2011 Feb distribution	\$ 416,667			
2/18/11	McCourt Group LLC	Borrowing			\$ 150,000	
3/3/11	Blue Landco	FY2011 Mar distribution	\$ 416,667			
3/16/11	McCourt Group LLC	Borrowing			\$ 150,000	
4/7/11	Blue Landco	FY2011 Apr distribution	\$ 416,668			
4/7/11	McCourt Group LLC	Borrowing			\$ 200,000	
4/13/11	Fox	Borrowing				\$ 30,000,000
5/2/11	Blue Landco	FY2011 May distribution	\$ 416,667			
6/9/11	Blue Landco	FY2011 June distribution	\$ 416,667			
	Total inflows		\$ 6,250,001	\$ 1,874,450	\$ 2,332,001	\$ 31,300,000
	Total Borrowings					\$ 33,632,001

Exhibit F

Frank H. McCourt, Jr.
Summary of Cabo Sale & Use of Proceeds

Cabo sales proceeds		\$ 4,874,450.00
<u>Use of Cabo sales proceeds:</u>		
Wired to Wasser Cooperman & Carter client account (J. McCourt attorney)	3,000,000.00	
Wired to J. McCourt directly	<u>1,874,450.00</u>	
Total		<u><u>\$ 4,874,450.00</u></u>

The Cabo property was sold in August 2010. Per the stipulated court order, Jamie received \$3 million for payment of her attorneys' fees and Frank received the remainder of the proceeds, which totaled \$1,874,450. Frank then used his portion of the proceeds to offset the amount owed to Jamie (subject to later reallocation and credit) for retroactive support and maintenance, payment of which was due on September 1, 2010 pursuant to the court order, thus all \$4,874,450 of the Cabo proceeds went to Jamie.

Exhibit G

Frank H. McCourt, Jr.
 Summary of Outgoing Funds by Property
 July 1, 2010 thru June 30, 2011

Description	Charing						Total	Per Summary
	Cross	Malibu #1	Malibu #2	Cotuit	Vall	Other		
Mortgage payments	418,595	1,210,511	852,666	487,715			2,969,487	2,969,487
Property tax payments	577,357	468,814	326,688	76,205	38,236		1,487,299	1,487,299
H/O insurance payments	148,698			13,103		7,561	169,362	169,362
HOA fees				1,000	71,889		72,889	72,889

Exhibit H

This page is part of your document - DO NOT DISCARD

04 1532036

RECORDED/FILED IN OFFICIAL RECORDS
RECORDER'S OFFICE
LOS ANGELES COUNTY
CALIFORNIA
06/16/04 AT 08:00am

TITLE(S) : DEED



FEE

FEE \$10 E
2

D.T.T

CODE
20

CODE
19

CODE
9

NOTIFICATION SENT-\$4

Assessor's Identification Number (AIN)
To be completed by Examiner OR Title Company in black ink.

Number of AIN's Shown

2059 - 011 - 010

001

THIS FORM NOT TO BE DUPLICATED

6/16/04

04 1532036

2

WHEN RECORDED MAIL TO:
BINGHAM McCUTCHEN LLP
Aaftab Esmail, Esq.
355 S. Grand Ave., Suite 4400
Los Angeles, CA 90071

MAIL TAX STATEMENTS TO:
Jamie McCourt
10231 Charing Cross Road
Los Angeles, CA 90024

SPACE ABOVE THIS LINE FOR RECORDER'S USE

GRANT DEED

A.P.N. 4359-11-10

THE UNDERSIGNED DECLARES THAT THE DOCUMENTARY
TRANSFER TAX IS \$0.00. This conveyance transfers an
interest out of a Revocable Living Trust, R&T 11930.

THERE IS NO CONSIDERATION FOR THIS TRANSFER

**Aaftab Esmail as Trustee of the 10231 Charing Cross Road Trust dated April 5,
2004 (Grantor),**


hereby GRANT(S) to

Jamie McCourt, a Married Woman, as her sole and separate property (Grantee),

That certain real property situated on Lot 10 of Tract No. 9061, in the City of Los Angeles,
County of Los Angeles, State of California as per map recorded in Book 121, Pages 64 to 66,
Inclusive of Maps in the Office of the County Recorder of said County.

Dated: April 29, 2004

Aaftab Esmail as Trustee of the 10231 Charing Cross
Road Trust dated April 5, 2004



Aaftab Esmail, Trustee

ACCOMMODATION ONLY

6/16/04

3

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES)

On April 29, 2004, before me, MITZI M. BARANDA, Notary Public, personally appeared Aaftab Esmail, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Mitzi M. Baranda



04 1532036

This page is part of your document - DO NOT DISCARD

1

04 1532037

RECORDED/FILED IN OFFICIAL RECORDS
RECORDER'S OFFICE
LOS ANGELES COUNTY
CALIFORNIA
06/16/04 AT 08:00am

TITLE(S) : DEED



FEE



D.T.T

CODE
20

CODE
19

CODE
9

NOTIFICATION SENT-\$4

Assessor's Identification Number (AIN)
To be completed by Examiner OR Title Company in black ink.

