

11-1197-CV

United States Court of Appeals *for the* Second Circuit

PATRICK CARIOU,

Plaintiff-Appellee,

– v. –

RICHARD PRINCE,

Defendant-Appellant,

GAGOSIAN GALLERY, INC., LAWRENCE GAGOSIAN,

Defendants-Appellants.

ON APPEAL FROM THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

JOINT APPENDIX Volume 9 of 9 (Pages A-2067 to A-2263)

HOLLIS ANNE GONERKA BART
CHAYA WEINBERG-BRODT
DARA G. HAMMERMAN
AZMINA N. JASANI
WITHERS BERGMAN LLP
*Attorneys for Defendants-Appellants Gagosian
Gallery, Inc. and Lawrence Gagosian*
430 Park Avenue, 10th Floor
New York, New York 10022
(212) 848-9800

DANIEL J. BROOKS
ERIC A. BODEN
SCHNADER HARRISON SEGAL & LEWIS LLP
Attorneys for Plaintiff-Appellee
140 Broadway, Suite 3100
New York, New York 10005
(212) 973-8000

JONATHAN D. SCHILLER
GEORGE F. CARPINELLO
JOSHUA I. SCHILLER
BOIES, SCHILLER & FLEXNER LLP
*Attorneys for Defendant-Appellant
Richard Prince*
575 Lexington Avenue, 7th Floor
New York, New York 10022
(212) 446-2300

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A-2067

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
10/24/2008	0810070012



Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		10/24/2008	

Description	Qty	Rate	Amount
Various Canvas Jobs			
Print Canvas - See attached for details	1	21,436.12	21,436.12T
JO to deliver			

Subtotal	\$21,436.12
Sales Tax (0.0%)	\$0.00
Total	\$21,436.12
Payments/Credits	\$0.00
Balance Due	\$21,436.12

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

PEX 100

Prince Canvas Jobs

	Height	Width	Sq Ft	Canvas	Qty	Total
1	64.00	29.60	13.16	381.51	1	381.51
2	39.00	84.00	22.75	659.75	1	659.75
3	64.00	145.00	64.44	1,868.89	1	1,868.89
4	55.00	125.00	47.74	1,384.55	1	1,384.55
5	64.00	122.00	54.22	1,572.44	1	1,572.44
6	64.00	128.00	56.89	1,649.78	1	1,649.78
7	64.00	78.00	34.67	1,005.33	1	1,005.33
8	64.00	95.00	42.22	1,224.44	2	2,448.89
9	64.00	44.00	19.56	567.11	2	1,134.22
10	64.00	116.00	51.56	1,495.11	1	1,495.11
11	64.00	77.00	34.22	992.44	1	992.44
12	64.00	53.00	23.56	683.11	1	683.11
13	64.00	84.00	37.33	1,082.67	1	1,082.67
14	64.00	51.00	22.67	657.33	1	657.33
15	60.00	85.00	35.42	1,027.08	1	1,027.08
16	64.00	91.00	40.44	1,172.89	1	1,172.89
17	64.00	46.00	20.44	592.89	1	592.89
18	64.00	44.00	19.56	567.11	2	1,134.22
19	34.00	72.00	17.00	493.00	1	493.00

21,436.12

A-2069

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124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
10/14/2008	81007012

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

30 color
64 x 29.6
39 x 84
64 x 145
55 x 125

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
3	Print canvas on Epson, 60" sd x fall + 2" all around 1 each of 3 files (from Job # 1) match proof previously produced	64 x 122 64 x 126 64 x 78 64 x 95	0.00T
2	Print to canvas on Epson 60" sd x fall + 2" all around 2 each of 1 file (apron) match proof previously produced		
2	Print to canvas on Epson 60" LD x fall + 2" all around 2 each of 1 file (apron) match proof previously produced	64 x 44	
1	Print to canvas on Epson to 60" SD + 2" all around 1 each of 1 file (grayscale 4 up-new job) match proof previously produced	64 x 116	0.00T
1	Print to canvas on Epson to 60" SD x fall + 2" All around 1 each of 1 file (woman in water) match proof previously produced	64 x 77	
1	Print to canvas on Epson to 60" LD x fall + 2" all around 1 each of 1 file (woman in water) match proof previously produced	64 x 53	0.00

NANCY 1 FILE
2 FILE COLLAGES
3 FILE

Subtotal
Sales Tax (0.0%)
Total

Phone #	Fax #
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A-2070

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Work Order

Date	Work Order #
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Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
1	Print to canvas on Epson to 60" SD fall + 2" all around 1 each of 1 file (woman in chair) file: 60_Inch_Prince Canvas 1 match proof previously produced	64x84	
1	Print to canvas on Epson AS SIZED + 2" all around 1 each of 1 file (woman in chair) GREEN file: 55.9_Inch_Prince Canvas FULL PAGE match proof previously provided	60x85	62.50
1	Print to canvas on Epson to 60" LD x fall + 2" all around 1 each of 1 file (woman in chair) file: 46.3_Inch_Prince Canvas 1 match proof previously provided	64x51	
1	Print to canvas on Epson to 60" SD x fall + 2" all around 1 each of 1 file (woman against green foliage) file 60_Inch_Prince canvas 3v2 match proof previously provided	64x91	
1	Print to canvas on Epson to 60" LD x fall + 2" all around 1 each of 1 file (woman against green foliage) file 41.9_Inch_Prince canvas 3v2 match proof previously provided	64x46	
		Subtotal	
		Sales Tax (0.0%)	
		Total	

Phone #	Fax #
1-800-604-1199	1-800-551-9116

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Chatham, NY 12037

Work Order

Date	Work Order #
10/14/2008	81007012

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
1	Print to LightJet matte 40" LD x fall 1 each of 1 file (black woman cropped from larger file) mount full bleed to Sintra		
1	Print to LightJet matte 60" LD x fall 1 ea of 1 file (black woamn cropped from larger file) mount full bleed to Sintra		
1	Print to canvas to 30" SD + 2" all around (Camo Girl) 1 ea of 1 file		
2	Print to canvas to 60" LD 2 each of 1 file (black woman cropped from larger file, previously print on LightJet) Use file you have for LJ		

34 x 44
64 x 44

Subtotal	\$62.50
Sales Tax (0.0%)	\$0.00
Total	\$62.50

Phone #	Fax #
1-800-604-1199	1-800-551-9116

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A-2072

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Chatham, NY 12037

Work Order

Date	Work Order #
10/14/2008	81007012

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
1	Print to canvas on Epson to 60" SD fall + 2" all around each of 1 file (woman in chair) match proof previously produced <i>Prince-Canvas</i> ✓ <i>wrong?</i> <i>cropped</i>		
1	Print to canvas on Epson to 60" LD x fall + 2" all around each of 1 file (woman in chair) match proof previously provided <i>Prince Canvas</i>		
1	Print to canvas on Epson to 60" SD x fall + 2" all around each of 1 file (woman against green foliage) match proof presviously provided <i>Prince Canvas 3V2</i>		
1	Print to canvas on Epson to 60" LD x fall + 2" all around each of 1 file (woman against green foliage) match proof previously provided <i>Prince Canvas 3V2</i>		
1	Print to LightJet matte 40" LD x fall each of 1 file (black woman cropped from larger file) mount full bleed to Sintra <i>26.1 x 40</i>		
1	Print to LightJet matte 60" LD x fall each of 1 file (black woman cropped from larger file) mount full bleed to Sintra <i>39.25 x 60</i>		
Subtotal			\$0.00
Sales Tax (0.0%)			\$0.00
Total			\$0.00

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
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A-2073

NancySeans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
10/14/2008	81007012

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
1	Print to canvas to 30" SD + 2" all around (Camp Girl) 1 ea of 1 file <i>Done 34 x 72</i>		

Subtotal	\$0.00
Sales Tax (0.0%)	\$0.00
Total	\$0.00

Phone #	Fax #
1-800-604-1199	1-800-551-9116

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A-2074

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Chatham, NY 12037

Work Order

Date	Work Order #
10/14/2008	81007012

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
✓ 3	Print canvas on Epson, 60" sd x fall + 2" all around 1 each of 3 files (from Job # 1) match proof previously produced		0.00T
✓ 2	Print to canvas on Epson 60" sd x fall + 2" all around 2 each of 1 file (apron) match proof previously produced		
✓ 2	Print to canvas on Epson 60" LD x fall + 2" all around 2 each of 1 file (apron) match proof previously produced		
✓ 1	Print to canvas on Epson to 60" SD + 2" all around 1 each of 1 file (grayscale 4 up-new job) match proof previously produced		0.00T
✓ 1	Print to canvas on Epson to 60" SD x fall + 2" All around 1 each of 1 file (woman in water) match proof previously produced		
✓ 1	Print to canvas on Epson to 60" LD x fall + 2" all around 1 each of 1 file (woman in water) match proof previously produced	0.00	

Subtotal

Sales Tax (0.0%)

Total

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2075

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
10/14/2008	81007012

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
✓	Print to canvas on Epson to 60" SD fall + 2" all around 1 each of 1 file (woman in chair) file: 60_Inch_Prince Canvas 1 match proof previously produced	64x84 - Done	
✓	Print to canvas on Epson AS SIZED + 2" all around 1 each of 1 file (woman in chair) green foliage file: 55.9_Inch_Prince Canvas match proof presviously provided	60 x 62.50 85	62.50T
✓	Print to canvas on Epson to 60" LD x fall + 2" all around 1 each of 1 file (woman in chair) file: 46.3_Inch_Prince Canvas 1 match proof previously provided	64x51 - Done	(331)
1	Print to canvas on Epson to 60" SD x fall + 2" all around 1 each of 1 file (woman against green foliage) file 60_Inch_Prince canvas 3v2 match proof presviously provided	64x91	(231)
1	Print to canvas on Epson to 60" LD x fall + 2" all around 1 each of 1 file (woman against green foliage) file 41.9_Inch_Prince canvas 3v2 match proof previously provided	64x46	
		Subtotal	
		Sales Tax (0.0%)	
		Total	

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com



64 x 29.6

29.6_inch_B1697-38color...

39 x 84

34.5_inch_B1697-38color...

64 x 145

60_inch_B1697-38color.tif



55 x 125

51.2_inch_B1697-38color...

Handwritten note:
JIM
ON THESE
MAY

A-2077

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
10/14/2008	81007012

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
✓ 1	Print to LightJet matte 40" LD x fall 1 each of 1 file (black woman cropped from larger file) <i>Done</i> mount full bleed to Sintra		
✓ 1	Print to LightJet matte 60" LD x fall 1 ea of 1 file (black woamn cropped from larger file) <i>Done</i> mount fulll bleed to Sintra		
✓ 1	Print to canvas to 30" SD + 2" all around (Carno Girl) <i>Done</i> 1 ea of 1 file		
✓ 1	Print to canvas to 60" LD 2 each of 1 file (black woman cropped from larger file, previously print on LightJet) Use file you have for LJ <i>64 x 44 (2) Done</i>		

Subtotal	\$62.50
Sales Tax (0.0%)	\$0.00
Total	\$62.50

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com



60_inch Prince canvas 1.tif



46.3_inch Prince canvas 1.tif



60_inch Prince canvas3v2...



55.9_inch Prince canvas3v...



41.9_inch Prince canvas3v...



25.6_inch_B1697-38color...



24.5_inch_B1697-38color...

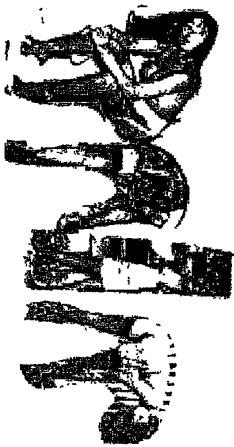


60_inch_B1697-38color.tif



51.2_inch_B1697-38color...

10-22-08



33sd B1697.tif



34x72_Camo Girl v3.tif



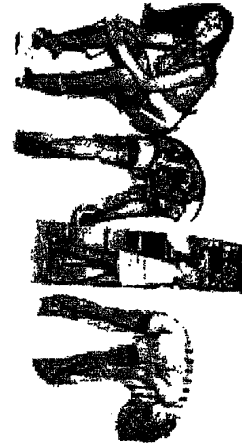
70_INCH_Nancy1_FINAL gra...



70_INCH_Nancy2_FINAL gra...



70_INCH_Nancy3_FINAL gra...



60sdB1697.tif



1 at 6050 1 at 6020

Prince canvas 2 gray.tif



Prince-Apron.tif

2 at 6010 & 2 at 6050



33sd B1697.tif



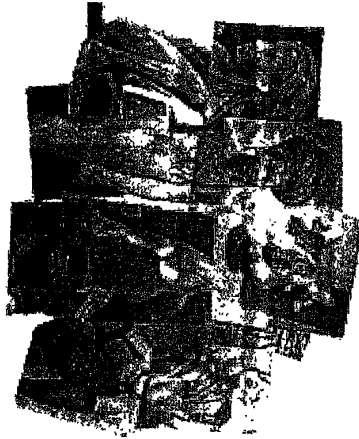
34x72_Camo Girl v3.tif



70_INCH_Nancy1_FINAL gra...



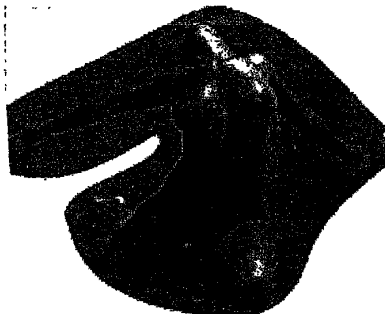
70_INCH_Nancy2_FINAL gra...



70_INCH_Nancy3_FINAL gra...



60sdB1697.tif



60SD + 100 60 LB

Prince canvas 2 gray.tif

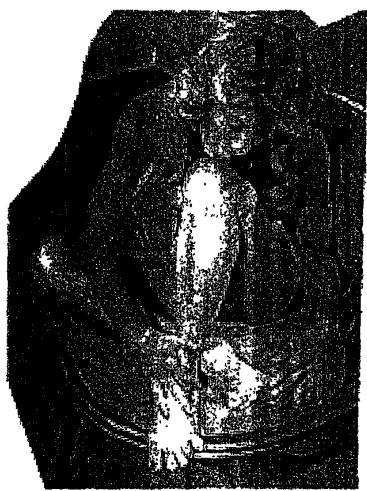


Prince-Apron.tif

2 of 60 LB + 2 of 60 LB



60_Inch Prince canvas 1.tif



46.3_Inch Prince canvas 1.tif



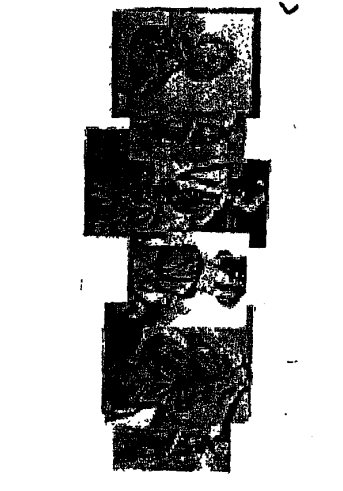
60_inch_Prince canvas3v2...



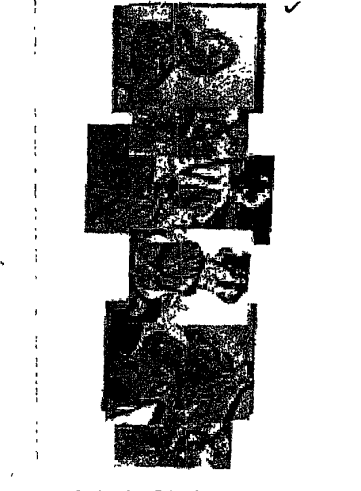
55.9_inch_Prince canvas3v...



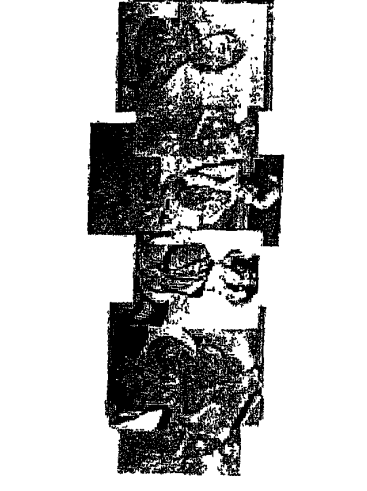
41.9_inch_Prince canvas3v...



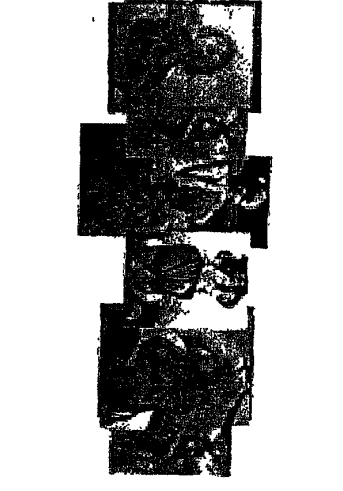
25.6_inch_B1697-38color...



54.5_inch_B1697-38color...



60_inch_B1697-38color.tif



51.2_inch_B1697-38color...

