

THE FOLLOWING IS NOT INTENDED TO BE A PROFORMA DISCOVERY REQUEST. IT SHOULD BE USED FOR INFORMATIONAL PURPOSES ONLY. CONSIDERATION SHOULD BE GIVEN TO PROVIDING MORE DETAILED DESCRIPTION ON THE ITEMS REQUESTED IN ORDER TO AVOID CHARGES OF LACK OF SPECIFICITY OR PURPOSEFUL MISINTERPRETING OF A REQUESTED ITEM TO FRUSTRATE DISCOVERY.

July 13, 2005

RE: Webber vs. Webber

Dear Mr. Webber:

In connection with the above mentioned matter, we require the following original documents be made available to us for analyses and inspection in order for us to commence our discovery. Unless otherwise indicated, these records should be presented for the period _____ to _____.

A. With respect to XYZ and any corporations, partnerships or joint ventures it has an ownership interest in (directly or indirectly). Please supply the following documents (manual or computerized) and related support:

BOOKS OF ORIGINAL ENTRY – BUSINESS RECORDS

1. General ledgers
2. General journals
3. Cash disbursements journals
4. Cash receipts journals
5. Purchase journals
6. Payroll journals – including social security numbers and addresses of all employees. (Current and former employees).

7. Sales journals
8. Inventory records (perpetual and otherwise)
9. Schedule of fixed assets and depreciation
10. Payroll records, including W-2's and quarterly reports
11. Returned W-2's and 1099's
12. Checkbook Stubs
13. Subsidiary ledgers
14. Payroll cards
15. Any other books of original entry which may be maintained
16. All financial records and documentation supporting the entries in the above mentioned books of account
17. All diaries
18. List and explanation of all records maintained in archives or other storage facilities

OTHER BUSINESS RECORDS

1. Copies of all financial statements (both internally generated and those prepared by outside accountants, bookkeepers or other professionals) for both interim and annual periods.
2. Copies of all forecasts, projections, budgets, proposals, business plans or business strategies
3. Opinions and reports, whether issued final or draft form of all consultants, financial advisors or other professionals.
4. Copies of all business plans and back-up

5. Complete bank statements (including canceled checks, deposit slips, bank memos and wire transfers) for the periods
6. All savings accounts, money market accounts and certificates of deposit
7. All brokerage statements, confirmation orders for purchases and sales.
8. Schedule of tax-free securities held at any time during the defined period and any other investments, stocks, bonds, commercial paper marketable securities or other form of investments.
9. Petty cash vouchers and receipts
10. Schedules of Accounts Receivable; Accounts Receivable ledgers
11. Listing of all major accounts receivable write-offs
12. Customer addresses and names
13. Credit granting files
14. Shipping records
15. Sales invoices including purchase orders and bills of lading
16. Documents showing receipt of goods, etc.
17. Log and copy of all telexes, telegrams or facsimile transactions
18. Original and amended federal and state tax returns; including all schedules and attachments thereto; copies of any revenue agent's reports issued in connection therewith and all Internal Revenue Service and state and city tax correspondence

19. Original paid and unpaid bills
20. Schedule of credit cards held and copies of all credit card invoices and charges in connection therewith
21. Cellular phone bills
22. Telephone records (including long distance)
23. Memos, outlines, summaries, abstracts, reports and records of personal or telephone conversations
24. Schedules of Accounts Payable; Accounts Payable ledgers
25. Approved vendor list
26. Details concerning business borrowings and/or lines of credit, including loan agreements and submissions to obtain credit
27. Lawsuits for or against Company
28. List of all related or affiliated Companies, joint ventures or other form of entity
29. All 1099's and back-up for payment of services
30. Copies of any Current Transaction Reports (Form 4789)
31. Detail on all patents, copyrights, and trademarks owned or pending
32. Detail on all intellectual property owned
33. Detail on all other intangibles owned or pending
34. Business correspondence, interoffice memos or notes
35. Copies of all workpapers, correspondence, notes, memos or other form of communication made with consultants or other professionals

36. Reports and/or other writing given to any financial institution
37. Listing and copies of all appraisals
38. Copies of all valuations of the Company or any division or profit center of the company
39. Personnel files (current and former)
40. Detail and back-up as to any loans made to or received from any business entity or individual
41. Schedule of insurance and all insurance policies (including cash surrender value of officers' life insurance and loans payable thereon)
42. Stock registers
43. Corporate minutes
44. Board of Directors minutes
45. History and copy of all press releases
46. Copies of all marketing plans
47. Brochures and/or pamphlets
48. Market studies
49. Copies of all accountants workpapers including, but not limited to working trial balances, adjusting journal entries and account analyses in support of all financial statements and/or tax returns, permanent files correspondence, notes, memos or other form of communication made between the parties
50. Listing of all safety deposit boxes and any record as to entry.