Number of AIN's Shown

4359 - 011 - 010

001

THIS FORM NOT TO BE DUPLICATED

6/16/04

04 1532037

2

WHEN RECORDED MAIL TO:
Aaftab Esmail, Esq.
Bingham McCutchen LLP
355 South Grand Avenue, Suite 4400
Los Angeles, CA 90071

MAIL TAX STATEMENTS TO:
Jamie McCourt
10231 Charing Cross Road
Los Angeles, CA 90024

DOCUMENTARY TRANSFER TAX \$0.00 This conveyance
establishes sole and separate property of a spouse, R & T 11911

SPACE ABOVE THIS LINE FOR RECORDER'S USE

QUITCLAIM DEED

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,

FRANK McCOURT, a Married Man ("Grantor"),

do(es) hereby REMISE, RELEASE AND FOREVER QUITCLAIM to

JAMIE McCOURT, a Married Woman, as her sole and separate property ("Grantee"),

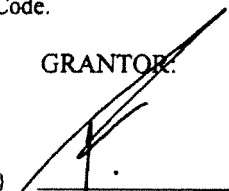
that certain real property situated on Lot 10 of Tract No. 9061, in the City of Los Angeles, County of Los Angeles, State of California as per map recorded in Book 121, Pages 64 to 66, Inclusive of Maps in the Office of the County Recorder of said County.

This is a transmutation of the separate property of Grantor to the separate property of Grantee under Section 850(c) of the California Family Code, and a transmutation of the community property of Grantor and Grantee to the separate property of Grantee under Section 850(a) of the California Family Code.

Dated: May 10, 2004

GRANTOR:

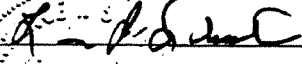
~~COMMONWEALTH~~
STATE OF CALIFORNIA ~~MASSACHUSETTS~~
COUNTY OF ~~LOS ANGELES~~ NORFOLK




FRANK McCOURT

On May 10, 2004 before me, Lawrence I. Silverstein
personally appeared Frank McCourt, personally known to me (or
proved to me on the basis of satisfactory evidence) to be the person(s)
whose name(s) is/are subscribed to the within instrument and
acknowledged to me that he/she/they executed the same in his/her/their
authorized capacity(ies), and that by his/her/their signature(s) on the
instrument the person(s) or the entity upon behalf of which the
person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature:  _____

 **LAWRENCE I. SILVERSTEIN**
Notary Public (This area for official notarial seal)
Commonwealth of Massachusetts
My Commission Expires
July 18, 2008

ACCOMMODATION ONLY

Exhibit I

This page is part of your document - DO NOT DISCARD

04 2810686

RECORDED/FILED IN OFFICIAL RECORDS
RECORDER'S OFFICE
LOS ANGELES COUNTY
CALIFORNIA
11/01/04 AT 08:00am

TITLE(S) : DEED.



FEE

FEE \$10 F
2

TRANSFER TAX
NOT A PUBLIC RECORD

D.T.T

CODE
20

CODE
19

CODE
9

NOTIFICATION SENT \$4

Assessor's Identification Number (AIN)

To be completed by Examiner OR Title Company in black ink.

Number of AIN's Shown

H359-011-001

001

THIS FORM NOT TO BE DUPLICATED

Equity Title

11/1/04

2

Escrow No. 118244-024
Title Order No. LA0463315

04 2810686

NAME
Street Address
City & State
Jamie McCourt
10231 Charing Cross Road
Los Angeles, CA 90024

SPACE ABOVE THIS LINE FOR RECORDER'S USE

MAIL TAX STATEMENTS TO
NAME
Street Address
City & State
Same as above

DOCUMENTARY TRANSFER TAX \$
NOT A PART OF THE PERMANENT RECORD
 Computed on full value of property conveyed
 Or computed on full value less liens and encumbrances remaining at time of sale.
WILSHIRE ESCROW COMPANY
[Signature]
Signature of Declarant or Agent determining tax. Firm name

A.P.N. # 4359-011-001

Grant Deed

TRANSFER TAX
NOT A PUBLIC RECORD

4359-011-001

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,

JAMES J. CARROLL, III, TRUSTEE OF THE JEAN PERKINS TRUST, dated February 22, 1991, as amended

, do hereby

GRANT to JAMIE MCCOURT, A MARRIED WOMAN, AS HER SOLE AND SEPARATE PROPERTY

the real property in the CITY OF LOS ANGELES County of LOS ANGELES
State of California, described as:

LOT 1 OF TRACT NO. 9061, IN THE CITY OF LOS ANGELES, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 121 PAGES 64 TO 66 INCLUSIVE OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

NO. 22 - (REV. 9/94)
Escrow No. 118244-024/ Grant Deed / Page One of Two (Los Angeles County)

LA0403315

11/1/04

3

DATED: ²¹ OCTOBER 29, 2004

THE JEAN PERKINS TRUST DATED
FEBRUARY 22, 1991, AS AMENDED

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES) SS.