64x122

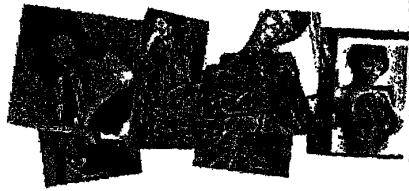
Q

64x128

Q

64x78 ✓

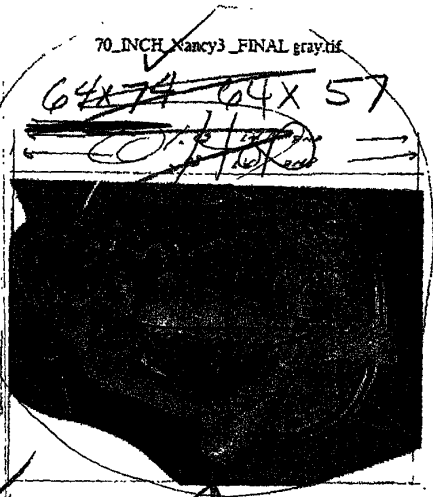
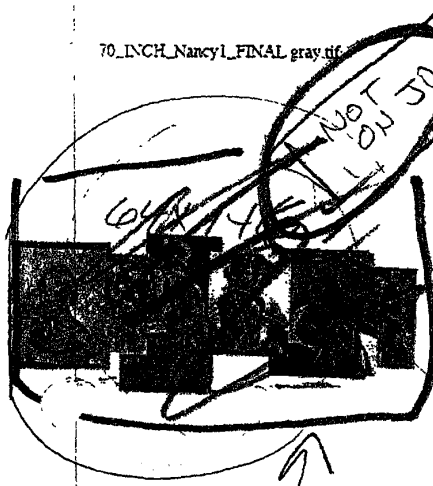
Q



70_INCH_Nancy1_FINAL gray.tif

70_INCH_Nancy2_FINAL gray.tif

70_INCH_Nancy3_FINAL gray.tif



B1697-38 Nancy color.tif

B1697.tif

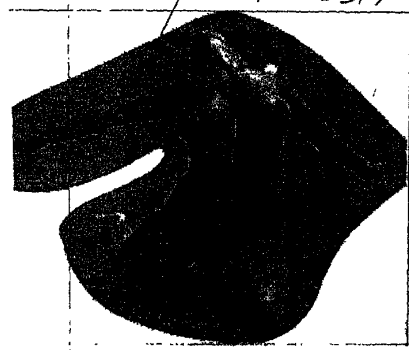
Prince canvas 1.tif

64x77 / 64x537 ✓

64x95 ✓

64x44.1 ✓

APRON GIRL



Prince canvas 2 gray.tif

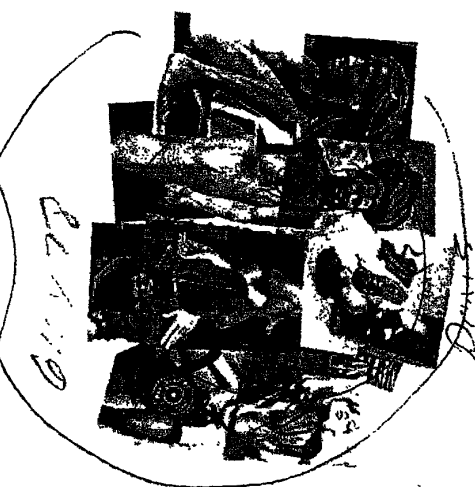
Prince canvas 3v2.tif



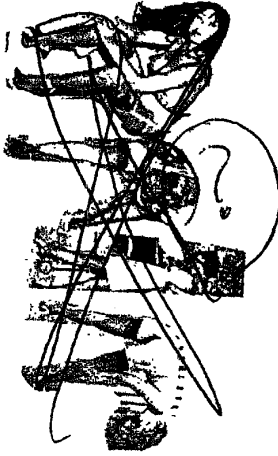
70_INCH_Nancy1_FINAL gray.tif



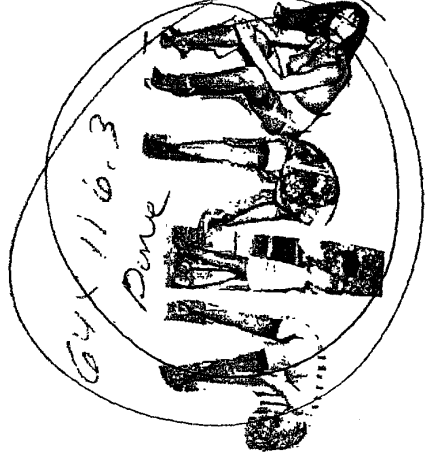
70_INCH_Nancy2_FINAL gray.tif



70_INCH_Nancy3_FINAL gray.tif



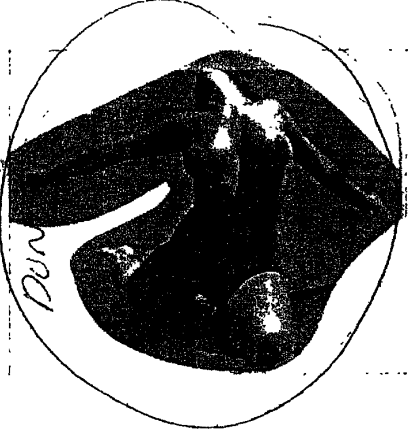
B1697_JO.tif



B1697.tif



Prince canvas 1.tif



Prince canvas 2 gray.tif



Prince canvas 3v2.tif



Prince-apron.tif

A-2084

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
10/14/2008	81007012

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
3	Print canvas on Epson, 60" sd x fall + 2" all around 1 each of 3 files match proof previously produced <i>70" Nancy 1 - Final gray ✓ 70" Nancy 2 - Final gray ✓ 70" Nancy 3 - Final gray ✓</i>		0.00T
2	Print to canvas on Epson 60" sd x fall + 2" all around 2 each of 1 file (apron) match proof previously produced <i>✓ 11 DAE</i>		
2	Print to canvas on Epson 60" LD x fall + 2" all around 2 each of 1 file (apron) match proof previously produced <i>✓ 11 DAE</i>		
1	Print to canvas on Epson to 60" SD + 2" all around 1 each of 1 file (grayscale 4 up new job) match proof previously produced <i>B1697 ✓</i>		0.00T
1	Print to canvas on Epson to 60" SD x fall + 2" All around 1 each of 1 file (woman in water) match proof previously produced <i>✓ 11 DAE Prince Canvas 2 gray</i>		
1	Print to canvas on Epson to 60" LD x fall + 2" all around 1 each of 1 file (woman in water) match proof previously produced <i>✓ Prince Canvas 2 gray</i>	0.00	
		Subtotal	
		Sales Tax (0.0%)	
		Total	

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2085

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
10/14/2008	81007012

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
3	Print canvas on Epson, 60" sd x fall + 2" all around 1 each of 3 files match proof previously produced		0.00T
2	Print to canvas on Epson 60" sd x fall + 2" all around 2 each of 1 file (apron) match proof previously produced		
2	Print to canvas on Epson 60" LD x fall + 2" all around 2 each of 1 file (apron) match proof previously produced		
1	Print to canvas on Epson to 60" SD + 2" all around 1 each of 1 file (grayscale 4 up-new job) match proof previously produced		0.00T
1	Print to canvas on Epson to 60" SD x fall + 2" All around 1 each of 1 file (woman in water) match proof previously produced		
1	Print to canvas on Epson to 60" LD x fall + 2" all around 1 each of 1 file (woman in water) match proof previously produced	0.00	
		Subtotal	
		Sales Tax (0.0%)	
		Total	

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2086

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
10/14/2008	81007012

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/17/2008		

Qty	Description	Rate	Total
1	Print to canvas on Epson to 60" SD fall + 2" all around 1 each of 1 file (woman in chair) match proof previously produced		
1	Print to canvas on Epson to 60" LD x fall + 2" all around 1 each of 1 file (woman in chair) match proof previously provided		
1	Print to canvas on Epson to 60" SD x fall + 2" all around 1 each of 1 file (woman against green foliage) match proof presviously provided		
1	Print to canvas on Epson to 60" LD x fall + 2" all around 1 each of 1 file (woman against green foliage) match proof previously provided		
1	Print to LightJet matte 40" LD x fall 1 each of 1 file (black woman cropped from larger file) mount full bleed to Sintra		
1	Print to LightJet matte 60" LD x fall 1 ea of 1 file (black woamn cropped from larger file) mount fulll bleed to Sintra		
		Subtotal	
		Sales Tax (0.0%)	
		Total	

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2087



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
11/11/2008	0811110010

NancyScans

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		11/11/2008	

Description	Qty	Rate	Amount
Oversize Canvas - Nude/Rastas/Plants			
Scan 500 MB RGB - Cleaned	11	149.95	1,649.45T
Print Canvas - see attached spreadsheet	1	28,141.12	28,141.12T
to deliver			

Subtotal	\$29,790.57
Sales Tax (0.0%)	\$0.00
Total	\$29,790.57
Payments/Credits	\$0.00
Balance Due	\$29,790.57

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

10)

JCB L - [redacted]



66 x 126 + 3" All turned

66_inch_B1697_JO.tif



68.3 x 160 + 3

68.3_inch_B1697-38color.tif



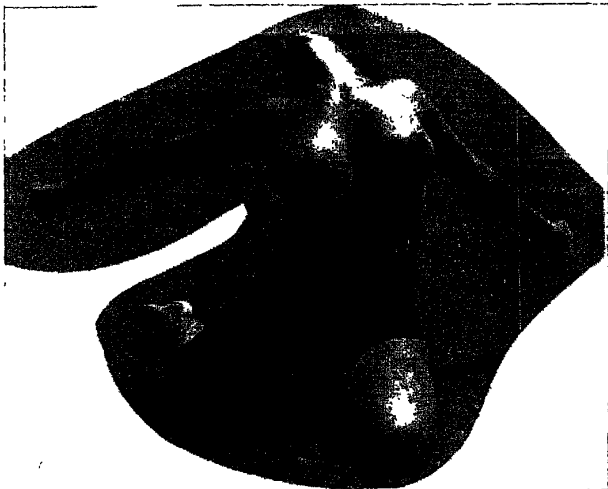
69.9 x 100 + 3

69.9_inch_Prince canvas3v2.tif



77 x 140 + 3

77_inch_B1697_JO.tif



80_inch_Prince canvas2.tif

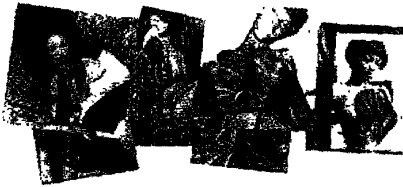
80 x 96 + 3

7031



100 x 196 + 3" All around

100_INCH_Nancy1_FINAL.tif



~~70 x 144 + 3" FI~~
70 x 205 + 3"

100_INCH_Nancy2_FINAL.tif



110 x 135 + 3 All around

110_INCH_Nancy3_FINAL...



10 x 137 + 3

70_INCH_Nancy1_FINAL.tif



70 x 144 + 3

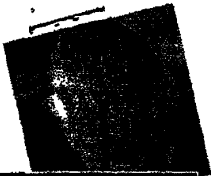
70_INCH_Nancy2_FINAL.tif



84 x 70 + 3

70_INCH_Nancy3_FINAL.tif

A-2091



NancyScans Corporation
124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
11/11/2008	0811110011

NancyScans

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		11/11/2008	

Description	Qty	Rate	Amount
Scan 100 Mb RGB - Cleaned	5	49.95	249.75T
Check Prints - 600 each of 8 files	4,800	0.42	2,016.00T
JO to deliver			
Carno Girl			
Rasta 1			
Rasta 2			
Rasta 3			
Rasta 4			
Previous Rasta			
Pot Plant			
New Pot Plant			

Subtotal	\$2,265.75
Sales Tax (0.0%)	\$0.00
Total	\$2,265.75
Payments/Credits	\$0.00
Balance Due	\$2,265.75

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

Ex. 102

A-2092

Corporation
n Avenue
NY 12037

Work Order

Date	Work Order #
10/22/2008	81007022

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	10/29/2008		

Qty	Description	Rate	Total
600	<p>Scan 100 Mb RGB/CYMK Cleaned <i>5 scans</i></p> <p>600 "checks" of each of 7 files</p> <p>Camo girl (use existing scan)</p> <p>New Rasta 1 (has slight tone)</p> <p>New Rasta 2 (has slight tone)</p> <p>New Rasta 3 (Has slight tone)</p> <p>New Rasta 4 (has slight tone)</p> <p>Previous Rasta (Use existing scan-has slight tone)</p> <p>Pot plant (use existing scan- full color)</p> <p>New Pot Plant (has slight tone)</p> <p>Nancy, Please scan prints that need scanning, size existing scans to same size and gang 2 up on 8.8 x 11 page for printing.</p>	49.95	299.70T

Subtotal	\$299.70
Sales Tax (0.0%)	\$0.00
Total	\$299.70

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

Dated: New York, New York
October 16, 2009

SCHNADER HARRISON SEGAL & LEWIS LLP

By: 

Daniel J. Brooks

Eric A. Boden

140 Broadway, Suite 3100

New York, New York 10005

(212) 973-8000

Attorneys for Plaintiff Patrick Cariou

TO:

Steven M. Hayes, Esq.
HANLY CONROY BIERSTEIN
SHERIDAN FISHER & HAYES LLP
112 Madison Avenue
New York, NY 10016-7416
(212) 784-6414
Attorneys for Defendant Richard Prince

Hollis Gonerka Bart, Esq.
WITHERS BERGMAN LLP
430 Park Avenue, 10th Floor
New York, NY 10022-3505
(212) 848-9800
*Attorneys for Defendants
Gagosian Gallery, Inc. and Lawrence Gagosian*

John Sherman, Esq.
WEISMAN CELLER SPETT & MODLIN P.C.
445 Park Avenue, No. 1500
New York, NY 10022
(212) 371-5400
Attorneys for Defendant Rizzoli International Publications, Inc.

EXHIBIT A

1. Work performed in connection with the creation of paintings by Richard Prince containing photographs published by Patrick Cariou in the book entitled *Yes Rasta* (the "Paintings"), some of which were displayed in the exhibition (the "Exhibition") held from November 8, 2008 through December 20, 2008 at a gallery located at 555 West 24th Street, New York, New York owned by Gagosian Gallery, and in connection with the creation of the catalogue entitled *Canal Zone* published by Gagosian Gallery displaying some of the Paintings (the "Catalogue").

2. Topic Number 1 above requires the witness to produce at deposition all documents relating to the work performed in connection with the creation of the Paintings or the Catalogue, including without limitation, all documents pertaining to or embodying copies, transparencies, plates, masters, tapes, film negatives, discs, jpegs, pdfs and other articles for making copies of Patrick Cariou's photographs or Richard Prince's images, whether or not ultimately they were used in creating the Paintings. The witness also is required to produce at deposition every correspondence, instruction, bill, invoice, receipt or payment schedule pertaining to the Paintings, the Catalogue or the Exhibition sent to Richard Prince by NancyScans or sent to NancyScans by Richard Prince.

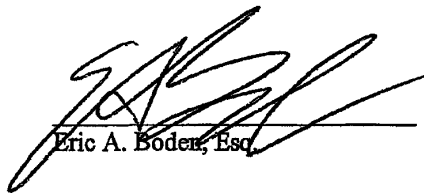
CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Notice of Deposition and Subpoena Duces Tecum were served via First Class Mail this 16th day of October, 2009 upon:

Hollis Gonerka Bart, Esq.
WITHERS BERGMAN LLP
430 Park Avenue, 10th Floor
New York, NY 10022-3505
(212) 848-9800
Attorneys for Defendants Gagosian Gallery, Inc. and
Lawrence Gagosian

Steven M. Hayes, Esq.
HANLY CONROY BIERSTEIN SHERIDAN FISHER & HAYES LLP
112 Madison Avenue
New York, NY 10016-7416
(212) 784-6414
Attorneys for Defendant Richard Prince

John Sherman, Esq.
WEISMAN CELLER SPETT & MODLIN P.C.
445 Park Avenue, No. 1500
New York, NY 10022
(212) 371-5400
Attorneys for Defendant
Rizzoli International Publications, Inc.


Eric A. Boden, Esq.

AO 18A (Rev. 06/09) Subpoena to Testify at a Deposition in a Civil Action

UNITED STATES DISTRICT COURT
for the
Northern District of New York

PATRICK CARIOU)	
<i>Plaintiff</i>)	
v.)	Civil Action No. 08 CIV 11327 (DAB)
RICHARD PRINCE, ET AL.)	
<i>Defendant</i>)	(If the action is pending in another district, state where: Southern District of New York)

SUBPOENA TO TESTIFY AT A DEPOSITION IN A CIVIL ACTION

To: NANCYSCANS, INC.

Testimony: YOU ARE COMMANDED to appear at the time, date, and place set forth below to testify at a deposition to be taken in this civil action. If you are an organization that is *not* a party in this case, you must designate one or more officers, directors, or managing agents, or designate other persons who consent to testify on your behalf about the following matters, or those set forth in an attachment:
See Exhibit A attached hereto

Place: Columbia County Courthouse, 401 Union Street, 1st Floor, Hudson, New York 12534	Date and Time: 11/16/2009 1:00 pm
--	--------------------------------------

The deposition will be recorded by this method: audio, audiovisual and/or stenographic means

Production: You, or your representatives, must also bring with you to the deposition the following documents, electronically stored information, or objects, and permit their inspection, copying, testing, or sampling of the material:
See Exhibit A attached hereto

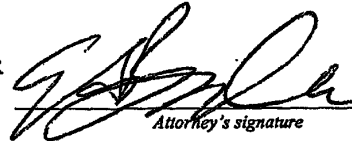
The provisions of Fed. R. Civ. P. 45(c), relating to your protection as a person subject to a subpoena, and Rule 45 (d) and (e), relating to your duty to respond to this subpoena and the potential consequences of not doing so, are attached.

Date: 10/16/2009

CLERK OF COURT

OR

Signature of Clerk or Deputy Clerk



Attorney's signature

The name, address, e-mail, and telephone number of the attorney representing (name of party) PATRICK CARIOU

_____, who issues or requests this subpoena, are:
Schnader Harrison Segal & Lewis LLP, by Daniel J. Brooks and Eric A. Boden; 140 Broadway, Suite 3100, New York, New York, 10005; dbrooks@schnader.com, eboden@schnader.com; (212) 973-8000

A088A (Rev. 06/09) Subpoena to Testify at a Deposition in a Civil Action (Page 2)

Civil Action No. 08 CIV 11327 (DAB)

PROOF OF SERVICE

(This section should not be filed with the court unless required by Fed. R. Civ. P. 45.)

This subpoena for *(name of individual and title, if any)* _____
was received by me on *(date)* _____.

I served the subpoena by delivering a copy to the named individual as follows: _____
_____ on *(date)* _____; or

I returned the subpoena unexecuted because: _____
_____.

Unless the subpoena was issued on behalf of the United States, or one of its officers or agents, I have also
tendered to the witness fees for one day's attendance, and the mileage allowed by law, in the amount of
\$ _____.

My fees are \$ _____ for travel and \$ _____ for services, for a total of \$ _____ 0.00 .

I declare under penalty of perjury that this information is true.

Date: _____

Server's signature

Printed name and title

Server's address

Additional information regarding attempted service, etc:

Federal Rule of Civil Procedure 45 (c), (d), and (e) (Effective 12/1/07)

(c) Protecting a Person Subject to a Subpoena.

(1) Avoiding Undue Burden or Expense; Sanctions. A party or attorney responsible for issuing and serving a subpoena must take reasonable steps to avoid imposing undue burden or expense on a person subject to the subpoena. The issuing court must enforce this duty and impose an appropriate sanction — which may include lost earnings and reasonable attorney's fees — on a party or attorney who fails to comply.

(2) Command to Produce Materials or Permit Inspection.

(A) Appearance Not Required. A person commanded to produce documents, electronically stored information, or tangible things, or to permit the inspection of premises, need not appear in person at the place of production or inspection unless also commanded to appear for a deposition, hearing, or trial.

(B) Objections. A person commanded to produce documents or tangible things or to permit inspection may serve on the party or attorney designated in the subpoena a written objection to inspecting, copying, testing or sampling any or all of the materials or to inspecting the premises — or to producing electronically stored information in the form or forms requested. The objection must be served before the earlier of the time specified for compliance or 14 days after the subpoena is served. If an objection is made, the following rules apply:

(i) At any time, on notice to the commanded person, the serving party may move the issuing court for an order compelling production or inspection.