AGREEMENTS

1. Partnership agreements; shareholder agreements and amendments
2. Buy-Sell agreements and amendments
3. All guarantee/cross guarantee arrangements
4. Employment contracts
5. Sales and marketing reports
6. Consulting agreements
7. Management fee agreements
8. License agreements
9. Commission agreements
10. Royalty agreements
11. Deferred compensation arrangements
12. Retirement plan documents
13. Retirement and benefit plan financial records
14. Leases (as lessor and lessee)
15. Detail on bonus agreements
16. Detail on all severance pay agreements
17. Detail on all unpaid or deferred wages
18. Detail on all agreements and matters in which the Company is contingently liable

19. Any contractual obligation whereby the Company is committed to purchase assets other than in the normal course of business
20. Any memo, letter, notes, contract, or other form of documentation concerning the sale of the assets of the Company other than in the normal course of business
21. All contracts with customers, vendors or subcontractors

COMPUTER AND ELECTRONIC FILES

1. Access to all e-mail, voice mail, electronically created or recorded documents.
2. Access to all:
 - Ø Machine-sensible data, data set names of all files (DSN's) (tapes and disks)
 - Ø Electronically stored – listing of documents stored (microfiche, microfilm, optical disks, laser disks, computer output microfilm (COM), computer output laser disk (COLD) documents
 - Ø System documentation (flowcharts, manuals, narratives)
 - Ø Program documentation (flowcharts, manuals, narratives)
 - Ø Archival copies of machine-sensible data or electronically stored documents
 - Ø Documents logically deleted but not physically erased
 - Ø Actual hardware and software (i.e., DBMS software – original version, and all updates) that have been used to recall or store documents if current system cannot process and retrieve

- Ø Inventory and explanation system program, operations and user manuals of all computer applications (records management documentation and internal control documentation offsite locations)
- Ø Access to all computer hard drives, software and passwords
- Ø Access to any other data including but not limited to voice mail, dictation, transcripts, e-mail or telephone records or any information contained in any computer, electronic, digital or diskette although not yet printed or delivered in tangible form in your possession custody or control of any employee officer, director, agent, partner, stockholder or any other person purporting to act on behalf of (plaintiff or defendant) or any entity controlled, directly or indirectly or common ownership and/or control with the (plaintiff or defendant)

PERSONAL BOOKS AND RECORDS

1. Original and amended federal and state tax returns; including all schedules and attachments thereto; copies of any revenue agent's reports issued in connection therewith and all documents used in preparation of the returns and all Internal Revenue Service correspondence
2. Checking and savings accounts statements
3. Canceled checks, deposit slips
4. Brokerage statements and schedule of securities owned
5. Partnership Tax Returns and Forms K-1
6. Subchapter S returns and K-1's
7. Insurance policies (including homeowners) and cash surrender value thereon

8. Personal financial statements and all documentation used to prepare statement
9. Checkbook registers
10. Copies of any financial statements submitted to any bank or lending institution
11. Details of real estate and/or other assets (automobiles) owned and closing statements (invoices, registration, etc.) in support thereof; current fair market appraisals
12. Detail as to all leases as either a lessor or lessee
13. Schedule of tax-free securities held at any time during the defined period and any other investments, stock, bonds, commercial paper, marketable securities or other form of investments
14. Schedule of personal credit cards held and copies of invoices received from issuer of card and documents reflecting payment on account
15. Listing of all stocks, investments or other assets owned or belonging to another used as collateral.
16. History of all safe deposit boxes and any record as to entry
17. Credit and loan applications
18. Regarding any matrimonial actions, copies of all Case Information Statements, filed
19. Diaries
20. Copy of all employment and/or consulting contracts
21. Detail on all bonus agreements
22. Detail on all severance pay agreements

23. Access to all legal bills
24. Access to wills and all codicils
25. All estate and gift tax returns in which you are donor or donee
26. Names and addresses of all financial planners retained
27. Names and addresses of all insurance brokers/companies retained
28. Names and addresses of all attorneys retained
29. Names and addresses of all accountants retained
30. Names and addresses of all travel agents used
31. Access to all computer hard drives, software and passwords
32. All documentation relating to all IRA's (past and present)
33. All documentation relating to all Keoghs (past and present)
34. All documentation relating to all savings plans, profit sharing plans and pension plans (qualified and unqualified)
35. All documentation relating to all deferred compensation agreements
36. All documentation relating to any stock option or bonus plans
37. Detail on all pending lawsuits
38. Detail on all lawsuits in which you were plaintiff or defendant

39. Documentation on all agreements in which you are a guarantor
40. Documentation on all agreements in which you were contingently liable
41. Information as to all business entities either owned directly or indirectly since _____ to _____
42. Access to all business agreements and amendments
43. Access to all stockholder agreements and amendments
44. All telephone account information and all bills

Please be advised the above is our initial document request and additional records may be requested as the discovery proceeds. We reserve the right to request copies of the documents noted above.