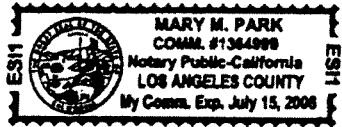
[Handwritten Signature]
JAMES J. CARROLL, III,
SUCCESSOR TRUSTEE

On October 21, 2004
before me, the undersigned, a Notary Public in and for
said state, personally appeared James J. Carroll, III

personally known to me (or proved to me on the basis of
satisfactory evidence) to be the person(s) whose
name(s) is/are subscribed to the within instrument and
acknowledged to me that he/she/they executed the
same in his/her/their authorized capacity(ies), and that
by his/her/their signature(s) on the instrument the
person(s), or the entry upon behalf of which the
person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature *Mary Park*
Mary Park
Name (Typed or Printed)



04 2810686

(This area for official notarial seal)

Escrow No. 118244-024/ Grant Deed / Page Two of Two (Los Angeles County)

This page is part of your document - DO NOT DISCARD

04 2810685

RECORDED/FILED IN OFFICIAL RECORDS
RECORDER'S OFFICE
LOS ANGELES COUNTY
CALIFORNIA
11/01/04 AT 08:00am

TITLE(S) : DEED



FEE

FEE \$10 F
2

D.T.T

CODE
20

CODE
19

CODE
9

NOTIFICATION SENT \$10 ©

Assessor's Identification Number (AIN)

To be completed by Examiner OR Title Company in black ink.

Number of AIN's Shown

4359 - 011 - 001

001

THIS FORM NOT TO BE DUPLICATED

11/1/04

2

Equity Title

WHEN RECORDED MAIL TO:
Aaftab Esmail, Esq.
Bingham McCutchen LLP
355 South Grand Avenue, Suite 4400
Los Angeles, CA 90071

04 2810685

MAIL TAX STATEMENTS TO:
Jamie McCourt
10231 Charing Cross Road
Los Angeles, CA 90024

DOCUMENTARY TRANSFER TAX \$0.00 This conveyance establishes sole and separate property of a spouse, R & T 11911



SPACE ABOVE THIS LINE FOR RECORDER'S USE

QUITCLAIM DEED

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,

FRANK McCOURT, a Married Man ("Grantor"),

do(es) hereby REMISE, RELEASE AND FOREVER QUITCLAIM to

JAMIE McCOURT, a Married Woman, as her sole and separate property ("Grantee"),

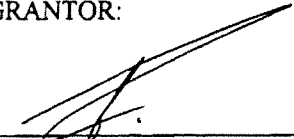
that certain real property situated on Lot 1 of Tract No. 9061, in the City of Los Angeles, County of Los Angeles, State of California, as per map recorded in Book 121 Pages 64 to 66 Inclusive of Maps, in the Office of the County Recorder of said County.

This is a transmutation of the separate property of Grantor to the separate property of Grantee under Section 850(c) of the California Family Code, and a transmutation of the community property of Grantor and Grantee to the separate property of Grantee under Section 850(a) of the California Family Code.

Dated: October 28, 2004

GRANTOR:

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES


FRANK McCOURT

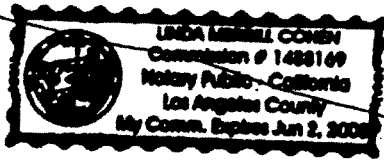
On 10-28, 2004 before me Linda Merrill Cohen personally appeared Frank McCourt, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose names is/are subscribed to the within instrument and acknowledged to me that he/~~she~~/they executed the same in his/~~her~~/their authorized capacity(ies), and that by his/~~her~~/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

THIS CONVEYANCE ESTABLISHES SOLE AND SEPARATE PROPERTY OF A SPOUSE R & T 11911.

WITNESS my hand and official seal.

Signature Linda Merrill Cohen

(This area for official notarial seal)



LADOC2/624816.1

LA0403315

Mail Tax Statements to Return Address Above

11/1/04

3

STATE OF CALIFORNIA)
)SS.
COUNTY OF LOS ANGELES)

On this 28th day of October, in the year 2004, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Frank McCourt, personally known to me ~~(or proved to me on the basis of satisfactory evidence)~~ to be the person ~~(s)~~ whose name is/ ~~are~~ subscribed to this instrument, and acknowledged to me that he/ ~~she/they~~ executed the same in his/ ~~her/their~~ authorized capacity ~~(ies)~~, and that by his/ ~~her/their~~ signature ~~(s)~~ on the instrument, the person ~~(s)~~, or the entity upon behalf of which the person ~~(s)~~ acted, executed the instrument.

WITNESS my hand and official seal.

Linda Merrill Cohen
Notary Public in and for said County and State

Linda Merrill Cohen
Name (Typed or Printed)



04 2810685

Exhibit J

RECORDING REQUESTED BY:
Provident Title Company

AND WHEN RECORDED MAIL TO:

Frank McCourt and Jamie McCourt
Robert Mann
2029 Century Park East 19th Floor
Los Angeles, CA 90067

07/31/07



20071804048

THIS SPACE FOR RECORDER'S USE ONLY:

Title Order No.: 195981-2

Escrow No.: 270422-MB

GRANT DEED

THE UNDERSIGNED GRANTOR(S) DECLARE(S)

DOCUMENTARY TRANSFER TAX is Not of Public Record

[X] computed on full value of property conveyed, or
[] computed on full value less value of liens or encumbrances remaining at time of sale.
[] Unincorporated area [X] City of Malibu AND

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,

Richard E. Shephard and James Ronald Stein, as trustees of The Bring It Trust dated February 14, 1996

hereby GRANT(s) to:

Jamie L McCourt, A Married Woman, As her Sole and Separate Property

the real property in the County of Los Angeles, State of California, described as:
LEGAL DESCRIPTION ATTACHED HERETO AS EXHIBIT "A" AND MADE A PART HEREOF
Also Known as: 22426 Pacific Coast Highway, Malibu, CA 90265
AP#: 4452-002-016