(ii) These acts may be required only as directed in the order, and the order must protect a person who is neither a party nor a party's officer from significant expense resulting from compliance.

(3) Quashing or Modifying a Subpoena.

(A) When Required. On timely motion, the issuing court must quash or modify a subpoena that:

(i) fails to allow a reasonable time to comply;

(ii) requires a person who is neither a party nor a party's officer to travel more than 100 miles from where that person resides, is employed, or regularly transacts business in person — except that, subject to Rule 45(c)(3)(B)(iii), the person may be commanded to attend a trial by traveling from any such place within the state where the trial is held;

(iii) requires disclosure of privileged or other protected matter, if no exception or waiver applies; or

(iv) subjects a person to undue burden.

(B) When Permitted. To protect a person subject to or affected by a subpoena, the issuing court may, on motion, quash or modify the subpoena if it requires:

(i) disclosing a trade secret or other confidential research, development, or commercial information;

(ii) disclosing an unretained expert's opinion or information that does not describe specific occurrences in dispute and results from the expert's study that was not requested by a party; or

(iii) a person who is neither a party nor a party's officer to incur substantial expense to travel more than 100 miles to attend trial.

(C) Specifying Conditions as an Alternative. In the circumstances described in Rule 45(c)(3)(B), the court may, instead of quashing or modifying a subpoena, order appearance or production under specified conditions if the serving party:

(i) shows a substantial need for the testimony or material that cannot be otherwise met without undue hardship; and

(ii) ensures that the subpoenaed person will be reasonably compensated.

(d) Duties in Responding to a Subpoena.

(1) Producing Documents or Electronically Stored Information. These procedures apply to producing documents or electronically stored information:

(A) Documents. A person responding to a subpoena to produce documents must produce them as they are kept in the ordinary course of business or must organize and label them to correspond to the categories in the demand.

(B) Form for Producing Electronically Stored Information Not Specified. If a subpoena does not specify a form for producing electronically stored information, the person responding must produce it in a form or forms in which it is ordinarily maintained or in a reasonably usable form or forms.

(C) Electronically Stored Information Produced in Only One Form. The person responding need not produce the same electronically stored information in more than one form.

(D) Inaccessible Electronically Stored Information. The person responding need not provide discovery of electronically stored information from sources that the person identifies as not reasonably accessible because of undue burden or cost. On motion to compel discovery or for a protective order, the person responding must show that the information is not reasonably accessible because of undue burden or cost. If that showing is made, the court may nonetheless order discovery from such sources if the requesting party shows good cause, considering the limitations of Rule 26(b)(2)(C). The court may specify conditions for the discovery.

(2) Claiming Privilege or Protection.

(A) Information Withheld. A person withholding subpoenaed information under a claim that it is privileged or subject to protection as trial-preparation material must:

(i) expressly make the claim; and

(ii) describe the nature of the withheld documents, communications, or tangible things in a manner that, without revealing information itself privileged or protected, will enable the parties to assess the claim.

(B) Information Produced. If information produced in response to a subpoena is subject to a claim of privilege or of protection as trial-preparation material, the person making the claim may notify any party that received the information of the claim and the basis for it. After being notified, a party must promptly return, sequester, or destroy the specified information and any copies it has; must not use or disclose the information until the claim is resolved; must take reasonable steps to retrieve the information if the party disclosed it before being notified; and may promptly present the information to the court under seal for a determination of the claim. The person who produced the information must preserve the information until the claim is resolved.

(e) Contempt. The issuing court may hold in contempt a person who, having been served, fails without adequate excuse to obey the subpoena. A nonparty's failure to obey must be excused if the subpoena purports to require the nonparty to attend or produce at a place outside the limits of Rule 45(c)(3)(A)(ii).

EXHIBIT A

1. Work performed in connection with the creation of paintings by Richard Prince containing photographs published by Patrick Cariou in the book entitled *Yes Rasta* (the "Paintings"), some of which were displayed in the exhibition (the "Exhibition") held from November 8, 2008 through December 20, 2008 at a gallery located at 555 West 24th Street, New York, New York owned by Gagosian Gallery, and in connection with the creation of the catalogue entitled *Canal Zone* published by Gagosian Gallery displaying some of the Paintings (the "Catalogue").

2. Topic Number 1 above requires the witness to produce at deposition all documents relating to the work performed in connection with the creation of the Paintings or the Catalogue, including without limitation, all documents pertaining to or embodying copies, transparencies, plates, masters, tapes, film negatives, discs, jpegs, pdfs and other articles for making copies of Patrick Cariou's photographs or Richard Prince's images, whether or not ultimately they were used in creating the Paintings. The witness also is required to produce at deposition every correspondence, instruction, bill, invoice, receipt or payment schedule pertaining to the Paintings, the Catalogue or the Exhibition sent to Richard Prince by NancyScans or sent to NancyScans by Richard Prince.

A-2101



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
2/21/2008	0802210056

NancyScans

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		2/22/2008	

Description	Qty	Rate	Amount
Rastafarians			
Scan 300 MB RGB - Cleaned	12	79.95	959.40T
System Time - Maximize color & File integrity	9	150.00	1,350.00T
Print Canvas - 60X84	13	1,027.25	13,354.25T
- Rasta 7 printed twice			
to deliver to Rensselaerville			

Subtotal	\$15,663.65
Sales Tax (0.0%)	\$0.00
Total	\$15,663.65
Payments/Credits	\$0.00
Balance Due	\$15,663.65

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

PEX 93

A-2102

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
1/19/2008	0801190001

NancyScans

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep
	1/23/2008	

Project	
---------	--

Description		Qty
Scan 300 MB Hi Res 16 Bit Cleaned		12
58xfall Print canvas		13 CANVAS (12+1)
system devote system time to each file to match look and feel of print Series: Rastafarian CANVAS Scan all 12 Print 1 canvas sample first, LAP Sales Tax	58x75.5	12 HAS 9 SYS
TEST 1 CANVAS	PROOF	12 58x Fall
Epson 7 Richard Prince RASTA 7		
CANVAS - RASTA		

--

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com













30.05
29.35

1640.75
55.00

29.35

14 x 11

(60x84)

Name	Date Modified	Size	Kind
 58x83Canvas Rastas 12.tif	2/14/08, 2:47 PM	52...MB	--
 58x78Canvas Rastas 11.tif	2/14/08, 2:17 PM	38...MB	--
 58x78.4Canvas Rastas 10.tif	2/14/08, 12:48 PM	52...MB	--
 58x76.88Canvas Rastas 8.tif	2/11/08, 9:12 AM	49...MB	--
 58x673Canvas Rastas 9.tif	2/8/08, 1:41 PM	50...MB	--
 58x79.83Canvas Rastas 7.tif	2/8/08, 1:01 PM	51...MB	--
 58x77.427Canvas Rastas 6.tif	2/8/08, 12:15 PM	52...MB	--
 58x77.25Canvas Rastas 5.tif	2/8/08, 10:14 AM	49...MB	--
 58x75 -Canvas Rastas 4.tif	2/8/08, 9:39 AM	49...MB	--
 58x79Canvas Rastas 3.tif	2/8/08, 9:06 AM	49...MB	--
 58x76.6Canvas Rastas 2.tif	2/7/08, 4:57 PM	46...MB	--
 V2_Canvas Rastas+Lavendar1.tif	2/4/08, 2:23 PM	41...MB	--

A-2104

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
1/19/2008	0801190001



Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep
	1/23/2008	

Project	
---------	--

Description	Qty
Scan 300 MB Hi Res 16 Bit Cleaned	12
58xfall Print canvas	13
stretch devote system time to each file to matchlook and feel of print	1
Series: Rastafarian	
Scan all 12 Print 1 canvas sample first, LAP	
add lavender curve to each Sales Tax	

*IMAGIN - EPSON 2008 - PRINCE
RASTAS
CANVA*

1 is completed

2 - 12 to go

SD 58" W ~ TO FALL 150 PPI

Simple clean

vertical

--

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com



58x75-Canvas Rastas 4.tif



58x76 6Canvas Rastas



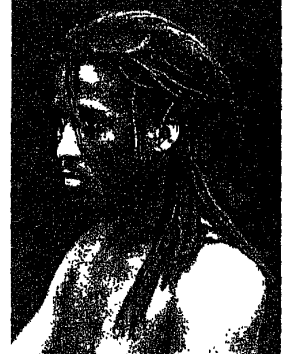
58x76 88Canvas Rastas



58x77 25Canvas Rastas



58x77 427Canvas Rast



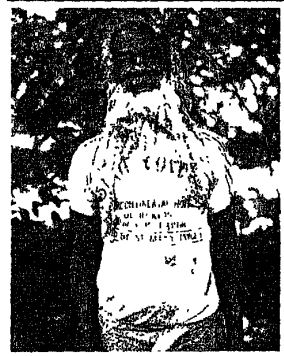
58x78 4Canvas Rastas



58x78Canvas Rastas 11.tif



58x79.83Canvas Rastas.



58x79Canvas Rastas 3.tif



58x83Canvas Rastas 12.tif

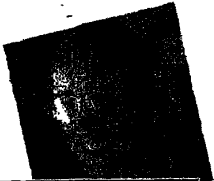


58x673Canvas Rastas 9.tif



V2 Canvas Rastas+Lave.

A-2106



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
5/2/2008	0801190002

NancyScans

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		5/2/2008	

Description	Qty	Rate	Amount
Job: Rastas			
Scan 100 Mb RGB - Cleaned	26	49.95	1,298.70T
Write to NS Supplied CD	1	15.00	15.00T
Print Inkjet 9.5x12 - Check Paper - 15 each of 26 files	390	14.50	5,655.00T
to deliver			

Subtotal	\$6,968.70
Sales Tax (0.0%)	\$0.00
Total	\$6,968.70
Payments/Credits	\$0.00
Balance Due	\$6,968.70

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

PEX 94

A-2107



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
5/2/2008	0801190002

NancyScans

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		5/2/2008	

Description	Qty	Rate	Amount
Job: Rastas			
Scan 100 Mb RGB - Cleaned	26	49.95	1,298.70T
Write to NS Supplied CD	1	15.00	15.00T
Print Inkjet 9.5x12 - Check Paper - 15 each of 26 files	390	15.00	5,850.00T
to deliver			

RECEIVED

Subtotal	\$7,163.70
Sales Tax (0.0%)	\$0.00
Total	\$7,163.70
Payments/Credits	\$0.00
Balance Due	\$7,163.70

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2108



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order


Date	Work Order #
1/19/2008	0801190002

NancyScans

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep
	4/10/2008	

Project	Epson
---------	-------

Description			Qty
files reside: Scans>RAW>Previous Prince Work>Prince LG Rasta 01-21-08>Mac 3			
04-04-08 REVISE Proof all files in For Mac 5			
Print 15 ea all files in MAC Finals			
 Prince LG			
26 scans @ 49¢			
390 prints @ 30 15 ea			
3 hrs system			

[Empty rectangular box]

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2109



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
1/19/2008	0801190002

NancyScans

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep
	4/10/2008	

Project	
---------	--

Description			Qty
Scan 200 MB RGB/CMYK Cleaned maximive file integrity to match originals print 15 ea 9.5x12 (same size) on check paper Part I: Proof 8 files to 9.5x12 Acans>RAw>Prince LG Rastas>For Mac Keep Version numbers in lower right Proof to Epson matte Part II: Flatten files, convert all files to rgb Part III Flatten files, convert all files to cmyk Burn 2 folders to disc; Title RGB Title CMYK 04-02-08 REVISE Proof 25 files to 9.5x12 on Epson matte			26

Empty rectangular box

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2110



62x57_R35128-LG FINAL.tif

EPSON 2007

Richard Prince Rastas

Rastas LG FINALS_4-7-08

15 ea of 26 files

A-2111



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
6/16/2008	0806070003

NancyScans

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		6/16/2008	

Description	Qty	Rate	Amount
Lavender Guitar			
Scan 100 Mb RGB - Cleaned	6	49.95	299.70T
System Time - gang prints	0.25	150.00	37.50T
Print Canvas - 32.275 x 63	1	282.41	282.41T
Guitars			
600 MB RGB - Cleaned	1	189.95	189.95T
System Time - gang prints	0.25	150.00	37.50T
Print Canvas - 40x54	1	300.00	300.00T
Print Canvas - 50x68	1	472.22	472.22T
Print Canvas - 60x81	1	675.00	675.00T

Subtotal	\$2,294.28
Sales Tax (0.0%)	\$0.00
Total	\$2,294.28
Payments/Credits	\$0.00
Balance Due	\$2,294.28

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

PEX 95

A-2112

NancyScans Corporation

124 Hudson Avenue

Chatham, NY 12037

Work Order

Date	Work Order #
6/7/2008	0806070003

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	6/12/2008		

Qty	Description	Rate	Total
6	Scan 100 Mb RGB/CYMK Cleaned lavender guitar scan at 100%, 110%, 125%, 150%, 200%, 300%	49.95	299.70T
6	Print Canvas of lavender guitar at 100%, 110%, 125%, 150%, 200%, 300% gang files onto same page for page efficiency	0.00	
1	Scan 350 MB RGB/CMYK Cleaned - 400mb many b&w guitars	99.95	99.95T
3	Print Canvas print 3 canvas output of this file 1 at 40" 1 at 50" 1 at 60"	0.00	

Subtotal	\$399.65
Sales Tax (0.0%)	\$0.00
Total	\$399.65

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2113

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
6/7/2008	0806070003

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	6/12/2008		

Qty	Description	Rate	Total
6	Scan 100 Mb RGB/CYMK Cleaned lavender guitar scan at 100%, 110%, 125%, 150%, 200%, 300%	49.95	299.70T
6	Print Canvas of lavender guitar at 100%, 110%, 125%, 150%, 200%, 300% gang files onto same page for page efficiency	0.00	
1	Scan 350 MB RGB/CMYK Cleaned many b&w guitars	99.95	99.95T
3	Print Canvas print 3 canvas output of this file 1 at 40" 1 at 50" 1 at 60"	0.00	

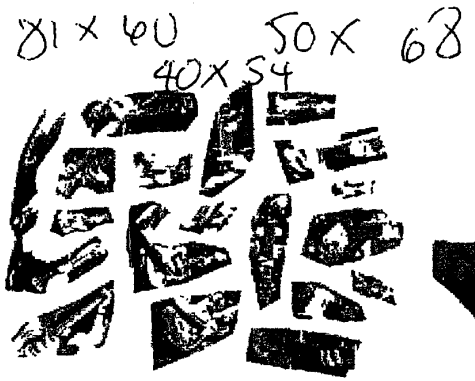
541
32
36

Y6
JFF file

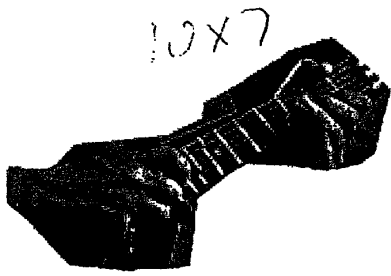
Subtotal	\$399.65
Sales Tax (0.0%)	\$0.00
Total	\$399.65

Phone #	Fax #
1-800-604-1199	1-800-551-9116

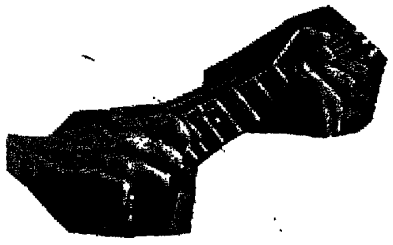
Web Site
www.nancyscans.com



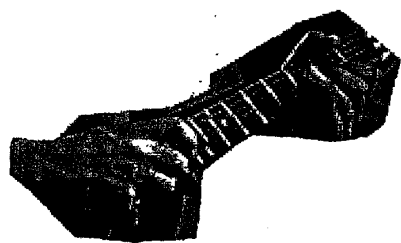
Prince-Guitars Final.tif



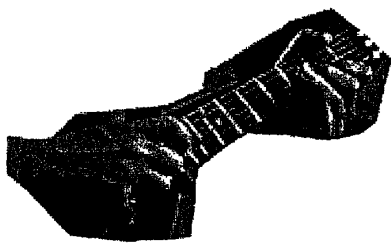
Prince-Purple 100.tif



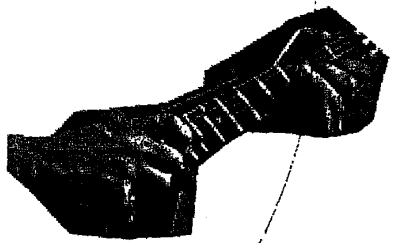
Prince-Purple 110.tif



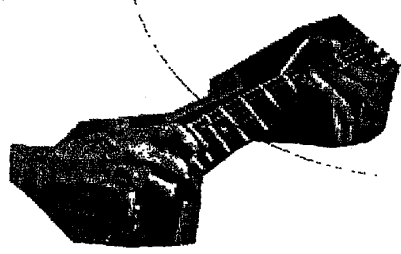
Prince-Purple 125.tif



Prince-Purple 150.tif



Prince-Purple 200.tif

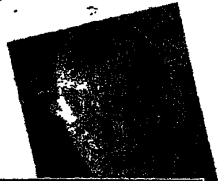


Prince-Purple 300.tif

~~30 x 40~~
22.5 x 16.5

GUITARS

A-2115



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
6/16/2008	0805310008

NancyScans

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		6/16/2008	

Description	Qty	Rate	Amount
Girls & Rastas			
Image Copy and Oversize	33	100.00	3,300.00T
System Time - image integrity	8.25	150.00	1,237.50T
Print Canvas - 51 pcs - various sizes - attached contact sheet	1	19,403.60	19,403.60T

Subtotal	\$23,941.10
Sales Tax (0.0%)	\$0.00
Total	\$23,941.10
Payments/Credits	\$0.00
Balance Due	\$23,941.10

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

PEX 96

A-2116

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
5/31/2008	0805310008

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	5/31/2008		

Qty	Description	Rate	Total
32	Scan 200 MB RGB/CMYK Cleaned	59.95	1,918.40T
32	oversize Miscellaneous Services	20.00	640.00T
32	Print Canvas to LD indicated. You can gang files side-by-side to be page efficient. RP will be cutting the canvas apart.	0.00	

52 PRINTS

Subtotal	\$2,558.40
Sales Tax (0.0%)	\$0.00
Total	\$2,558.40

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2117

Item	Width	Length	Sq Ft	Print Copies
1	60.00	100.80	42.00	1.00
2	60.00	34.00	14.17	1.00
3	60.00	41.00	17.08	1.00
4	60.00	42.70	17.79	1.00
5	60.00	48.30	20.13	1.00
6	60.00	48.90	20.38	1.00
7	60.00	50.50	21.04	1.00
8	60.00	51.30	21.38	1.00
9	60.00	51.50	21.46	1.00
10	60.00	60.00	25.00	1.00
11	60.00	74.50	31.04	1.00
12	60.00	75.00	31.25	1.00
13	60.00	76.70	31.96	1.00
14	60.00	84.90	35.38	1.00
15	63.00	109.50	47.91	1.00
16	63.00	79.60	34.83	1.00
17	63.00	96.20	42.09	1.00
18	48.00	12.90	4.30	1.00
19	48.00	15.60	5.20	1.00
20	48.00	21.60	7.20	1.00
21	58.00	18.60	7.49	1.00
22	60.00	33.00	13.75	1.00
23	60.00	34.00	14.17	1.00
24	60.00	35.90	14.96	1.00
25	60.00	44.00	18.33	1.00
26	60.00	62.20	25.92	1.00
27	40.00	16.30	4.53	2.00
28	58.00	21.20	8.54	2.00
29	58.00	22.30	8.98	2.00
30	60.00	28.10	11.71	2.00
31	60.00	29.25	12.19	2.00
32	80.00	32.60	18.11	2.00
33	80.00	37.50	20.83	2.00
34	80.00	39.00	21.67	2.00
35	58.00	21.60	8.70	3.00
36	60.00	41.70	17.38	3.00
37	80.00	55.60	30.89	3.00



60x100.6_Topless 6.tif



60x34_Topless 10.tif



60x41_Topless 3.tif



60x42.7_Topless 11.tif



60x48.3_Topless 12.tif



60x48.9_Topless 4.tif



60x50.5_Topless 7.tif



60x51.3_Topless 8.tif



60x51.5_Topless 1.tif



60x60_El Camino Girls...