DATED July 13, 2007

STATE OF CALIFORNIA

COUNTY OF Los Angeles

On July 19, 2007

Before me, Roxanne Banks

A Notary Public in and for said State, personally appeared

Richard E Shephard and James Ronald Stein

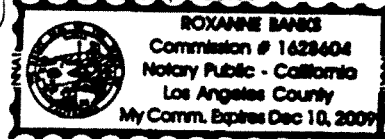
Richard E. Shephard and James Ronald Stein, trustees
of The Bring It Trust dated February 14, 1996

BY: Richard E. Shephard, Trustee

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

BY: James Ronald Stein, Trustee
James Ronald Stein, Trustee



Signature [Handwritten Signature]

(This area for official notarial seal)

MAIL TAX STATEMENTS TO PARTY SHOWN BELOW; IF NO PARTY SHOWN, MAIL AS DIRECTED ABOVE:

EXHIBIT "A"

A PARCEL OF LAND BEING A PORTION OF THE RANCHO TOPANGA MALIBU SEQUIT, AS CONFIRMED TO MATTHEW KELLER BY PATENT, IN THE CITY OF MALIBU, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 1 PAGE 407 ET SEQ., PATENTS, RECORDS OF SAID COUNTY, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE SOUTHERLY LINE OF THE 80 FOOT STRIP OF LAND DESCRIBED IN THE DEED FROM T. R. CADWALADER, ET AL. TO THE STATE OF CALIFORNIA, RECORDED IN BOOK 15228 PAGE 342, OFFICIAL RECORDS OF SAID COUNTY, SAID POINT OF BEGINNING BEING WESTERLY ALONG SAID SOUTHERLY LINE FOLLOWING THE ARC OF A CIRCULAR CURVE CONCAVE SOUTHERLY HAVING A RADIUS OF 5608.01 FEET, A DISTANCE OF 220.17 FEET FROM A POINT BEARING SOUTH 6 DEGREES 11 MINUTES 30 SECONDS WEST 40 FEET FROM ENGINEER'S CENTERLINE STATION 989 PLUS 65.17 AT THE WESTERLY EXTREMITY OF THAT CERTAIN COURSE DESCRIBED IN SAID DEED AS SOUTH 83 DEGREES 48 MINUTES 30 SECONDS EAST 2153.25 FEET; THENCE WESTERLY ALONG SAID CURVE 80 FEET TO A POINT; THENCE SOUTH 3 DEGREES 07 MINUTES 51 SECONDS WEST TO THE ORDINARY HIGH TIDE LINE OF THE PACIFIC OCEAN; THENCE EASTERLY ALONG SAID TIDE LINE TO THE INTERSECTION OF SAID TIDE LINE AND THAT LINE WHICH BEARS SOUTH 3 DEGREES 56 MINUTES 30 SECONDS WEST FROM SAID POINT OF BEGINNING; THENCE NORTH 3 DEGREES 56 MINUTES 30 SECONDS EAST TO SAID POINT OF BEGINNING.

EXCEPT CONTAINED IN THE DEED FROM MARBLEHEAD LAND COMPANY, RECORDED AUGUST 5, 1943 IN BOOK 20212 PAGE 37, OFFICIAL RECORDS, AS FOLLOWS:

ALL MINERAL, OIL, PETROLEUM, ASPHALTUM, GAS, COAL AND OTHER HYDROCARBON SUBSTANCES RIPARIAN RIGHT TO RIGHT OR RIGHTS IN AND TO THE CREEK ADJOINING OR IN THE VICINITY OF SAID LANDS, AS CONTAINED IN, ON, WITHIN AND UNDER SAID PROPERTY AND EVERY PART THEREOF, BUT WITHOUT THE RIGHT TO GO UPON SAID LAND.

ALL LITTORAL RIGHTS OF GRANTOR TO SAID LAND BOTH AS OWNER OF SAID LAND AND OTHER LANDS CONSTITUTING A PART OF RANCHO TOPANGA MALIBU SEQUIT, WITH FULL AND EXCLUSIVE RIGHT TO PRESERVE AND PROTECT ALL SAID LITTORAL RIGHTS.

ALSO EXCEPT ANY PORTION OF SAID LAND LYING OUTSIDE OF THE PATENT LINES OF RANCHO TOPANGA MALIBU SEQUIT, AS SUCH LINES EXISTED AT THE TIME OF THE ISSUANCE OF THE PATENT, WHICH WAS NOT FORMED BY THE DEPOSIT OF ALLUVION FROM NATURAL CAUSES AND BY IMPERCEPTIBLE DEGREES.