60x74.5_Topless 9.tif



60x75_El Camino Girls...



60x76.7_Topless 5.tif



60x81.9_El Camino Glr...



63x109.5_Topless 2.tif



63x79.6_Topless 14.tif



63x96.2_Topless 13.tif

EPSON 2007

Prince_32 images Canvas

GIRLS at 60in_1ea



48x12.9_RP0002 jo.tif



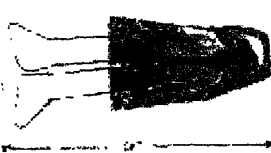
48x15.6_RP0007 jo.tif



48x21.6_RP0004 jo.tif



58x18.6_RP0003 jo.tif



60x33_Rasta-Long Golee.tif



60x34_Rasta15d.d-Hands.tif



60x35.9_Rasta 9d.a-Bong Gu...



60x44_Rasta 13da-Underwea...



60x62.2_Rasta-Donkey.tif

EPSON 2007
Prince_32 images Canvas
RASTAS
1 ea



40x16.3_RP0009_jo.tif



58x21.2_RP0006_jo.tif



58x22.3_RP0005_jo.tif



60x28.1_RP0008_jo.tif



60x29.25_RP0010_jo.tif



80x32.6_RP0009_jo.tif



80x37.5_RP0008_jo.tif



80x39_RP0010_jo.tif

EPSON 2007
Prince_32 images Canvas
RASTAS
2 ea

A-2121



58x21.8_RP0001_jo.tif

60x41.7_RP0011_jo.tif

80x55.6_RP0011_jo.tif

EPSON 2007
Prince_32 images Canvas
RASTAS
3 ea

A-2122



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
6/16/2008	0805290024

NancyScans

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		6/16/2008	

Description	Qty	Rate	Amount
Cutouts			
Image Copy	13	100.00	1,300.00T
System Time	10	150.00	1,500.00T
Print Canvas - 63 inch SD	1	9,363.38	9,363.38T

Subtotal
Sales Tax (0.0%)
Total
Payments/Credits
Balance Due

Phone #	Fax #
-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

PK97

A-2123



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
6/16/2008	0805290024

NancyScans

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		6/16/2008	

Description	Qty	Rate	Amount
1 - 63.00 x 107.30			
2 - 63.00 x 74.60			
3 - 63.00 x 75.30			
4 - 63.00 x 75.30			
5 - 63.00 x 75.40			
6 - 63.00 x 75.60			
7 - 63.00 x 75.70			
8 - 63.00 x 83.10			
9 - 63.00 x 83.20			
10 - 63.00 x 83.30			
11 - 63.00 x 83.40			
12 - 63.00 x 83.00			
13 - 63.00 x 94.90			

Subtotal	\$12,163.38
Sales Tax (0.0%)	\$0.00
Total	\$12,163.38
Payments/Credits	\$0.00
Balance Due	\$12,163.38

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2124

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
5/29/2008	0805290001

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	5/29/2008		

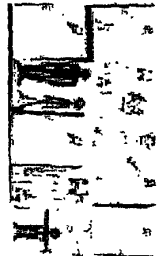
588 scan job

Qty	Description	Rate	Total
<i>230 MBS</i>	5 Scan 200 MB RGB/CMYK Cleaned Party Girls } <i>Nancy?</i>	59.95	299.75T
	12 Scan 200 MB RGB/CMYK Cleaned Couples } <i>Nancy?</i>	59.95	719.40T
	4 Scan 200 MB RGB/CMYK Cleaned Motorcycle magazine covers } <i>Nancy?</i>	59.95	239.80T
	13 Scan 200 MB RGB/CMYK Cleaned Flat Art-Oversize } <i>Laserlight</i>	59.95	779.35T
<i>800</i>	13 Oversize charge Miscellaneous Services } <i>Laserlight</i>	20.00	260.00T
<i>10 AM</i>	25 Maximize file integrity of 33 files } <i>Laserlight</i>	150.00	1,237.50T
<i>UNRELIABLE CUT UPS</i>	13 62" x fall Epson Canvas } <i>lea</i>		
	<i>SD</i> 63" SD X Fall MAC says 60" canvas 50 57" SD		

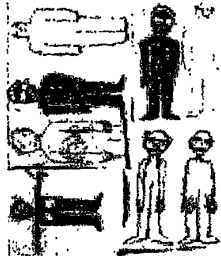
Subtotal	\$3,535.80
Sales Tax (0.0%)	\$0.00
Total	\$3,535.80

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com



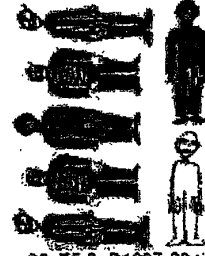
63x107.3_B1697-31.tif



63x74.6_B1697-22.tif



63x75.3_B1697-20.tif



63x75.3_B1697-23.tif



63x75.4_B1697-21.tif



63x75.6_B1697-25.tif



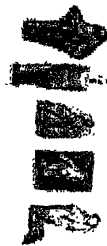
63x75.7_B1697-24.tif



63x83.1_B1697-29.tif



63x83.2_B1697-30.tif



63x83.3_B1697-27.tif



63x83.4_B1697-26.tif



63x83_B1697-28.tif



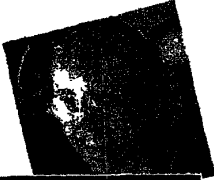
63x94.9_B1697-32.tif

EPSON_2007

Prince-LL Scans_6-9-08

1 ea on canvas

A-2126



NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
6/16/2008	0806030001

NancyScans

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		6/16/2008	

Description	Qty	Rate	Amount
Rastas			
Scan 250 MB RGB - Cleaned	4	69.95	279.80T
System Time - image integrity	4	150.00	600.00T
Print Canvas - 62x78.3	4	674.25	2,697.00T
- 1 each of 4			

Subtotal	\$3,576.80
Sales Tax (0.0%)	\$0.00
Total	\$3,576.80
Payments/Credits	\$0.00
Balance Due	\$3,576.80

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

PEX 98

A-2127

NancyScans Corporation


124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
6/3/2008	0806030001

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	6/10/2008		

Qty	Description	Rate	Total
4	Scan 200 MB RGB/CMYK Cleaned	59.95	239.80T
4	Print Canvas 1 each 62" sd no finishing	0.00	
	250 		

Subtotal \$239.80

Sales Tax (0.0%) \$0.00

Total \$239.80

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

A-2128

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Work Order

Date	Work Order #
6/3/2008	0806030001

Name / Address
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Due Date	Rep	Project
	6/10/2008		

Qty	Description	Rate	Total
4	Scan 200 MB RGB/CMYK Cleaned	59.95	239.80
4	Print Canvas 1 each 62" sd no finishing	0.00	

Epson 2607
Prince-Rastas Canvas
Plants - 1 ea

Subtotal	\$239.80
Sales Tax (0.0%)	\$0.00
Total	\$239.80

Phone #	Fax #
1-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com



62x78.3_Rastas 11d...



62x78.3_Rastas 12d...



62x78.3_Rastas 1d.tif



62x78.3_Rastas 3d...

EPSON 2007

Done 6-16-08

Prince_32 images Canvas

PLANTS_1 ea

A-2130

NancyScans Corporation

124 Hudson Avenue
Chatham, NY 12037

Invoice

Date	Invoice #
9/3/2008	0809030027

Bill To
Richard Prince 151 Righter Rd Rensselaerville, NY 12147 518.797.5279

P.O. No.	Terms	Ship Date	Project
		9/3/2008	

Description	Qty	Rate	Amount
Guitar Nudes			
Scan - RGB - Cleaned	1	1,865.50	1,865.50T
System Time - Size and Enhance File	1	300.00	300.00T
Print Canvas	1	11,282.87	11,282.87T
Write to NS Supplied DVD	1	50.00	50.00T
ping - JO to Deliver	1	100.00	100.00T
1) Rasta with Guitar 2) Nude Couple with Guitars 3) Woman with Guitar on Left 4) Woman in Tub on Right 5) Feet Bottom Left / Hand w Cigarette on Right 6) Guys with Guitars 7) Pot Plant 8) Kneeling Top Right			

Subtotal	\$13,598.37
Sales Tax (0.0%)	\$0.00
Total	\$13,598.37
Payments/Credits	\$0.00
Balance Due	\$13,598.37

Phone #	Fax #
-800-604-1199	1-800-551-9116

Web Site
www.nancyscans.com

PEX 99

Prinice - Guitar Nudes

64" Roll
59" MAX
2.5"
Bleed
CANVAS

①

Rasta w/ Guitar

169.91

4 @ 60" 60x77 529mb / 64x80.815
3 @ 45" 45x57.82 50x62.825
2 @ 30" 30x38.54 35x43.55

②

Nude Couple w/ Guitars

222.91

1 @ 60" 60x92.125 632mb 64x95.59
1 @ 40" 40x61.41 45x66.415
1 @ 30" 30x46.06 35x51.065

③

Woman w/ Guitar on Left

169.91

1 @ 60" 60x74.361 510.6mb 64x78.62

④

Woman in Tub on Right

169.91

1 @ 60" 60x77.646 533.1mb ~~64x81.645~~ 64x81.35

⑤

Feet Bottom Left / Hand w/ Cigarette on Right

169.91

1 @ 60" 60x77.605 532.9mb 64x81.31

⑥

Guys w/ Guitars

222.91

1 @ 60" 60x90.695 622.8mb 64x94.185

⑦

Pot Plant

169.91

3 @ 60" 60x78.133 536.5mb 64x81.835

⑧

Kneeling Top Right

154.91

1 @ 100" 100.4 x 112.02
1 @ 80" 80x89.042 1.2gb
1 @ 60" 60x66.781

Prime - Guitar Nudes

64" Roll

1/1 Done 8/22/85
 ① Rasta w/ Guitar
 4 @ 60" 60x77 529mb (64x80.815) 59" MAX
 3 @ 45" 45x57.82 (50x62.825) 63.5 2.5"
 2 @ 30" 30x38.54 (35x43.55) 35.2x 93.3 BLEED CANVAS

Done 8/22/85
 ② Nude Couple w/ Guitars
 1 @ 60" 60x92.125 632mb (64x95.59) 793
 1 @ 40" 40x61.41 (45x66.415) tot. 614
 1 @ 30" 30x46.06 (35x51.065)

Done 8/22/85
 ③ Woman w/ Guitar on Left (64x78.62) 79.12
 1 @ 60" 60x74.361 510.6mb

Done 8/22/85
 ④ Woman in Tub on Right (64x81.35)
 1 @ 60" 60x77.646 533.1mb 81.607

Done 8/22/85
 ⑤ Feet Bottom Left / Hand w/ Cigarette on Right
 1 @ 60" 60x77.605 532.9mb (64x81.31) 81.5

Done
 ⑥ Guys w/ Guitars (64x94.185) 94.387
 1 @ 60" 60x90.695 622.8mb

Done
 ⑦ Pot Plant (64x81.835) 82.07
 3 @ 60" 60x78.133 536.5mb

lost to mint
 ⑧ Kneeling Top Right
 1 @ 100" 106.4x112.02
 1 @ 80" 80x89.042 1:2 qb
 1 @ 60" 1:2 qb

Prinzie - Guitar Nudes

① Rasta w/ Guitar

4 @ 60" 60X77.529mb

3 @ 45" 45X57.82

2 @ 30" 30X38.54

② Nude Couple w/ Guitars

1 @ 60" 60X92.125 632mb

1 @ 40" 40X61.41

1 @ 30" 30X46.06

③ Woman w/ Guitar on Left

1 @ 60" 60X74.361 510.6mb

④ Woman in Tub on Right

1 @ 60" 60X77.646 533.1mb

⑤ Feet Bottom Left / Hand w/ Cigarette on Right

1 @ 60" 60X77.605 532.9mb

⑥ Guys w/ Guitars

1 @ 60" 60X90.695 622.8mb

⑦ Pot Plant

3 @ 60" 60X78.133 536.5mb

ost to
mint

Kneeling Top Right

1 @ 100" 100.4X112.02

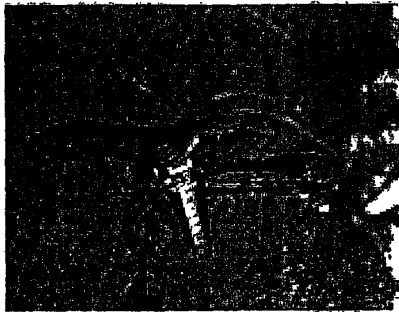
1 @ 80" 80X89.042

1 @ 60" 60X66.781

1.2 gb



35x43.55Nudes 1.tif



50x62.825Nudes 1.tif



64x80.815Nudes 1.tif



35x51.065Nudes 2.tif



45x66.415Nudes 2.tif



64x95.59Nudes 2.tif



64x78.62 Nudes 3.tif



64x81.35Nudes 4.tif



64x81.31Nudes 5.tif



64x94.185 Nudes 6.tif



64x81.835 Nudes 7.tif

From: "Patrick Cariou" <pat@patrickcarou.com>
 Subject: Re: une expo a nyc
 Date: August 28, 2008 11:25:52 AM EDT
 To: "christiane celle" <christianecelle@aol.com>

Bonjour, Christiane

Merci beaucoup pour l'intérêt que tu portes à mon travail

Bien sûr je connais tous les gens que tu cites dans ton mail

Je n'ai pas de gallery et je serais intéressé par une expo

Le livre sur fer qui est épuisé depuis longtemps va être républié cette année

Je vais aussi un autre livre que je viens de finir après dix ans de travail sur les gitans

Celui peut être intéressant

best

patrick

N° CELL IN PARIS 0033632417641

2008/8/28 christiane celle <christianecelle@aol.com>

bonjour Patrick .

Je suis Christiane celle nous ne nous sommes jamais rencontrés mais je connais les photos.
 Je vis à NYC depuis 20 ans avec un séjour de quelques années à et Barth où j'ai commencé une cle CALYPSO
 j'ai ensuite rencontré Antoine Vergès qui est photographe et que tu connais peut être
 nous avons 2 enfants 14 et 12 ans et nous vivons ensemble à NYC depuis

j'ai créé calypso en 1982 à et Barth et je l'ai vendu en 2007

j'ai décidé de changer de cap et d'ouvrir une galerie à NYC

le premier show sera en novembre tu peux regarder online www.vincentfournier.com il y a une expo maintenant chez acte 2 à Paris et une à Tokyo en octobre

serais-tu intéressée de discuter une possibilité d'exposition à NYC

j'ai aussi une gallery qui ouvre à Gustavia et à Barth et je commence avec un show de Tony O qui est inconnu pour toi
 Tony a travaillé avec Peter Beard pendant des années Peter lui a montré comment faire ses dioramas
 et Tony fait des prints de ces dioramas

le thème est le surf car il a presque 60 ans mais a été un champion de long board

j'ai pensé aussi que je pourrais faire une expo en montrant Tony et certaines de ses photos de surf aussi

enfin je voulais savoir si tu étais intéressée ou si tu avais une exclusivité avec quelqu'un

Je connais aussi Thierry des Fontaines qui t'a assisté pendant un petit moment

il vit au Brésil maintenant il a un site tu devrais regarder

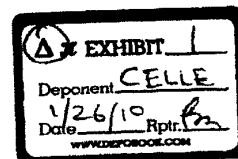
il s'est consacré aux sports

Thierry était mon boyfriend à NYC pendant quelques années

voilà

si tu peux me donner un numéro de tel je serais ravie de te téléphoner

Christiane



C00088

From: Patrick Carou <pat@patrickcarou.com>
Subject: Re: patrick carou
Date: January 29, 2009 9 43 42 AM EST
To: christiane celle <christianecelle@aol.com>

Je connais très bien tout le travail de prince et sa posture artistique
J'ai un très bon avocat qui travaille au pourcentage et est très motivé par cette affaire
La différence cette fois c'est qu'il s'est vraiment emporté "30 PHOTOS" d'un même artiste
Plus un livre avec comme thème central mon travail du jamais vu!!
Il semble que se soit une première dans l'histoire de l'art
Nous allons voir
best

patrick
2009/1/29 christiane celle <christianecelle@aol.com>
antoine me dit que en fait il est habitué à faire ce genre de choses et ensuite paye des indemnités
il a une armada de lawyers
quand même pas génial de faire cela et vendre si cher
cela se nomme plagiat non le mot français

j'espère que tu seras dédommé
c'est le moment pour faire une expo et remettre les photos à l'heure

il faut que je t'envoie des photos de Bob Marley que un mec de 65 ans artiste a fait
elles ont fait une expo en musée ont été perdues et retrouvées
some sont excellentes

je vais essayer de t'envoyer quelques images

superbes
les prints sont fait par Charles Griffin . il était photographe dans les années 89 et printer now
il print for sugimoto etc belle qualité

On Jan 29, 2009, at 6 04 AM, Patrick Carou wrote.

Chère Chistiane

Je suis heureux de savoir que tes projets avance bien

Je serai à NYC dans les deux prochains mois

Il m'arrive une histoire incroyable avec Richard Prince!!!