07 1804048

RECORDING REQUESTED BY:
Provident Title Company

AND WHEN RECORDED MAIL TO:

Jamie L. McCourt
c/o Robert Mann of Silver Freedman
2029 Century Park East 19th Floor
Los Angeles, CA 90067



THIS SPACE FOR RECORDER'S USE ONLY:

Title Order No.: 195981-2

Escrow No.: 270422-MB

QUITCLAIM DEED

THE UNDERSIGNED GRANTOR(S) DECLARE(S)

DOCUMENTARY TRANSFER TAX is \$NONE CITY TRANSFER TAX \$NONE

- computed on full value of property conveyed, or
- computed on full value less value of liens or encumbrances remaining at time of sale.
- Unincorporated area City of Malibu **AND**

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,

Frank McCourt, spouse of grantee

do(es) hereby remise, release and forever quitclaim to:

Jamie L. McCourt, a married woman as her sole and separate property

the real property in the County of Los Angeles, State of California, described as:

LEGAL DESCRIPTION ATTACHED HERETO AS EXHIBIT "A" AND MADE A PART HEREOF
A.P. # 4452-002-016

"This conveyance establishes sole and separate property of a spouse, R&T 11911."
IT IS THE EXPRESS INTENT OF THE GRANTOR BEING THE SPOUSE OF THE GRANTEE TO CONVEY ALL RIGHTS, TITLE AND INTEREST OF THE GRANTOR, COMMUNITY OR OTHERWISE, IN AND TO THE HEREIN DESCRIBED PROPERTY TO THE GRANTEE AS HER SOLE AND SEPARATE PROPERTY.

DATED July 24, 2007
STATE OF CALIFORNIA

COUNTY OF Los Angeles

On 7/26/07

Before me, Daisy Quinones

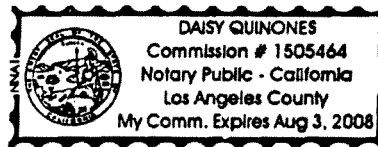
A Notary Public in and for said State, personally appeared

Frank McCourt

Frank McCourt

~~personally known to me~~ (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Signature Daisy Quinones

(This area for official notarial seal)

MAIL TAX STATEMENTS TO PARTY SHOWN BELOW; IF NO PARTY SHOWN, MAIL AS DIRECTED ABOVE:

EXHIBIT "A"

A PARCEL OF LAND BEING A PORTION OF THE RANCHO TOPANGA MALIBU SEQUIT, AS CONFIRMED TO MATTHEW KELLER BY PATENT, IN THE CITY OF MALIBU, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 1 PAGE 407 ET SEQ., PATENTS, RECORDS OF SAID COUNTY, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE SOUTHERLY LINE OF THE 80 FOOT STRIP OF LAND DESCRIBED IN THE DEED FROM T. R. CADWALADER, ET AL. TO THE STATE OF CALIFORNIA, RECORDED IN BOOK 15228 PAGE 342, OFFICIAL RECORDS OF SAID COUNTY, SAID POINT OF BEGINNING BEING WESTERLY ALONG SAID SOUTHERLY LINE FOLLOWING THE ARC OF A CIRCULAR CURVE CONCAVE SOUTHERLY HAVING A RADIUS OF 5608.01 FEET, A DISTANCE OF 220.17 FEET FROM A POINT BEARING SOUTH 6 DEGREES 11 MINUTES 30 SECONDS WEST 40 FEET FROM ENGINEER'S CENTERLINE STATION 989 PLUS 65.17 AT THE WESTERLY EXTREMITY OF THAT CERTAIN COURSE DESCRIBED IN SAID DEED AS SOUTH 83 DEGREES 48 MINUTES 30 SECONDS EAST 2153.25 FEET; THENCE WESTERLY ALONG SAID CURVE 80 FEET TO A POINT; THENCE SOUTH 3 DEGREES 07 MINUTES 51 SECONDS WEST TO THE ORDINARY HIGH TIDE LINE OF THE PACIFIC OCEAN; THENCE EASTERLY ALONG SAID TIDE LINE TO THE INTERSECTION OF SAID TIDE LINE AND THAT LINE WHICH BEARS SOUTH 3 DEGREES 56 MINUTES 30 SECONDS WEST FROM SAID POINT OF BEGINNING; THENCE NORTH 3 DEGREES 56 MINUTES 30 SECONDS EAST TO SAID POINT OF BEGINNING.

EXCEPT CONTAINED IN THE DEED FROM MARBLEHEAD LAND COMPANY, RECORDED AUGUST 5, 1943 IN BOOK 20212 PAGE 37, OFFICIAL RECORDS, AS FOLLOWS:

ALL MINERAL, OIL, PETROLEUM, ASPHALTUM, GAS, COAL AND OTHER HYDROCARBON SUBSTANCES RIPARIAN RIGHT TO RIGHT OR RIGHTS IN AND TO THE CREEK ADJOINING OR IN THE VICINITY OF SAID LANDS, AS CONTAINED IN, ON, WITHIN AND UNDER SAID PROPERTY AND EVERY PART THEREOF, BUT WITHOUT THE RIGHT TO GO UPON SAID LAND.

ALL LITTORAL RIGHTS OF GRANTOR TO SAID LAND BOTH AS OWNER OF SAID LAND AND OTHER LANDS CONSTITUTING A PART OF RANCHO TOPANGA MALIBU SEQUIT, WITH FULL AND EXCLUSIVE RIGHT TO PRESERVE AND PROTECT ALL SAID LITTORAL RIGHTS.

ALSO EXCEPT ANY PORTION OF SAID LAND LYING OUTSIDE OF THE PATENT LINES OF RANCHO TOPANGA MALIBU SEQUIT, AS SUCH LINES EXISTED AT THE TIME OF THE ISSUANCE OF THE PATENT, WHICH WAS NOT FORMED BY THE DEPOSIT OF ALLUVION FROM NATURAL CAUSES AND BY IMPERCEPTIBLE DEGREES.