En effet Prince c'est vautrer dans yes rasta

Il vient de faire une expo chez Gagosian

Où il utilise 30 de mes photos comme le thème central

(Voir attachement)

J'ai intenté un procès voir les liens

<http://artsbeat.blogs.nytimes.com/2009/01/15/photographer-sues-richard-prince/>

elles ont fait une expo en musee ont etees perdues et retrouvees
some sont excellentes

je vais essayer de t'envoyer quelques images

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il print for sugimot etc ... belle qualitee

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Chère Chistiane

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Je serai a nyc dans les deux prochain mois

Il m. arrive une histoire incroyable avec Richard prince!!!

En effet prince c.es vautrer dans yes rasta

Il vient de faire une expo chez gagosian

Ou il utilise 30 de mes photos comme le thème central

(Voir attachement)

J ai intente un proces voir les links

<http://artsbeat.blogs.nytimes.com/2009/01/15/photographer-sues-richard-prince/>

<http://www.theartnewspaper.com/article.asp?id=16821>

d,autre pars-je pense à vendre une bonne partie de ma collection de livres photo avec de très belle pièce

Je suis un peu confus sur ton programme

Va tu avoir 3 galerie nyc ,st barth ,and east hampton ??????

connais tu quelqu'un à l, edenrock gallerie

prince y a fait une expo avec mes photos mais je narive pas à les trouver

Il me faudrait des photos de l, expo ou des repros des peintures

merci

A+

<L1010349.JPG><L1010352.JPG><L1010353.JPG><L1010359.JPG>

=

From: Patrick Carou <pat@patrickcarou.com>
 Subject: Re: patrick cariou
 Date: January 29, 2009 10 31.57 AM EST
 To: christianecelle@aol.com

pour rasta tu peux etre appeler mon publisher power house books
 mais en faite je te parlais de ma collection de livre photo (grosse collect)
 avec de tres belle piece rare
 et dautre moins rare mais tres beau

2009/1/29 Christiane Celle <christianecelle@aol.com>

Oui bien sur
 Moi j,achete on line
 J,ai achete environ 40 rastas tous vendu
 En revanche peu de chance avec surfer
 Plus difficile a trouver mais chaque semaine j en trouve un par si par la
 Rasta les gens adorent
 Peux tu faire un reprint des livres??

Sent via BlackBerry

From Patrick Carou
 Date Thu, 29 Jan 2009 16 03 17 +0100
 To <christianecelle@aol.com>
 Subject Re patrick cariou

merci dit moi si mes livres t,interesse??

2009/1/29 Christiane Celle <christianecelle@aol.com>

Oui dans le passe j,ai toujours vu des pubs anciennes ou des petites choses
 Mais dans ton cas cela est du vrai plagiat
 l'il est gonfle mais se croit au dessus de tout
 Bonne chance en tout cas

Christiane

Sent via BlackBerry

From: Patrick Carou
 Date Thu, 29 Jan 2009 15 43 42 +0100
 To: chnstiane celle<christianecelle@aol.com>
 Subject Re patrick cariou

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Plus un livre avec comme thème central mon travail du jamais vull!

Il semble que se soi une première dans l, histoire de l, art

Nous allons voir

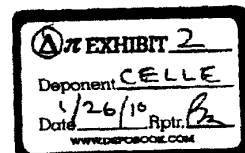
best

patrick

2009/1/29 chnstiane celle <christianecelle@aol.com>
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A-2140

<http://www.theartnewspaper.com/article.asp?id=16821>

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merci

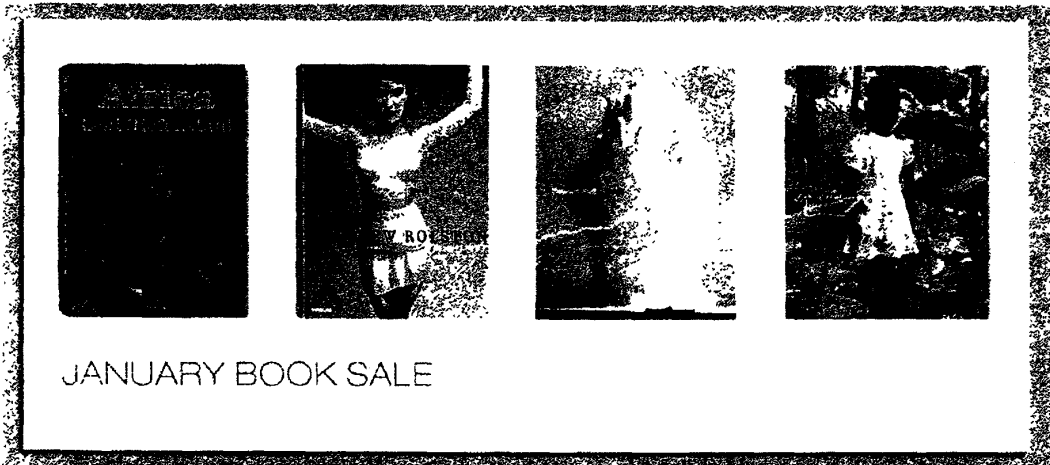
A+

<L1010349 JPG><L1010352 JPG><L1010353 JPG><L1010359 JPG>

=

clic
books & gallery

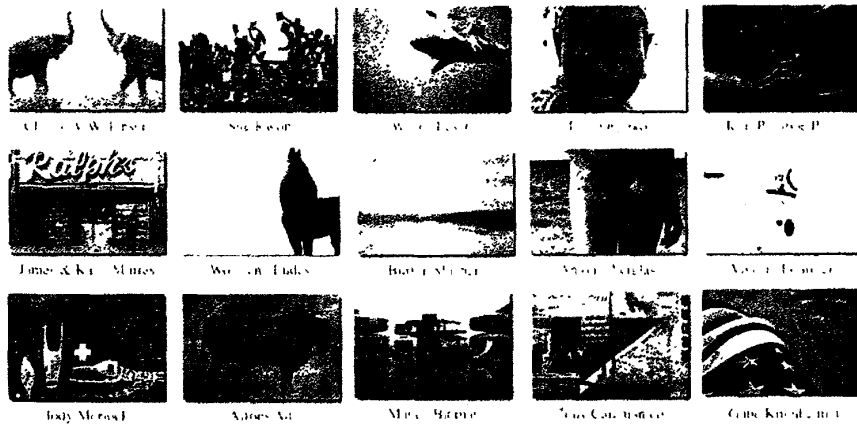
Join the MAILING LIST Follow us on facebook



Clic Bookstore & Gallery ABOUT NEWS BLOG LOCATIONS ARTISTS PRESS CONTACT

News Locations Artists Press Contact Mail (2 Lines) Mobile Version

EXHIBIT 3
 Deponent: CELLE
 Date: 1/26/10 Rptr: B
 www.deponbook.com



Clic Bookstore & Gallery ABOUT NEWS BLOG LOCATIONS **ARTISTS** PRESS CONTACT

News Locations **Artists** Press Contact Mailings Us About Us

ABOUT

Clic Bookstore & Gallery is a welcoming, light-filled space devoted to the art of photography. Sprung from a love of books and art, our books, Clic Editions, are mostly created by our own photographers and soaks a careful selection of award-winning photography books. Since first opening in St. Barth in 2008, Clic has expanded to a other location in East Hampton and two galleries and a studio/workshop in New York City.

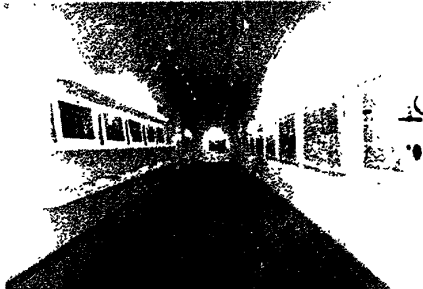
Clic Editions has commissioned Howard Newman, Alex Fine, Mark N. Johnson, Robert Aronson, and Robert Mapplethorpe. Clic is proud to carry a wide range of fine art books, limited editions from art presses, and a selection of rare, vintage and historical photography books. We also carry books by Peter De la Cour, and we offer a full

Clic shows have included:

- Tyler Owerko's black and white portraits of the nomads of Northern Kenya, **THE SAMBI RU**

- *Art Photojournalism 2008 National Press Photographers Association*

Don't miss your chance to see the best of the best in the world, come join us for the opening reception and art talk with the author of the book, "The World's Best Photography" by Michael Ondaatje.



CURRENT / UPCOMING EVENTS & EXHIBITIONS



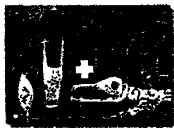
GROUP SHOW
255 Canal Street, New York
February 1 - 28, 2010



CONTINENTAL BOUNCE
BY MAGDA BERNAL
174 Broadway Street, New York
February 2 - March 3, 2010
[VIEW THE IMAGES](#)



THE SYMBIOTE (SOLO SHOW)
BY EYLE OWERKO
255 Canal Street, New York
March 12 - April 1, 2010



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
Patrick Cariou,

Plaintiff,

Case No. 08 CIV 11327 (DAB)

-against-

ANSWER

Richard Prince, Gagosian Gallery, Inc.,
Lawrence Gagosian, and Rizzoli International
Publications, Inc.,

Defendants.
-----X

Defendant Rizzoli International Publications, Inc., ("Rizzoli") for its answer to the amended complaint by its attorneys, Weisman Celler Spett & Modlin, P.C., respectfully alleges:

WITH RESPECT TO THE FIRST CLAIM

1. Denies the allegations of paragraph 1 of the amended complaint except admits that plaintiff claims that this court has jurisdiction of this matter under U.S. copyright law and denies knowledge or information sufficient to form a belief as to the truth of the allegation that the copyrighted works at issue are registered with the U.S. Copyright Office.

2. Admits the allegations of paragraph 2 of the amended complaint.

3. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraphs 3 and 4 of the amended complaint.

4. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 5 of the amended complaint.

5. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 6 of the amended complaint.

6. Denies the allegations of paragraph 7 of the amended complaint except admits Defendant Rizzoli is a corporation organized and existing under the laws of the State of New York and having its principal place of business in the County and City of New York.

7. Denies the allegations of paragraph 8 of the amended complaint.
8. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 9 of the amended complaint.
9. Denies the allegations of paragraphs 10, 12, and 14 of the amended complaint.
10. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 11 of the amended complaint.
11. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 13 of the amended complaint, except denies the allegations that Defendants' conduct was and continues to be in willful disregard of plaintiff's rights under the Copyright Act.
12. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraphs 15, 16, 17 and 18 of the amended complaint.
13. Denies the allegations of paragraph 19 of the amended complaint except admits that the book *Canal Zone* contains copyright notices in favor of Prince and Gagosian Gallery, and respectfully refers the court to the said notices for all the terms and provisions thereof.
14. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 20 of the amended complaint, except denies Rizzoli engaged in any distribution of Plaintiff's Photographs.
15. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraphs 21 and 22 of the amended complaint.
16. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 23 of the amended complaint except admits that Rizzoli never asked for or received permission to use the photographs and alleges that such permission was not required.

17. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 24 of the amended complaint, except denies that Rizzoli distributes the *Canal Zone* book, and except admits that Rizzoli received on or about December 11, 2008 a certain letter from Plaintiff's counsel, and respectfully refers the court to said letter for all the terms and provisions thereof.

18. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 25 of the amended complaint.

19. Repeats and realleges the responses to the paragraphs incorporated by reference in paragraph 26 of the amended complaint.

20. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraphs 27 and 28 of the amended complaint.

21. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 29 of the amended complaint.

WITH RESPECT TO THE SECOND CLAIM FOR RELIEF

22. Repeat and realleges its responses to the paragraphs incorporated by reference in paragraph 30 of the amended complaint.

23. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraphs 31 and 32 of the amended complaint.

24. Denies the allegations of paragraph 33 of the amended complaint.

WITH RESPECT TO THE THIRD CLAIM FOR RELIEF

25. Repeats and realleges its responses to the paragraphs incorporated by reference in paragraph 34 of the amended complaint.

26. Denies knowledge or information sufficient to form a belief as to the truth of the allegations of paragraphs 35 and 36 of the amended complaint.

27. Denies the allegations of paragraph 37 of the amended complaint.

WITH RESPECT TO THE FOURTH CLAIM FOR RELIEF

28. Repeats and realleges its responses to the paragraphs incorporated by reference in paragraph 38 of the amended complaint.

29. Denies the allegations of paragraphs 39, 40 and 41 of the amended complaint.

WITH RESPECT TO THE FIFTH CLAIM FOR RELIEF

30. Repeats and realleges its responses to the paragraphs incorporated by reference in paragraph 42 of the amended complaint.

31. Denies the allegations of paragraphs 43, 44 and 45 of the amended complaint.

FIRST AFFIRMATIVE DEFENSE

32. Rizzoli never distributed *Canal Zone* or the photographs of the paintings, or the photographs included within the paintings.

SECOND AFFIRMATIVE DEFENSE

33. Any publication or distribution of plaintiff's photographs constituted fair use and accordingly, did not amount to an infringement of any of plaintiff's copyrights.

THIRD AFFIRMATIVE DEFENSE AND CROSS CLAIM AGAINST DEFENDANTS

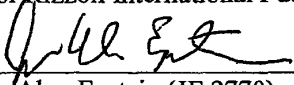
34. If it is found that plaintiff sustained damages as alleged in the complaint and if it is found that Rizzoli is liable to plaintiff for all or any part of such damages, then Rizzoli is entitled to indemnification from and judgment over against the co-defendants for all or any verdict or judgment that the plaintiff may recover against Rizzoli, based on the co-defendants' culpable conduct and/or contractual agreement.

WHEREFORE, Rizzoli demands judgment dismissing the complaint with costs and further demands judgment that, in the event the plaintiff recovers against Rizzoli, then Rizzoli

has judgment over against the co-defendants for all or part of that verdict or judgment, together with the costs and disbursements of this action.

WEISMAN CELLER SPETT & MODLIN, P.C.
Attorneys for Rizzoli International Publications, Inc.

By: _____


Jesse Alan Epstein (JE 2770)
445 Park Avenue – Suite 1500
New York, New York 10022
(212) 371-5400

Ivor Williams
Graphic Thought Facility
23-24 Easton Street
London WC1X 0DS
Tel +44(0)20 7837 2525
Fax +44(0)20 7837 9090

On 9 Oct 2008, at 19:27, Alison McDonald wrote:

> Great. Everything looks good to send Transcontinental. Can I have
> the
> spine to show Rizzoli?
>
> -----Original Message-----
> From: Ivor Williams [mailto:ivor@graphicthoughtfacility.com]
> Sent: Thursday, October 09, 2008 2:16 PM
> To: Alison McDonald
> Cc: Paul; Nicole Heck; Darlina Goldak
> Subject: Richard Prince - Insert 01 - Essay - Amends
>
> Dear Alison
>
> While checking the essay, we found one mistake that we would like to
> clear with you. The 2nd spread, 4th line from bottom - it was "evens"
> and we have corrected it to "even".
>
> We have also gone through the document and corrected line endings.
>
> Regards
>
> Ivor
>
>
>

**Plaintiff's Exhibit #65 -
to Petrillose Deposition -
Copy Not Provided to
Defendant at Deposition**

From: Alison McDonald
Sent: Thursday, October 9, 2008 2:33 PM
To: 'Anthony Petrillose' <apetrillose@rizzoliusa.com>
Cc: Darlina Goldak <dgoldak@gagosian.com>
Subject: Richard Prince ⊕ All sections
Attach: RP Landscape Pages Oct 09.pdf;RP Insert 01 Oct 10 _amended.pdf;RP Insert 02 Oct 10.pdf;RP Insert 03 Oct 10.pdf;RP Landscape Spine Oct 10.pdf

Anthony,

Here is the final layout with Rizzoli included as we discussed this morning. We need your approval asap (tomorrow morning at the latest).

Thanks,

Alison

From: Alison McDonald
Sent: Friday, October 10, 2008 2:47 PM
To: Melissa Lazarov <mlaz@gagosian.com>
Subject: Prince quantity

Rizzoli will commit to 1000 copies on Prince at \$80-\$85 sales price, they think optimistically they could sell more like 1500, but they don't want to consign that many and fall short (they prefer not to disappoint us). I think we should order 2000 for the gallery and then if they need the extra 500 we should have them available.

3000 total = \$115,000 (\$38 per book)

It's expensive because we are using the best stock, heaviest weight, UV printing, etc, also the large size needs to be hand-bound and obviously that's labor intensive and time consuming. We should be able to make about \$30,000-\$40,000 back from the Rizzoli copies that sell, in addition to any gallery sales of the books

Can I confirm 3000 copies today?

Thanks,
Alison

A-2154

From: Alison McDonald
Sent: Tuesday, October 14, 2008 2:28 PM
To: Darlina Goldak <dgoldak@gagosian.com>
Subject: FW: Barcode
Attach: RICHARD PRINCE 3260-6 58000.pdf

-----Original Message-----

From: Anthony Petrillose [<mailto:apetrillose@rizzohusa.com>]
Sent: Tuesday, October 14, 2008 10:29 AM
To: Alison McDonald
Subject: FW: Barcode

Richard Prince barcode attached

CONFIDENTIAL

GGP001563

From: Anthony Petrillose <apetrillose@rizzoliusa.com>
Sent: Tuesday, October 14, 2008 4:48 PM
To: Alison McDonald <amcdonald@gagosian.com>
Subject: FW: LOC for Canal zone

This is the LCCN number too for Richard Prince! It can be listed just below the ISBN.

Library of Congress Control Number: 2008939337

-----Original Message-----

From: Tina D Chubbs [mailto:tchu@loc.gov]
Sent: Tue 10/14/2008 11:47 AM
To: Julie Schumacher
Subject: PCN for Canal zone

We have received your request for a Preassigned Control Number for "Canal zone" (ISBN 9780847832606). Please print the control number on the copyright page of this book as follows:

Library of Congress Control Number: 2008939337

Note: Library of Congress Control Numbers (LCCNs) assigned beginning January 2001 have the following format: 2001012345. Please print the control number exactly as it appears above. Do not add a hyphen.

Please notify us immediately of any change in the bibliographic information pertaining to your forthcoming book so that we update our database to maintain accurate information.

Please also send a complimentary copy of the best edition of the book immediately upon publication. If sent via U.S. Postal Service, the book should be addressed to:

Library of Congress
Cataloging in Publication Division
101 Independence Ave., SE
Washington, DC 20540-4320

If sent by a commercial carrier (such as FedEx, DHL, etc.), the book should be addressed to:

Library of Congress
CIP 20540-4320
9140 East Hampton Dr.
Capital Heights, MD 20743

Continuing participation in the PCN program is contingent on full compliance with this obligation. Copies sent to the Copyright Office for copyright deposit and registration do not satisfy this requirement.

Thank you for your cooperation.

----- End of Forwarded Message

A-2156

From: Darlina Goldak
Sent: Friday, October 17, 2008 5:26 PM
To: 'apetrillose@rizzoliusa.com'; 'Tracy Petitt' <TPetitt@RIZZOLIUSA.com>
Subject: Richard Prince - Canal Zone - shipping

Hi Anthony and Tracy,

I'm preparing the Richard Prince, *Canal Zone* shipping and distributions instructions for Transcontinental, the printer. Could you please provide me with Rizzoli's shipping instructions for this publication?

Thank you,
Darlina

Darlina Goldak
Gagosian Gallery
980 Madison Avenue
New York, NY 10075
T 212-744-2313
F 212-879-7895
E dgoldak@gagosian.com

CONFIDENTIAL

GGP001610

From: Anthony Petrillose <apetrillose@rizzoliusa.com>
Sent: Thursday, October 23, 2008 11:15 AM
To: Darlina Goldak <dgoldak@gagosian.com>
Subject: Re. Richard Prince - Canal Zone - shipping

Darina - can you confirm the price? And page count, and your on-sale date at the gallery?

On 10/17/08 5:26 PM, "Darlina Goldak" <dgoldak@gagosian.com> wrote:

Hi Anthony and Tracy,

I'm preparing the Richard Prince. *Canal Zone* shipping and distributions instructions for Transcontinental, the printer. Could you please provide me with Rizzoli's shipping instructions for this publication?

Thank you,
Darlina

Darlina Goldak
Gagosian Gallery
980 Madison Avenue
New York, NY 10075
T. 212-744-2313
F. 212-879-7895
E. dgoldak@gagosian.com

From: Darlina Goldak
Sent: Thursday, October 23, 2008 12:25 PM
To: 'Anthony Petrillose' <apetrillose@rizzoliusa.com>
Subject: RE: Richard Prince - Canal Zone - shipping

Hi Anthony,

Below is the info:

Price - \$80 US / \$96 Canada
Hardcover / 10.8 x 13.2 inches (27.5 x 33.5 cm)/ 120 pages
66 color plates (we can say fully illustrated)
On-sale at gallery date: November 8

Let me know if you need anything else.

Thanks,
Darlina

From: Anthony Petrillose [mailto:apetrillose@rizzoliusa.com]
Sent: Thursday, October 23, 2008 11:15 AM
To: Darlina Goldak
Subject: Re: Richard Prince - Canal Zone - shipping

Darlina – can you confirm the price? And page count, and your on-sale date at the gallery?

On 10/17/08 5:26 PM, "Darlina Goldak" <dgoldak@gagosian.com> wrote:

Hi Anthony and Tracy,

I'm preparing the Richard Prince, *Canal Zone* shipping and distributions instructions for Transcontinental, the printer. Could you please provide me with Rizzoli's shipping instructions for this publication?

Thank you,
Darlina

Darlina Goldak
Gagosian Gallery
980 Madison Avenue
New York, NY 10075
T. 212-744-2313
F. 212-879-7895
E. dgoldak@gagosian.com

A-2159

From: Darlina Goldak
Sent: Monday, October 27, 2008 5:17 PM
To: Jessica Arisohn <jarisohn@gagosian.com>
Subject: Prince

Have you written a blurb on the Prince book? Anthony at Rizzoli wants one...

CONFIDENTIAL

GGP001668

A-2160

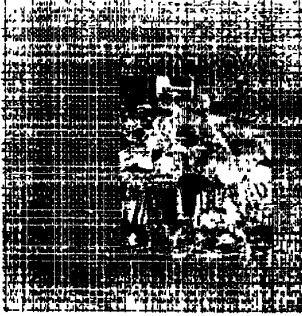
From: Darlina Goldak
Sent: Monday, October 27, 2008 6:36 PM
To: Alison McDonald <amcdonald@gagosian.com>
Cc: Nicole Heck <nheck@gagosian.com>
Subject: Rizzoli

Anthony from Rizzoli called while you were in your meeting. He is giving a presentation to his Rizzoli co-workers and wanted more information about the Richard Prince book. I sent him the press release for the show along with some jpegs of the page layouts and some low res images of works in the show which he requested.

Redacted

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GGP001670



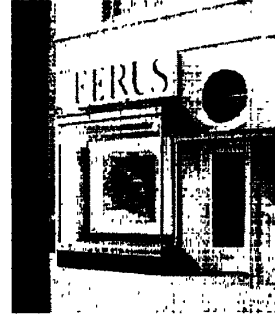
CECILY BROWN

Text by Dore Ashton,
Interview with Cecily Brown and Lari Pittman
Hardcover / 11 x 11 inches / 264 pages
150 color plates \$85 US / \$87.80 Canada
ISBN 978-0-8478-3092-3



JOHN CURRIN

Texts by Norman Bryson, Dave Eggers,
and Alison Gingeras, Commentary by John Currin
Hardcover / 10 x 13 inches / 400 pages
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Essay by Kirk Varnedoe, Chronology and artist
biographies by Robert Dea
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ISBN 1-880154-74-9

GAGOSIAN GALLERY RIZZOLI



ROBERT THERRIEN

Texts by Margit Rowell and Norman Bryson
Hardcover / 11-1/2 x 12-3/4 inches / 156 pages
Fully illustrated \$75 US / \$74.45 Canada
ISBN 978-0-8478-3164-7



TOM SACHS: SPACE PROGRAM

Text by Arthur C. Danto; Interview with Buzz Aldrin, Tom
Sachs and Louise Nehe; Commentary by Mark Van de Walle
Soft-cover / 8-1/2 x 11 inches / 280 pages
Fully illustrated, \$65 US / \$67.12 Canada
ISBN 978-0-8478-3226-2



RICHARD PRINCE: CANAL ZONE

Text by James Frey
Hardcover / 10 8 x 13 2 inches / 120 pages
Fully illustrated \$80 US / \$96 Canada
ISBN 978-0-8478-3260-6

From: Darlina Goldak
Sent: Monday, December 1, 2008 6:13 PM
To: 'Hotte, Christian' <Christian.Hotte@transcontinental.ca>
Cc: 'Hunter, Denis' <Denis.Hunter@transcontinental.ca>; Alison McDonald <amcdonald@gagosian.com>
Subject: Richard Prince - Canal Zone - shipping
Attach: WMBindersKitSummaryRev12.pdf;WMBindersKitRev_Jan2008.pdf

Hi Christian,

As you know, 1000 copies of the Richard Prince books are for Rizzoli, Inc. These 1000 copies have the sticker barcodes on them.

Attached is Rizzoli's one page summary for pallet requirements and carton markings that must be followed in order for Rizzoli to accept these copies into their warehouse. Please do not include the On Sale date as part of the carton markings.

Please use PO number 2706940 for this shipment on the bill of lading, pallet tag and packing list. The barcode type is EAN and the version code is R. The batch should be written out as 8000/9600R

These 1000 copies should be shipped ground to:

Complete Mailing Services
Attn: Shirley Cordes
140 58th Street
Suite 6D
Brooklyn, NY 11220
(718) 238-2919, x239

Please let me know when you expect these copies to arrive and if you plan on sending any non-barcode copies for Gagosian along with. I need to make sure these 1000 copies stay separate from the other copies for Gagosian.

Please let me know if you have any questions.

Thank you,
Darlina

Darlina Goldak
Gagosian
980 Madison Ave
4th Floor
NY, NY 10075
T. 212.744.2313
F. 212.472.1219
dgoldak@gagosian.com

**Random House, Inc. Binders Kit Summary
Westminster, MD**

The following summary is for your convenience as a quick reference only. It is not intended to cover all of our specifications, however, we feel it is helpful to vendors who are already familiar with our requirements

Pallets

- Size: 48" x 40" (121.9 cm x 101.6 cm)
- Maximum weight: 2500 lbs. (1134 kg)
- Maximum height from floor to top of pallet: 51" (129.5 cm) if using RH pallet, 46" (116.8 cm) if using non-RH pallet
- Replenishment phone: 1-410-386-7240
- Block pallets will not be accepted. Use of block pallets may result in charge backs

Cartons

- Standard case packs are 12 for hardcover, 24 for trade paperback, and 48 for mass market books
- Initials 100% cartoned unless otherwise specified No partial cartons
- Use 2" tape to seal top of cartons
- Stenciling 3/8" minimum size
- Stencil one long side panel and one end panel (or two side panels) with

Title	Full ISBN (SKU) what is on cover four of book
Quantity (books per carton)	Gross Weight
Price with version code (US and Canadian)	Visible Barcode Type (what is on cover four of book)
Imprint/Publisher	On Sale Date (initials only when required) (MM/DD/YY)
Print Country (mandatory if not USA)	
- Maximum Size: 15" height, 22" length, 11.5" width (381 mm x 558.8 mm x 292.1 mm)
- Minimum Size: 4" height, 9" length, 6" width (101.6 mm x 228.6 mm x 152.4 mm)
- Maximum Weight: 35 lbs. (15.88 kg)
- Burst test minimum 200 LB test 'C' flute single wall, or ECT 32 equivalent with same side impact protection

Shipping

- For shipments under 200 lbs (90.72 kg) , ship prepaid via UPS
- For shipments over 200 lbs (90.72 kg); call transportation at 1-410-386-7704 for routing 24 hours before books are done
- After hours (4:30PM – 12:30AM) contact transportation at 1-410-386-7718 to arrange for pickups
- A copy of the packing list or bill of lading MUST be faxed to 1-410-386-7716 (attn. Linda Johnson) before the shipment arrives, listing ISBN, title, warehouse production order #, number of cartons, number of books per carton, retail price (US and Canada), and total # of books shipped by ISBN
- Double stacking is permissible, but only with prior approval
- Consolidate multiple shipments same day
- Specify on Bill of Lading "Call for Delivery Appointment 24 hrs in advance" for all shipments of 10 pallets or more

All initials and reprints done prior to the on sale date go to:	All reprints done after the on sale date go to:
--	--

Random House, Inc 400 Hahn Road Westminster, MD 21157 Receiving Phone: 1-410-386-7732	Random House, Inc 400 Bennett Carl Drive Westminster, MD 21157 Receiving Phone 1-410-386-7786
--	--

- If you send a mixed load (initials and reprints) on one trailer, we would prefer to have the reprints loaded first and initials loaded last so that the initials are unloaded first You MUST have separate BOLs for each delivery address
- If you are sending multiple titles, please place only one title per pallet

Chargebacks

- We reserve the right to return all shipments to you for correction at your expense if they are not in accordance with our specifications, or to correct the shipment ourselves and bill you for the correction. Minimum chargeback is \$200 per billing

For information or help interpreting these instructions please contact Pam Harmon 410-386-7081 or Wendy Walters 410-386-7482.

~~Deleted: 7715~~

A-2164

Random House, Inc.
Westminster, MD

Binders Kit

**Packing, Marking, Shipping, and Invoicing
Instructions for all shipments to the Westminster
Distribution Centers**

**Random House, Inc. Binders Kit
Westminster, MD**

**Important information for Manufacturers of Random House Inc. Books and Non-
book products shipping to the Westminster Distribution Centers**

The purpose of this Binders Kit is to provide specific instructions for packing, marking,
and shipping products that you manufacture for Random House, Inc.

Any shipment made to the Westminster Distribution Centers should follow these
instructions.

You should always follow any exceptions noted on the purchase order.

For information or help interpreting these instructions please send your questions via e-mail to p.harmon@randomhouse.com or scdaily@randomhouse.com or contact Pam Harmon at 410-386-7081/Jeanie Wood at 410-386-7086

**Random House, Inc. Binders Kit
Westminster, MD**

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	12/19/07

**Random House, Inc. Binders Kit
Westminster, MD**

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Revision Page

Revision	Date	Page	Changes
8	07/07/04		Updated the following sections: Operating Procedure, Printer Chargeback Billing, Quantity of an Order to be Cartoned, and Jackets for Warehouse
9	04/18/05	17, 21	Updated the following sections: Bill of Lading (freight payment address) Bills of Lading " Out of House/Drop" Shipments (fax to Bryon Turfle now instead of Customer service), also added contact information for freight forwarder for Hong Kong.
10	11/22/05	10-13	Updated carton marking requirements
11	5/9/06	13 13 8 13	Updated Standard Pallet Size to be 48 x 40 Update contact information for ordering pallets Partial Carton Verbiage No block pallets are being accepted
12	12/20/06	7 8 10 13 15	Oversized books to be packaged individually Chart for what is an oversized book Updated carton marking requirements Updated contact information for purchasing Pallet identification number information
13	1/25/07	7	Removed price condition from oversized item section
14	1/2008		Update contacts for questions; update carton marking section samples to include 13 digit examples

**Random House, Inc. Binders Kit
Westminster, MD**

Chargebacks

Purpose

Printer Error Charge Backs are necessary when the printer makes an error that causes rework to be done by Random House. Errors from the printer might include:

- No identifying information on cartons
- Stock not in packed cartons
- Incorrectly packaged (determined by looking at the bill of lading)
- Incorrect or missing stenciled, labeled, or bar coded information
- Missing parts of identifying information
- Book inspections required at the DC due to suspected production problems, initiated by Production

Random House wants to have the printer reimburse the costs of the rework once it is performed, either by Westminster or by an outside rework vendor. In addition, some of the rework may be due to errors on the part of Random House; we also want to track these errors so that we can isolate the root cause & eliminate the errors going forward.

This procedure is designed to accomplish the rework, the collection of the rework costs, the bill back to the supplier, the tracking of internally caused problems, and root cause problem analysis. This procedure does not address any internal or workshop charges associated with any special packing, stickering/stenciling work done for customer orders.

Accounting Overview

A general ledger account # will be set up for each of our major print & bind vendors, which will collect the costs and the associated printer reimbursements associated with the rework for each vendor:

Rework costs and the associated reimbursements will also be posted to miscellaneous manufacturing accounts for the appropriate product type, which will pass the costs/credits through to the imprints P&L. However, the costs/credits will not affect historical true PPB cost visibility for the title.

**Random House, Inc. Binders Kit
Westminster, MD**

Operating Procedure

Receiving & Stock Control

1. When a problem receipt occurs, the Receiving Dept. will inform Stock Control of the problem. A Polaroid or digital photograph of the quality issue is available upon request.
2. Stock Control will determine if the required rework can be done in house, at an outside rework vendor, or sent back to the binder.
3. Production will contact the binder to inform them of the issue, correct the issue before sending any more books, and determine the root cause of the problem.
4. Stock Control will contact the Inventory Managers/Production/NY or the RH Canada Inventory department about the quality issue.

Printer Chargeback Billing

We reserve the right to return all shipments to you for correction at your expense if they are not in accordance with our specifications, or to correct the shipment ourselves and bill you for the correction.

**Random House, Inc. Binders Kit
Westminster, MD**

Bindery Book Cartoning Requirements

Minimum and Maximum Carton Dimensions:

Dimension	Minimum Dimension	Maximum Dimension
Height (in inches)	4	15
Length (in inches)	9	22
Width (in inches)	6	11.5

Height < .75 x Length and Height < .75 x Width

Dimension	Minimum Dimension	Maximum Dimension
Height (in mm)	101.6	381
Length (in mm)	228.6	558.8
Width (in mm)	152.4	292.1

Height < 19.05 mm x Length and Height < 19.05 mm x Width

Stacking the cartons straight up instead of interlocking is to be done **only with prior approval** and is strongly discouraged.

Maximum carton weight

Maximum carton weight must not exceed 35 pounds (15.88kg). The carton should be made of minimum 200 pounds test 'C' flute or, have an ECT (edge crush test) equivalent of 32. If the ECT 32 box is used, it must have the same side impact protection as the 200 pounds test 'C' flute carton.

Oversized and Non-book Product

Any oversized (i.e., coffee table/picture books) items must be packed in individual shippers. Any product that does not fall into a standard publishing format (i.e., figurines, plush animals, games and toys) also must be individually packaged in a shippable carton. Please see chart below for the maximum item size we can accommodate.

These individual shipping cartons must have all the required carton markings as listed on page 10. Follow instructions on purchase order.

Oversized items may be subject to additional fees for packing materials and additional labor.

Westminster: Oversized Item Dimensions			
Length	Width	Height	Total Cube
19.5	13.5	8	2106

Dimensions are measured in inches

****If the items are larger than these dimensions they must be individually packed in marked cartons.****

**Random House, Inc. Binders Kit
Westminster, MD**

Standard book carton pack

A desired carton pack will be included on a standard purchase order.

Adult Trade Hardcover titles are 12 copies per carton,

- If a carton exceeds the height and/or weight restrictions, you may drop down in increments of one layer (usually 2 or 4 books) to meet the target.
- If a carton is full and still does not meet the minimum carton size requirements, you may increase the number of books in the carton by increments of 2 until the carton meets the minimum specifications

Trade Paperbacks are 24 copies per carton.

- If a carton exceeds the height and/or weight restrictions, you may drop down in increments of 4 to meet the target.
- If a carton is full and still does not meet the minimum carton size requirements, you may increase the number of books in the carton by increments of 4 until the carton meets the minimum specifications.

Mass Markets (rack size books and digest size) are 48 copies per carton.

- If a carton exceeds the height and/or weight restrictions, you can go to 24 copies per carton.
- If a carton is full and still does not meet the minimum carton size requirements, you may increase the number of books in the carton by increments of 24 until the carton meets the minimum specifications.

Before changing the carton pack quantities to meet the required height and/or weight specifications, please first reconfigure the box with the correct carton pack to determine if the minimums can be met that way. If they still can not be met, then try the removing or adding of layers as stated above.

If the carton is still not meeting the height or weight restrictions, or if you have concerns about how to pack a particular shipment, please call the person issuing the purchase order for revised instructions.

Deleted: with the following restrictions

Deleted: -- If a spine is under 1/2" the packing will be in 24's. This will apply mostly to juvenile titles ¶

¶ -- If a spine is 1/2" - 3/4" the packing should be in single stack of 12 ¶

¶ -- If the spine is over 3/4", the packing should be in double stacks (6 per stack - for a total pack of 12) ¶

Random House, Inc. Binders Kit
Westminster, MD

Quantity of an Order to be Cartoned

Instructions will be on the standard purchase order.

Initials and Reprints: Carton 100% of the order.

Odd sized books and imports: Carton 100% of the order.

Production will notify binderies specifically when exceptions to the above are required.

Partial cartons will not be accepted. Cartons containing less than full carton quantities will be destroyed. Payment will not be made to vendor for partial cartons received.

Carton Packing Information

Books. Packed horizontally (i.e., lying flat, except for novelty items with pop-up, blister pack materials which should be packed the most efficient way to avoid damage) and never vertically (i.e., standing on end). Book spines where possible should face toward center to avoid rubbing carton corrugation on multiple stacked cartons.