Exhibit K

RECORDING REQUESTED BY:
FIRST AMERICAN TITLE COMPANY

AND WHEN RECORDED MAIL TO:

Jamie McCourt
10231 Charing Cross Road
Los Angeles, Ca 90024

01/15/08



20080080666

THIS SPACE FOR RECORDER'S USE ONLY:

Title Order No.: nca-330197-1a1

Escrow No.: 07-52492-D8

GRANT DEED

THE UNDERSIGNED GRANTOR(S) DECLARE(S)
DOCUMENTARY TRANSFER TAX is \$ NOT OF PUBLIC RECORD.
 computed on full value of property conveyed, or
 computed on full value less value of liens or encumbrances remaining at time of sale.
 Unincorporated area City of AND

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,

Peter Kleidman, a single man

hereby GRANT(s) to:

Jamie McCourt, a married woman as her sole and separate property

the following described real property in the County of Los Angeles, State of California, described as:
LEGAL DESCRIPTION ATTACHED HERETO AS EXHIBIT "A" AND MADE A PART HEREOF
Also Known as: 22420 PACIFIC COAST HWY, MALIBU, CA 90265

APN#: 4452-002-005

DATE: January 2, 2008

PLEASE SEE PAGE TWO FOR GRANTOR'S SIGNATURE.

MAIL TAX STATEMENTS TO PARTY SHOWN BELOW; IF NO PARTY SHOWN, MAIL AS DIRECTED ABOVE:

330197-20

GRANT DEED - PAGE TWO

GRANTOR'S SIGNATURE:

Peter Kleidman
Peter Kleidman

ACKNOWLEDGMENT

STATE OF CALIFORNIA }
 }
COUNTY OF LOS ANGELES }

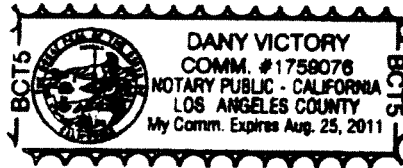
On 1/3/08 before me, Dany Victory, a Notary Public personally appeared Peter Kleidman

, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the within instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: *Dany Victory* (Seal)
Notary Public



80 00000000

(Revised January 1, 2008)

RECORDING REQUESTED BY:
FIRST AMERICAN TITLE COMPANY

AND WHEN RECORDED MAIL TO:

Jamie McCourt
10231 Charing Cross Road
Los Angeles, CA 90024

01/15/08



20080080665

THIS SPACE FOR RECORDER'S USE ONLY:

Title Order No.: ncs-330197-1a1

Escrow No.: 07-82492-DB

QUITCLAIM DEED

THE UNDERSIGNED GRANTOR(S) DECLARE(S)

DOCUMENTARY TRANSFER TAX is \$NONE CITY TRANSFER TAX \$NONE

computed on full value of property conveyed, or

computed on full value less value of liens or encumbrances remaining at time of sale.

Unincorporated area City of AND

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,

Frank H. McCourt, Jr., husband of grantee

hereby remises, releases and quitclaims to:

Jamie McCourt, a married woman as her sole and separate property

The following described real property in the County of Los Angeles, State of California:

LEGAL DESCRIPTION ATTACHED HERETO AS EXHIBIT "A" AND MADE A PART HEREOF

APN#: 4452-002-005

DATE: January 8, 2008


PLEASE SEE PAGE TWO FOR GRANTOR'S SIGNATURE.

MAIL TAX STATEMENTS TO PARTY SHOWN BELOW; IF NO PARTY SHOWN, MAIL AS DIRECTED ABOVE:

330197-20

QUITCLAIM DEED - PAGE TWO

GRANTOR'S SIGNATURE

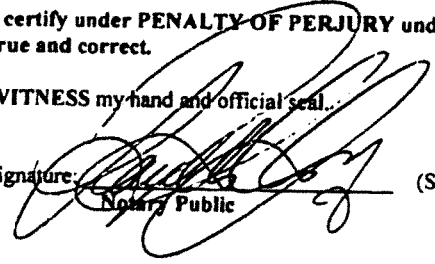

Frank H. McCourt, Jr.

ACKNOWLEDGMENT

STATE OF CALIFORNIA)
)
COUNTY OF LOS ANGELES)

On JANUARY 11, 2008 before me, DANIELLE M. GRAF, a Notary Public personally appeared FRANK H. MCCOURT, JR., who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the within instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: _____ (Seal)
Notary Public



20080800

(Revised January 1, 2008)

LEGAL DESCRIPTION

Real property in the City of Malibu, County of Los Angeles, State of California, described as follows:

A PARCEL OF LAND, BEING A PORTION OF THE RANCHO TOPANGA MALIBU SEQUIT, IN THE CITY OF MALIBU, COUNTY OF LOS ANGELES, STATE OF CALIFORNIA, AS CONFIRMED TO MATTHEW KELLER BY PATENT RECORDED IN BOOK 1 PAGE 407 ET SEQ. OF PATENTS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY, PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHERLY LINE OF THE 80 FOOT STRIP OF LAND DESCRIBED IN THE DEED FROM T. R. CADWALADER ET AL. TO THE STATE OF CALIFORNIA RECORDED IN BOOK 15228 PAGE 342, OFFICIAL RECORDS OF SAID COUNTY, AT THE NORTHWESTERLY CORNER OF THE LAND DESCRIBED IN THE DEED TO EUGENE C. BRODRICK RECORDED IN BOOK 19877 PAGE 287 OFFICIAL RECORDS, SAID POINT BEING DISTANT WESTERLY 151.61 FEET, MORE OR LESS, MEASURED ALONG SAID SOUTHERLY LINE FROM A POINT BEARING SOUTH 06° 11' 30" WEST 40 FEET FROM STATION 989 + 65.17 IN THE CENTER LINE OF SAID 80 FOOT STRIP OF LAND; THENCE ALONG THE WESTERLY LINE OF SAID LAND OF BRODRICK 05° 10' 59" WEST TO THE LINE OF ORDINARY HIGH TIDE OF THE PACIFIC OCEAN; THENCE WESTERLY ALONG SAID LINE OF ORDINARY HIGH TIDE TO THE EASTERLY LINE OF THE LAND DESCRIBED IN THE DEED TO LIONEL S. STONE AND WIFE, RECORDED IN BOOK 20212 PAGE 37 OF SAID OFFICIAL RECORDS; THENCE ALONG SAID EASTERLY LINE NORTH 03° 45' 30" EAST TO THE SOUTHERLY LINE OF SAID 80 FOOT STRIP OF LAND; THENCE EASTERLY ALONG SAID SOUTHERLY LINE 68.56 FEET, MORE OR LESS TO THE POINT OF BEGINNING.

EXCEPT THEREFROM, AS CONTAINED IN THE DEED FROM MARBLE HEAD LAND COMPANY FILED FOR RECORD NOVEMBER 17, 1943;

A. ALL MINERALS, OIL, PETROLEUM, ASPHALTUM, GAS, COAL AND OTHER HYDROCARBON SUBSTANCES, RIPARIAN RIGHTS IN AND TO WATER CONTAINED IN, ON, WITHIN AND UNDER SAID LANDS BUT WITHOUT RIGHT OF ENTRY.

B. ALL LITTORAL RIGHTS WITH THE FULL AND EXCLUSIVE RIGHT TO PRESERVE AND PROTECT SAID LITTORAL RIGHTS.

ALSO EXCEPT ANY PORTION OF SAID LAND LYING OUTSIDE OF THE PATENT LINES OF THE RANCHO TOPANGA MALIBU SEQUIT, AS SUCH LINES EXISTED AT THE TIME OF THE ISSUANCE OF THE PATENT, WHICH WAS NOT FORMED BY THE DEPOSIT OF ALLUVION FROM NATURAL CAUSES AND BY IMPERCEPTIBLE DEGREES.

APN: 4452-002-005

5990800 80

Exhibit L

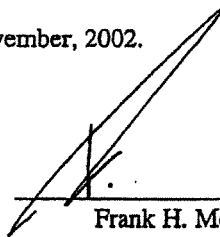
NEW RUSHY MARSH REALTY TRUST

Assignment of Beneficial Interest

The undersigned, being the sole beneficiary of New Rushy Marsh Realty Trust u/d/t dated November 1, 2000 (the "Trust") does hereby transfer and assign all of the beneficial interest in the Trust to JAMIE D. McCOURT, 40 Cottage Street, Brookline, Massachusetts.

The undersigned does hereby represent that the undersigned is the owner of 100% of the beneficial interest in the Trust, that the undersigned has the full legal right and authority to sell, transfer and assign said interests and that said interests are free of any pledge, mortgage, security interest, lien, charge or other encumbrance or adverse claim whatsoever.

EXECUTED under seal this 21st day of November, 2002.



Frank H. McCourt, Jr.

COMMONWEALTH OF MASSACHUSETTS

Suffolk, ss

November 21, 2002

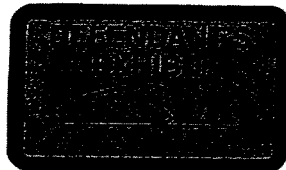
Then personally appeared the above-named Frank H. McCourt, Jr. and acknowledged the foregoing to be his free act and deed as trustee aforesaid, before me.



Notary Public

My commission expires:

WILLIAM F. GRIFFIN, JR. NOTARY PUBLIC
My Commission Expires September 4, 2009



CONFIDENTIAL

FMCSG_00000467

Exhibit M

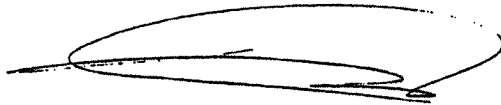
QUITCLAIM DEED

David C. Southworth and Paul B. Fireman, Trustees of the Willowbend Lot 21 Nominee Trust, recorded with the Barnstable County Registry of Deeds in Book 10947, Page 188, in consideration of Seven Hundred and Seventy-Five Thousand Dollars (\$775,000), the receipt and sufficiency of which is hereby acknowledged, GRANT, with Quitclaim Covenants to Jamie D. McCourt*, an individual with an address of 40 Cottage Street, Brookline, Massachusetts, the premises known as and numbered 95 Willowbend Road, and more particularly shown as Lot 30 on a set of plans labeled "Definitive Subdivision Plan of Land in Mashpee, Mass.," prepared by BSC Group, various scales, dated May 16, 1986 and recorded with said deeds at Plan Book 433, Pages 17-47.

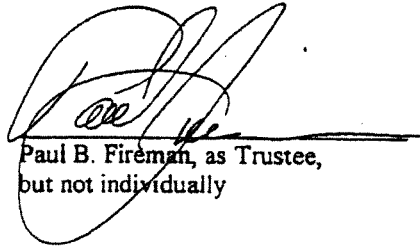
This deed is subject to matters of record insofar as the same are in force and appropriate.