Filler. Maximum allowed – 1" (25.4mm) of corrugated honeycomb cardboard pads to cover complete top of carton. This is to prevent cartons from collapsing and pallet loads becoming unstable for stacking. One pad is required at the top of every carton to prevent knife damage to books when cutting cartons open. Please only use corrugated honeycomb cardboard pads.

Peanuts and Shredded Paper: Not acceptable as packing material/filler.

Tight Pack. Maximum of 1/8"(3.175mm) on all sides of carton (between book stack and carton side).

Slip Sheet: Bottom of carton and top of carton should have single slip sheet between corrugation and books. Please see purchase order for specific slip sheet instructions, as certain books require slip sheets when packed.

**Random House, Inc. Binders Kit
Westminster, MD**

Carton Closure

Cartons should be sealed on the **bottom** with glue, hot melt, reinforced paper tape, or 2" (50.8mm) minimum width plastic tape.

Cartons must be sealed on **top** with **2-inch** pressure sensitive or gummed tape **ONLY**. No glue may be used on top. Cartons with lift-off tops are not acceptable.

Bindery Book Carton Marking Requirements

Carton Label and Stenciling

Labeling or stencil on one side panel and one end panel (or two side panels) as follows:

- *Title
- Full ISBN (SKU) – Same ISBN that is printed on cover four of the book
- **Production Order Price Batch:
(Both U.S. and Canadian with Identifier letter)
- Retail Price US/Canada (Where applicable)
- Quantity (books per carton)
- Gross Weight (in pounds, rounded to the tenth)
- Visible Barcode Type (EAN, UPC or E/U) that appears on cover four of the book.
- ***On Sale Date (Initials only) (MM/DD/YY)
- Imprint/Publisher
- Country where books were printed (in English, for non-U.S. binders only)

Abbreviations of the title and category are permissible.

Minimum printing size for stenciling is 3/8" (9.53mm) high using bold print. Carton label specifications can be found at the end of this section. No markings should appear on the top or the bottom of the cartons.

Please see the Random House Recommended Standard sample label and sample carton stencil on the next page.

*** Title**

If the title is too long for the stencil/label, you may use the shorten version. It can be found on the purchase order supplied by Random House (a sample of a purchase order can be found on the next page). The field is called **Title- Short**.

**** Production Order Price Batch**

On the purchase order supplied by Random House is a line that includes the identifier letter. The field is called **Production Order Price Batch**. The letter after the price batch is the identifier code letter.

**Random House, Inc. Binders Kit
Westminster, MD**

For stenciled cartons the Production Order Price Batch should appear as follows:

PO shows: 2500/3800R
Stencil Shows: \$25.00/\$38.00CAD R

For labeled cartons the Production Order Price Batch should appear in its entirety:
Batch: 2500/2800R


***** On Sale Date**

An On Sale Date does NOT need to be on each carton except in the following instances:

- Hardcover quantity exceeds 50,000 units.
- Trade paper quantity exceeds 50,000 units.
- Mass Market quantity exceeds 500,000 units.
- Some select juvenile titles, which will be on the purchase order.
- As the publisher requests for books with less than the numbers specified above.
This information will be communicated to you via the purchase order or by your production manager.

If the date is required, it should match the On Sale Date specified on the purchase order. However, since On Sale Dates change frequently, please check with your customer service group to ensure no changes have been made since the purchase order was mailed. The most up-to-date information must be on the cartons. If an On Sale Date is required, please ensure that the date marked on the cartons is in the format MM/DD/YY.






**Bindery Book Carton Marking Requirements
Portion of a Random House Purchase Order**

 RANDOM HOUSE, INC.	Purchase order Order Number: 2218878 / 09/21/2001 Changed on 06/21/2006 Page: 7											
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Item</th> <th style="text-align: left;">Material</th> <th style="text-align: left;">Unit</th> <th style="text-align: left;">Description</th> <th style="text-align: left;">Price per unit</th> <th style="text-align: left;">Net value</th> </tr> </thead> <tbody> <tr> <td colspan="6"> Cujk Production Order Number: 7295088 Production Order Price Batch: 2500/3800R Visible Barcode: EAN Title - Short: AVA'S MAN Character: BRACK, RICH ISBN: 9780375410623 Ten Digit ISBN: 0375410627 Book Type: Reprint Printing Number: 02 Version ISBN: 9780375410623 EG02 Version/Edition: Regular Edition Whse Del Date: 09/21/2001 RH Division: Knopf Format: Hardcover Imprint: Knopf On Sale Date: 08/31/2001 BISAC Subject Category 1: BIOGRAPHY & AUTOBIOGRAPHY Retail Price USA: 25.00 Retail Price Can: 38.00 </td> </tr> </tbody> </table>	Item	Material	Unit	Description	Price per unit	Net value	Cujk Production Order Number: 7295088 Production Order Price Batch: 2500/3800R Visible Barcode: EAN Title - Short: AVA'S MAN Character: BRACK, RICH ISBN: 9780375410623 Ten Digit ISBN: 0375410627 Book Type: Reprint Printing Number: 02 Version ISBN: 9780375410623 EG02 Version/Edition: Regular Edition Whse Del Date: 09/21/2001 RH Division: Knopf Format: Hardcover Imprint: Knopf On Sale Date: 08/31/2001 BISAC Subject Category 1: BIOGRAPHY & AUTOBIOGRAPHY Retail Price USA: 25.00 Retail Price Can: 38.00					
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Random House, Inc. Binders Kit
Westminster, MD

RH Recommended Standard Stencil
AVA'S MAN
 978-0-375-41062-8 / REG ED
 \$25.00 / \$38.00 CAD / R / EAN
 KNOFF / 12 PK / WT : 15.7

RH Recommended Label Standard

TITLE: AVA'S MAN		
AUTHOR: BRAGG, RICK		
PUBLISHER: KNOFF		
ON SALE DATE: 08/21/2001		PRINTED IN USA
ISBN: 9780375410628 BATCH: 2500/3800R	BARCODE EAN	PPON: 7295068  <small>(2511) 7295068</small>
CTN QTY: 12  <small>(30) 12</small>		CTN WGT: 15.7 lbs.  <small>(3401) 000157</small>
ISBN: 978-0-375-41062-8  <small>(01) 19780375410628</small>	COVER PRICE: \$25.00 USD / \$38.00 CAD	 <small>(90120) 2500USD</small>

Label Font & Bar Code Specifications

Label Fonts	
Title	20pt
Author, Publisher, On Sale Date, Country of Origin, ISBN & Batch	12pt
Bar code Indicator	36pt Bold
Text Above Bar Codes	12pt Bold
Human Readable Text Below Bar Codes	8pt
Bar Code Specifications	
Bar Code Heights	5"
xDimension	015 ml
Symbology	GS1-128 (EAN/UCC-128)
Application Identifiers	

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Field Name	AI	Format	Example
Publisher Purchase Order	251	n3 + an 30	2218878 = 2512219878
Carton Quantity	30	n2 + n 6	12 = 3012
Carton Weight	3401	n4 + n6	15 7 lbs = 3401000157
Cover Price	9012Q	n4 + a1 + n 00 + a3	\$25 00 USD = 9012Q2500USD or \$38 00 CAD = 9012Q3800CAD
ISBN (GS1-128 (EAN/UCC-14 Format))	01	n2 + n14 n14 = P+ISBN+C Where P=1 ISBN = first twelve digits of ISBN C = Check Digt	978-0-375-41062-8 = 0119780375410625

Bindery Book Carton Shipping Requirements

Our purchase (bind) orders normally provide instructions for shipping the finished products. If questions arise concerning stock distribution, contact the issuer of the purchase order.

Pallet Procurement and Requirements

NO block pallets will be accepted. Use of block pallets may result in charge backs

Random House supplies and ships pallets and tops (where applicable) for vendor shipments to locations specified by our Purchasing Manager

Initial requests for pallets should be made to the Purchasing Department via:

e-mail: purchasing@randomhouse.com
phone: 1-410-386-7243 or 410-386-7241.

The following information will be required:

- Quantity and title of books being manufactured
- The name of your Random House New York or Random House of Canada Production contact
- The name and address of the vendor shipping to Westminster if the job is being subcontracted

An annual December physical inventory of pallets on hand is to be forwarded via email purchasing@randomhouse.com

All shortages will be billed to the vendors involved, including transportation costs.

**Random House, Inc. Binders Kit
Westminster, MD**

In the event pallets are not procured in time for a particular job and books must be unitized on the vendor's own pallets, Random House cannot guarantee return of these pallets and will not accept billing for these pallets

For palletizing specifications, please see Drawing 1189900 (Appendix A).

Pallets must meet the following specifications:

- 48" x 40" (121.9 cm x 101.6cm) Grocery Industry 4-way Hardway GMA standard pallet
- Maximum pallet height of 51"(129.5 cm) including the pallet
- 7 top deckboards, 5/8" (15.88 mm) evenly spaced with 3" (76.2 mm) maximum spacing
- 2 end bottom deckboards, 6" (152.4 mm) wide
- At least 2 center boards 6" (152.4 mm) wide OR 3 center boards 4" (101.6 mm) wide
- 3 stringers 1 3/4" x 3 1/2" x 48" (44.5 mm x 88.9 mm x 1219 mm)
- Side cutouts must meet GMA specifications
- Beveled edges on inside and out of end bottom deckboards
- No paint, grease, chemical, or other material which would damage or contaminate product

If not using a standard Random House pallet, the maximum height is **46 inches** (116.8 cm) including the load on the pallet.

The maximum pallet weight is **2500 lbs (1134 kg)**.

Pallets should be stretch wrapped for security so the cartons do not fall over in the trailer.

Identification of Stock for Shipment

On the outside of the shrink or stretch films or corrugated wrapping of each unitized load of stock coming into the Westminster Distribution Center, identify the pallet by using one of the following addresses as instructed by the print bind order:

**All initials and reprints done
prior to the on sale date go to:**

Random House, Inc.
400 Hahn Road
Westminster, MD 21157
Fax: 1-410-386-7795

**All reprints done after the on
sale date go to:**

Random House, Inc.
400 Bennett Cerf Drive
Westminster, MD 21157
Fax: 1-410-386-7789

**Random House, Inc. Binders Kit
Westminster, MD**

Do not stencil the 'Ship to' address on every carton because we will re-ship to our customers using the same cartons. On full trailer loads, which travel under seal directly from you to the Distribution Center, this information is not necessary.

Products for both addresses can be mixed on a trailer, but do not mix them throughout the trailer. We prefer to have the reprints loaded first (going to Bennett Cerf), and the initials loaded last (going to Hahn) so the initials can be delivered and unloaded first. There **MUST** be separate BOLs for each delivery address.

Please **do not** mix initials and reprints in the same carton.

For binderies that provide a pallet identification number, the use of the SSCC-18 barcode is preferred. Alternatively, the ID should be 9 digits or less (numeric only). The barcode should be located on or near the pallet label. See appendix C for placement.

Packing List

A detailed packing list must accompany every shipment into the Distribution Center, with separate packing lists for each delivery address. The packing list should include:

*Title	*ISBN (SKU)
*Warehouse Production Order #	*Number of books per carton
*Retail price (both U.S. and Canadian)	Number of cartons
Total number of books shipped by ISBN	Bill of Lading number
Date Shipped	Bindery address information
Ship to address information	

* Appendix B is a sample of a standard Random House Purchase Order, with the pertinent information circled. This info will always be in the same place on a Random House Purchase Order. The Warehouse Production Order number is the seven-digit number that starts with a '7'.

A copy **must** be faxed to the correct receiving department before the shipment arrives, at the above fax numbers, in order to schedule a pickup for the shipments.

The pallet containing the packing list should be clearly marked, and it should be the last pallet loaded onto the trailer.

Bill of Lading

We must also have an itemized bill of lading listing **each title** on the trailer separated for each delivery address (if there is a drop off at Hahn Rd. and a final stop at Bennett Cerf Dr. as outlined under 'Identification of Stock for Shipment'). All bills of lading must show the following information:

**Random House, Inc. Binders Kit
Westminster, MD**

Title	ISBN (SKU)
Warehouse Production Order Number	Number of books in each carton
Retail Price (both U.S. and Canadian)	Number of cartons
Customer Name	Date Shipped
Total number of books, cartons, pallets	Gross Weight
Book length, width, height, weight	Carton length, width, height, weight
Carrier	Trailer Number

If the shipment consists of 10 or more pallets the BOL must contain the following statement:

Call 24 hours in advance for a delivery appointment.
Hahn Road deliveries 410-386-7732
Bennett Cerf deliveries 410-386-7786

Billing address for freight payments that must go on the BOL is:

Random House
Attn: Logistics Services
400 Bennett Cerf Drive
Westminster, MD 21157

A copy of the bill of lading accompanies your invoice and is sent to the appropriate Random House NY or Canada contact person:

Random House	or, if	Random House of Canada
Attn: Accounts Payable	RH	1 Toronto St., Suite 300
400 Hahn Rd.	Canada	Toronto, Ontario
Westminster, MD 21157		M5C 2V6

This will serve not only as a bill of lading, but also as a shipping manifest. A copy should be faxed to Linda Johnson at 410-386-7716. If this is a Random House of Canada shipment, please fax BOL to 416-364-6863.

Bills of Lading Drop Shipments to Random house customers/vendors

If you manufacture books for us which are not shipped to the Random House warehouse, (not controlled by our Warehouse system), we will require a copy of bill of lading sent to the person issuing the purchase order as proof of your shipment. A copy of the bill of lading must also be faxed to Logistics Services at 410-386-7715.

All shipments to destinations other than our warehouse above or our office at 1745 Broadway are to be sent freight collect unless instructed otherwise.

The following information must be listed on the Bill of Lading for all drop shipments:

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Title
ISBN (SKU)
Delivery #
SAP Order #(s) (to be used if Delivery # isn't provided)
Customer Name
Customer Address
Customer PO #(s)
Total number of books, cartons, pallets
Delivery appointment requirements from Spreadsheet
Date Shipped
Gross Weight
Carrier
Trailer Number or Pro #

Unless otherwise instructed, all bindery drop shipments are to be shipped on a prepaid, 3rd party billing basis. Our billing address is as follows:

Random House, Inc.
400 Bennett Cerf Drive
Westminster, MD 21157
Attn: Logistics Services

Carton/Pallet Marking Instructions – Bindery Drop Shipments

If all cartons on a pallet are consigned to one customer (also known as a full pallet) two labels need to be affixed to the pallet at about mid-height on one side and the front of the pallet.

If the cartons on a pallet are for multiple customers (also known as a mixed pallet) each individual carton will need one label.

Carton/Pallets labels must include the information listed below:

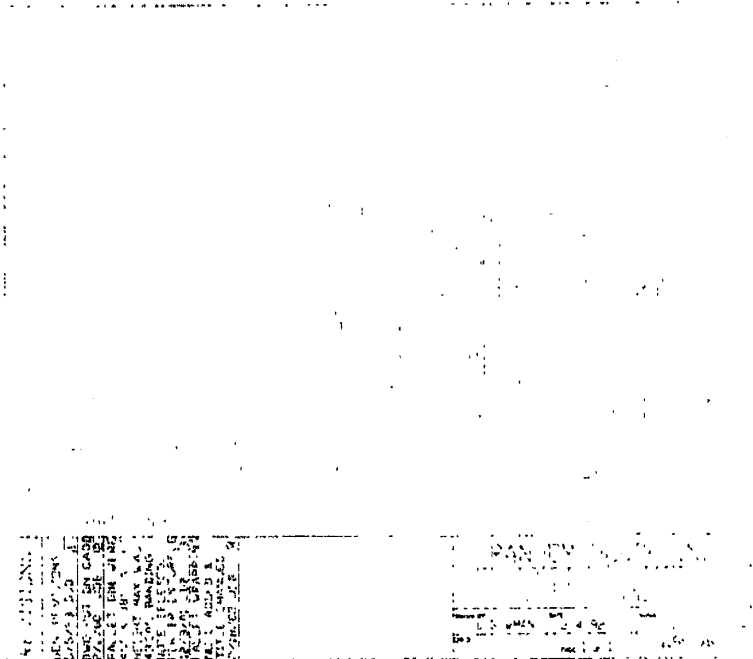
- Customer Name
- Customer Address
- Customer P.O. numbers
- Title – ISBN
- Cartons per pallet
- Books per carton
- US Cover Price/Canadian Cover Price

**Random House, Inc. Binders Kit
Westminster, MD**

Multiple cartons/pallets should include notations such as, "carton 1 of 2, 2 of 2" or "pallet 1 of 2, 2 of 2", etc.

Pallet Specifications – Bindery Drop Shipments

The standard pallet dimensions for bindery drop shipments are listed in the image below.



Jackets for Warehouse

If 1500 or more jackets/covers remain after a print run please store them. If there are less than 1500 please destroy them. Only jackets that are for a book with a price of \$34.95 or more should be sent to our warehouse for storage. They should be trimmed and carton packed. The carton markings should include title, quantity, price, and ISBN. Please follow the directions found on your purchase order or call the issuer for further instructions. (We will not pay storage charges for jackets or covers we did request to be stored.)

**Random House, Inc. Binders Kit
Westminster, MD**

Invoices

Invoices should be sent to: Random House Inc,
400 Hahn Road
Westminster, MD 21157
Attn: Accounts Payable

In order for the Accounts Payable Department to process your invoice, the following information **must** be included on your invoice. Invoices not containing this information will be returned to the vendor for corrections.

Required Fields:

Random House SAP purchase order number	Invoice number
Invoice Date	Full Title
Name of purchaser	ISBN
Division	Printing Number

Quantity invoiced per line item, if applicable for any item invoiced. A proper description of the charge must be listed for each item billed.

The invoice **must** match the purchase order line for line. If the Purchase Order has three lines, your invoice must have three lines. This can be accomplished by subtotalling your invoice line items to match the purchase order. Invoices that do not match the purchase order line for line could be delayed for up to six months or returned to the vendor for corrections. If the job ordered requires additional work not listed on the purchase order, you must notify the purchaser of the change and ask them to update the purchase order.

Storage

Hardcover & trade paperback components (i.e. covers, jackets, inserts, etc.) left over after bind run may be destroyed if count is less than 1000 after bound book quantity has been fulfilled. Any component count 1000 and above after bound book quantity is fulfilled must be stored by you and any storage report or invoice generated by you must indicate quantity as well as retail price where component is a priced commodity.

Mass Market and Digest components (i.e. covers, inserts, etc.) left over after bind run may be destroyed if count is less than 2500 after bound book quantity has been

**Random House, Inc. Binders Kit
Westminster, MD**

fulfilled. Any component count 2500 and above after bound book quantity is fulfilled must be stored by you and any storage report or invoice generated by you must indicate quantity as well as retail price where component is a priced commodity. If an overage in components is the result of economic combination runs, these components should also be held in Random House inventory.