* a/k/a Jamie McCourt

Executed as an instrument under seal as of this 29th day of March, 1998.



David C. Southworth, as Trustee,
but not individually



Paul B. Fireman, as Trustee,
but not individually

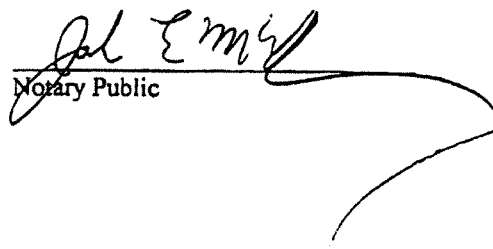
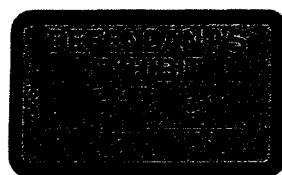
COMMONWEALTH OF MASSACHUSETTS

Barnstable, ss

March 30, 1998

Then personally appeared before me David C. Southworth, as Trustee as aforesaid, but not individually, and acknowledged the foregoing to be his free hand and deed as Trustee.

My Commission expires:


Notary Public

101 Willowbend Drive, Mashpee, MA

Exhibit N



882809
 Page: 1 of 1
 07/02/2004 02:54P
 D 600.00

Text J Simonton Eagle, CO 422 R 5.00

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Filed for record the _____ day of _____, A.D. _____ at _____ o'clock _____ M. _____ P.M. RECORDED
 Reception No. _____ By _____ DEPUTY.

WARRANTY DEED

THIS DEED, Made on this day of June 30, 2004 between
STANLEY GAINES AND GAY GAINES

Date: \$ 600.00
 State Doc. Fee

of the _____ County of _____ and state of FLORIDA, of the grantor(s), and
JAMIE MCCOURT

whose legal address is : 10231 CHARING CROSS ROAD LOS ANGELES, CA 90024
 of the _____ County of _____ and State of CALIFORNIA, of the Grantee(s):

WITNESS, That the Grantor(s), for and in consideration of the sum of (\$6,000,000.00))
 *** Six Million and 00/100 *** DOLLARS

the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed, and by these presents does grant, bargain, sell, convey and confirm unto the Grantee(s), his heirs and assigns forever, all the real property, together with improvements, if any, situate, lying and being in the _____ county of EAGLE and State of Colorado, described as follows:

CONDOMINIUM UNIT 411, THE LODGE APARTMENT CONDOMINIUM, ACCORDING AND PURSUANT TO THE CONDOMINIUM MAP AND DECLARATION THEREOF, RECORDED MAY 5, 1970 IN BOOK 217 AT PAGE 531, COUNTY OF EAGLE, STATE OF COLORADO.

also known as street number 174 EAST CORE CREEK DRIVE, UNIT 411, VAIL, CO 81657

TOGETHER with all and singular and hereditaments and appurtenances thereto belonging, or in anywise appertaining and the reversion and reversions, remainder and remainders, rents, issues and profits thereof; and all the estate, right title interest, claim and demand whatsoever of the Grantor(s), either in law or equity, of, in and to the above bargained premises, with the hereditaments and appurtenances;

TO HAVE AND TO HOLD the said premises above bargained and described with appurtenances, unto the Grantee(s), his heirs and assigns forever. The Grantor(s), for himself, his heirs and personal representatives, does covenant, grant, bargain, and agree to and with the Grantee(s), his heirs and assigns, that at the time of the enacting and delivery of these presents, he is well seized of the premises above conveyed, has good, sure, perfect, absolute and indefeasible estate of inheritance, in law, in fee simple, and has good right, full power and lawful authority to grant, bargain, sell and convey the same in manner and form as aforesaid, and that the same are free and clear from all former and other grants, bargains, sales, liens, taxes, assessments, encumbrances and restrictions of whatever kind or nature soever, EXCEPT GENERAL TAXES AND ASSESSMENTS FOR THE YEAR 2004 AND SUBSEQUENT YEARS, AND SUBJECT TO EASEMENTS, RESERVATIONS, RESTRICTIONS, COVENANTS AND RIGHTS OF WAY OF RECORD, IF ANY

The Grantor(s) shall and will WARRANT AND FOREVER DEFEND the above bargained premises in the quiet and peaceable possession of the Grantee(s), his heirs and assigns, against all and every person or persons lawfully claiming the whole or any part thereof. The singular number shall include the plural, and the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF the Grantor(s) has executed this deed on the date set forth above.

By: [Signature]
 STANLEY GAINES

STATE OF Colorado)
 County of Eagle)

By: [Signature]
 GAY GAINES

The foregoing instrument was acknowledged before me on this day of June 30, 2004 by STANLEY GAINES AND GAY GAINES

JAMIE DUFONT
 NOTARY PUBLIC
 My commission expires Jan. 8, 2008

[Signature]
 Notary Public

Name and Address of Person Creating Newly Created Legal Description (38-35-106.5, C.R.S.)
 Record# V50003949 When Recorded Return to: JAMIE MCCOURT
 Title# V50003949 10231 CHARING CROSS ROAD, LOS ANGELES, CA 90024
 Form 82 07/13/03 LD.OPEN WARRANTY DEED (Photographic) C4677172