Any component stored in your facility on our behalf must indicate division, full title, ISBN, commodity stored and unit count in storage or we cannot and will not validate your storage invoice.

Jackets, covers or retail priced components as well as books held in inventory must show their retail price on inventory and storage reports and storage inventories.

Distribution of Advance Copies

Random House requires our binderies to supply advance copies of our titles for our use and approval. These copies should be sent as soon as finished copies are available from the bindery, with the copies for the orderer in the Production Department shipping first and separately, directly to orderer. All other shipments may be made in bulk and must be packed and addressed as indicated on bind order.

All copies needed are specified on our purchase order including shipping instructions.

Any estimates prepared by you for manufacture of titles should consider all of the above applicable packing and shipping requirements herein.

"Sample Books" going to our mailroom at 1745 Broadway for our in-house distribution must have the cartons clearly marked as "Initials" or "Reprints".

Please do not mix initials and reprints in the same carton

**Random House, Inc. Binders Kit
Westminster, MD**

Routing Instructions

If the trailer is loaded to full visible capacity, seals should be applied and the seal number put on both the packing list and the bill of lading with a note to the carrier stating: "This number is to be reflected on your delivery receipt."

Double stacking is permitted, but only with prior approval from the issuer of the purchase order.

Call the Random House Logistics Services Department Inbound Load Coordinator listed below to schedule the pick up of shipments over 200 lbs (90.72 kg). For shipments under 200 lbs ship prepaid by UPS.

Multiple shipments made in one day must be consolidated onto one master bill of lading or chargebacks will result from the overcharge in freight.

Should you need additional information concerning shipments to the Westminster Distribution Center contact the Inbound Load Coordinator assigned to your area.

Inbound Load Coordinator

For shipments weighing over 200 lbs. and for Third Party shipments you must contact the Random House Inbound Load Coordinator Linda Johnson at 410-386-7704 during the hours of 7:30AM - 4:00PM EST.

After Hours Contact

To arrange for pick ups after hours in all states please call 410-386-7718 during the hours of 4:30PM – 12:30AM EST.

Expedited Routings

For expedited routings contact the Inbound Load Coordinator.
(Linda Johnson 410-386-7704)

**Random House, Inc. Binders Kit
Westminster, MD**

Books Manufactured Offshore Cartoning Requirements

Books coming from offshore must comply with all instructions above.

Preferred Packing Method

The preferred method for packing our books is to have all books in cartons, and the cartons should be palletized for shipment in containers.

Cartons

The maximum and minimum allowable carton sizes are the same as for the U.S. (see pg. 10). The cartons should be sized to fill completely. Voids, especially in vertical dimension of the cartons, will cause load to settle/crush/fall apart in transit.

Packing Material

Packing material additional to the carton is discouraged unless it is necessary to stabilize the carton to protect the product (see pg. 12).

Pallets

Block pallets will not be accepted. Use of block pallets may result in charge backs

Random House's preferred pallet size is 48 inches (121.9 cm) x 40 inches (101.6 cm). All wood used on pallets and tops must be free of insects and bark and in compliance with US Customs APHIS rules for wood.

Shrink-wrap is the preferred method of wrapping pallets, but stretch wrap is an acceptable alternative.

Please use top cap and bands as shown in Drawing 1189198 (Appendix C).

The maximum pallet weight is **2500 lbs. (1135 Kg)**.

The maximum pallet height is **51 inches (129.5 cm)** on the preferred size pallet (48 inches x 40 inches).

If you use pallets that are **not 48 inches x 40 inches** (non-Random House pallets), please stack to a maximum of only 43.4 inches (110.2 cm).

Double stacked loads are permitted and encouraged whenever the supporting product and packing material are adequate to carry the load. The total height of the layers must not exceed 86.8 inches (220.5 cm)

**Random House, Inc. Binders Kit
Westminster, MD**

Each pallet must be identified with product information labels placed on the entry face of the pallet, with the bottom of the label at mid-height of the load (see Drawing 1189198 Appendix C). The label should contain:

Title	ISBN	Production Order Number
Bindery	U.S. cover price	Canada cover price
Books per carton	Number of cartons	Total books shipped
Purchase Order Number		

Containers

The maximum net weight per container:

- For a 20 foot container – 26,000 lbs. (11,796 Kg)
- For a 40 foot container – 44,000 lbs. (19,960 Kg)

Containers should be loaded tight. Voids between the pallets must be filled or pallets blocked in place. Loads that shift will be damaged. To keep the last two top pallets from shifting against the doors, they should be banded to the pallets underneath, as shown on Drawing 1189199 (Appendix D).

Alternative (NOT Preferred) Packing Method

An alternate (but not preferred) method of packing cartons is to have all the books in cartons, and then brick stack the cartons on the container floor.

The **Carton** and **Packing Material** info is the same as for the preferred method.

Containers

Load the container with no front to rear or side to side voids. Preplan the load pattern so that each layer is solid.

Interlock the layers to avoid shifting.

Stack to a maximum height of 1980 mm (78 inches).

Secure the cartons at the rear to prevent shifting against the door, per Drawing 1189199 (Appendix D).

Container Weight Guidelines

20 FT. Container on Standard Chassis Maximum Load Weight	36,000 LB / 16,330 KG
20 FT Container on 27' Slider Chassis Maximum Load Weight	42,000 LB / 19,050 KG
40 FT. Container (Steel) Maximum Load Weight	44,000 LB / 19,960 KG
40 FT. Container (Aluminum) Maximum Load Weight	46,000 LB / 20,685 KG

**Random House, Inc. Binders Kit
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Please keep in mind that all of the above weights are based on a properly loaded container with the weight being evenly distributed in the container. If the weight is not evenly distributed and one end is heavier the possibility of being overweight on an axle exists, and a fine could be assessed.

Books Manufactured Offshore Marking Requirements

Carton Stenciling

Follow same rules as above (see pg. 10-13).

Product Marking Requirements

Each article of foreign origin must be marked with the country of origin in a conspicuous place and as legibly, indelibly and permanently as possible. In order to be considered as conspicuous, the country of origin marking shall not be embedded in a mass of other publication data. It is required that this marking be made conspicuous by using a contrasting color, or by using larger typeface and placing it slightly apart from the other publication information.

Invoice Requirements

Invoicing requirements for books manufactured in the United States (see page 15) also apply to books manufactured offshore. In addition, the following requirements apply to books and other articles manufactured offshore:

- a) The ISBN number for each item must be clearly marked on the invoice.
- b) The country of origin must be clearly indicated for each ISBN number on the invoice.
- c) The terms of sale must be clearly identified on the commercial invoice.
- d) If freight charges are prepaid (C&F or CIF Terms of Sale), they must be clearly itemized on the commercial invoice. The itemized amount must match the price paid (or payable) to the transportation company.
- e) The currency must be clearly indicated on the commercial invoice.
- f) The commercial invoice must be in English or have an accurate English translation attached.
- g) The name of a responsible individual within your organization must be identified on the commercial invoice. This individual must have knowledge, or be able to readily obtain knowledge of the transaction

Random House, Inc. Binders Kit
Westminster, MD

**** Please ensure that the Whse. Production Order Number is clearly listed on the Commercial Invoice. This number is located on the Random House Purchase Order. ****

Books Manufactured Offshore Shipping Requirements

Our purchase (bind) orders normally provide instructions for shipping the finished products. If questions arise concerning stock distribution, contact the Stock Control Department at 1-410-386-7750.

Ship via ocean freight unless instructed otherwise. Air shipments must be authorized. Please ship using Express Release bills of lading.

Port of Discharge: Baltimore, MD – unless we instruct otherwise
PLEASE DO NOT SEND THROUGH PORTS OF NEW YORK/NEW JERSEY

Broker for ocean and AUTHORIZED air shipments:

Danzas AEI International	Phone: 410-424-4383
International Trade Center II	Fax: 410-590-6925
508 McCormick Drive	Contact: Mr. Chris Scarpulla
Glen Burnie, MD 21061	E-mail: chris.scarpulla@dhl.com

Immediately after the books ship, please send a **set of original documents** (Ocean Bill of Lading, Commercial Invoice, Packing Slip) to Danzas AEI International via courier service.

Please see Appendices E, F, G, and H for examples.

Appendix E and Appendix F are samples of Express Bills of Lading. It is Express by putting 'Express B/L' in the *Number of Original B/L* field. **See next page for full Express Bill Of Lading procedure.**

Appendix G is an example of a commercial invoice.

Appendix H is an example of a packing list.

A **second set of documents (copies ok)** must be sent to:

Random House
ATTN: Peggy O'Brien
400 Bennett Cerf Drive
Westminster, MD 21157

If you have any questions, please contact:

Tracey Presley
Phone: 800-726-0600 ext 7717
Fax: 410-386-7715
E-mail: tpresley@randomhouse.com

Or

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**Random House, Inc. Binders Kit
Westminster, MD**

Wendy Carey-Leppo
Phone: 410-386-7706
Fax: 410-386-7715
E-mail: wcareyleppo@randomhouse.com

If the shipping terms are FOB (or any other term where Random House is responsible for the ocean freight charges), please contact the centralized Random House Forwarding Agent in the country of export. A comprehensive list of Forwarding Agents may be found in Appendix I. If you have any questions/concerns regarding the appointed Random House Forwarding Agent, please contact Wendy Carey-Leppo.

Please be aware that the United States Customs Service now requires that a shipping manifest be filed no later than 24 hours prior to vessel loading at the origin port. It is the Binder's responsibility to ensure that all required information (commercial invoices, packing lists, etc) are tendered to the Forwarding Agent in a timely manner in order to ensure compliance with this regulation.

Failure to provide documentation in a timely manner as noted above may result in the chargeback of any demurrage charges, fines or penalties incurred by Random House.

Express Bill of Lading Procedure

1 As soon as the shipment is on the water, please e-mail the following persons with the shipment details:

- Danzas at chns.scarpulla@dhl.com
- Peggy O'Brien at mobrien@randomhouse.com
- Production Supervisor (the person who issued the purchase order)

Please reference Subject line of e-mail as Shipping Schedule. E-mail should include the following:

- Title(s)
- ISBN(s)
- Number of copies of each title
- Number of jackets for each title
- ETD Port of Lading
- Consignee (Random House or customer name if a drop shipment)
- ETA Final Destination port (usually Baltimore unless it is a drop shipment)
- Vessel Name

**Random House, Inc. Binders Kit
Westminster, MD**

- Container #(s)
2. Institute the use of express bills of lading (see sample attached), which will eliminate delays caused by having to submit an original bill of lading to obtain steamship release

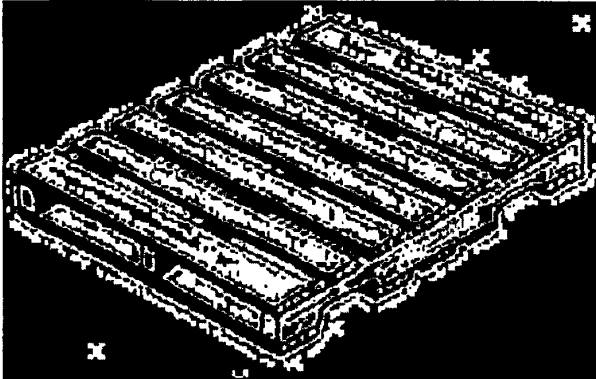
The vendor is to instruct the shipping company that they are to send an express release bill of lading to their counterpart in Baltimore. The Baltimore office then notifies the freight forwarder that the shipment is issued on an Express Release bill. By the time the shipment reaches Baltimore, original documentation will not be needed by the forwarder to obtain steamship release. Freight will be released upon payment of collect charges, presentation of copy of express release bill of lading, and notice that the shipment is Customs released. Our Customs broker (Danzas) will have precleared the shipment with Customs prior to its arrival. Danzas will then issue delivery order to our specified carrier, which will pickup the freight from the rail yard or port. Our carrier will be responsible for palletization, if needed, and delivery to our Westminster facility.

The shipping company is then to forward a copy of the bill of lading which will be marked "original bill of lading surrendered" or "Express Release B/L" to the vendor. Vendor will then fax copies of the shipping documents (bill of lading, Pro Forma invoice, and packing list) to the following people

- Production Supervisor (person who initiated the purchase order for the shipment)
- Chris Scarpulla at fax# 410-590-6920
- Peggy O'Brien at fax # 410-386-7715
- If this is a drop shipment to one of our customers, please fax Donna Evans at 410-386-7049

Random House, Inc. Binders Kit
Westminster, MD

Appendix A



Random House Requirements

48" x 40" (121.9 cm x 101.6 cm) Grocery Industry 4-way
GMA standard pallet

Deck boards: 5/8" minimum thickness, end boards 5 1/2"
width minimum. Boards must be spaced with a 3" maximum gap

Stringers: 1 1/8" x 3 1/2" (plus 1/4", minus 0") x 48" hardwood

Side cutouts must meet GMA specifications

Protruding nail heads or points are not permitted

No broken deck boards or stringers will be allowed

Side Stencil - Side stringers should be stenciled with

Random House or RH, date of manufacture and the manufacturer's name or other identification

Pallets heat treated for export shipment: Both ends of the center stringer must be painted red and the side stringers must be marked with the IPPC Heat Treat stamp. Each heat treated must only

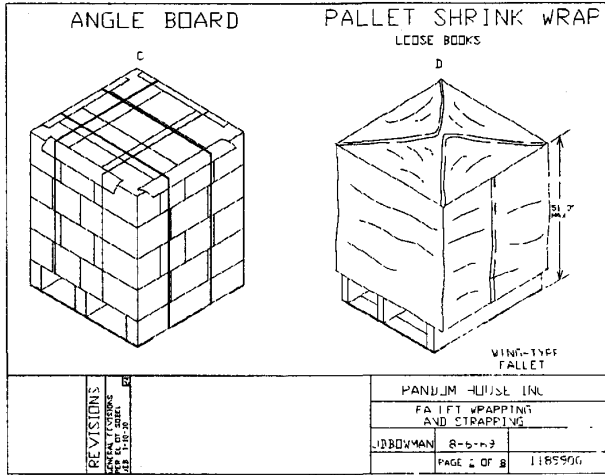
contain one stamp. If reconditioned pallets are specified, they must meet the

above requirements and repairs must be limited to replacement of lumber or repair with metal plates consistent with industry standard Grade #1 or A Grade.

If grade #2 or B grade is specified, pallets must meet the above requirements and have 2 or less repaired stringers.

Where components and dimensions are not specified, the 48"x 40" Grocery Industry 4-way GMA standard pallet minimum specifications will apply.

**Random House, Inc. Binders Kit
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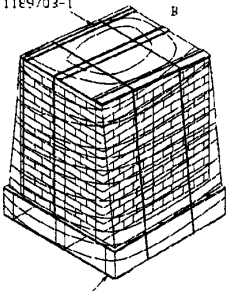
30

12/19/07

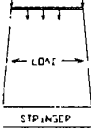
**Random House, Inc. Binders Kit
Westminster, MD**

**STRETCH WRAP
LOOSE BOOKS**

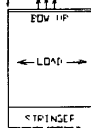
1189703-1



1189707-1



CORRECT



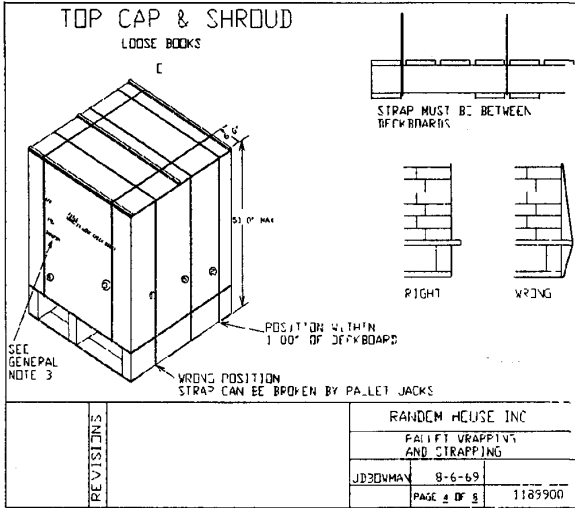
WRONG

MAINTAIN 1" CLEARANCE ON ALL FOUR SIDES TO PREVENT BOOK DAMAGE DUE TO ABRASION IN TRANSIT

RANDOM HOUSE TOP CAP IS DESIGNED 2" SMALLER IN LENGTH AND WIDTH TO CORRECTLY ADDRESS PRESSURE POINTS (SEE ABOVE)

REVISIONS	RANDOM HOUSE INC	
	PALLET WRAPPING AND STRAPPING	
	JBDONMAN	8-6-69
	PAGE 2 OF 2	1189900

Random House, Inc. Binders Kit



Random House, Inc. Binders Kit
Westminster, MD

Appendix
B



Purchase order

PO number/date
'04/05/2001

Vendor Number

Ship to:
RANDOM HOUSE INC
400 BENNETT CERF DRIVE
WESTMINSTER, MD 21157

Bill to:
Random House Inc.
400 Hahn Road
Westminster, MD 21157
Attn: Accts Payable

Vendor Instructions

1. Invoices to be mailed to A/P, 400 Hahn Rd
2. All invoices, packing lists, container paper and correspondence must indicate the purchase order number.
3. Any shipment or document which fails to meet these specifications will be rejected.

Purchasing Group/Telephone
RH Core Prod
Please direct inquiries to:
Production Manager

Delivery date 05/03/2001

This purchase order is subject to the terms and conditions contained on the reverse side of this purchase order or on the final page if the document is in multiple pages. The same terms and conditions apply to orders sent by fax.

Terms paym.: Payable immediately Due net: Currency USC

TO: FROM: STEVE SHODIN
TITLE: DRAW 50 CARS... PTG#: 17
*** IN CONFIRMATION OF FAX ***
UPDATE PRINTCODE LINE
COVERS ARE DUE FROM: YOUR PRESSROOM

*** STAND. REPRINT DISTRIBUTION ***
4- COPIES TO EMILY BROWN 1-TRACY STROH 14TH FL.

BOUND BOOKS MUST BE IN OUR WESTMINSTER WARE BY: 5/3/01
CALL ASAP IF ANY REQUESTED DATE CHANGES
THANKS.

Item	Material	Unit	Description	Price per unit	Net value
	Order qty.				

00001	4,000 Each		0385246390_RC17 Fits&Prt Text		
-------	------------	--	-------------------------------	--	--

WHSE Production Order Number . 7257875
Bind Production Order Number . 7257874

Continued on Page 2 -

Random House, Inc. Binders Kit
Westminster, MD



Purchase order

PO number/date
64/05/2001

Page
2

Item	Material Order qty.	Unit	Description	Price per unit	Net value
			Text Production Order Number : 7257872		
			Cvjk Production Order Number : 7257873		
			Material id for Text order 7257872 is BVG062 X325 426FOV		
			<u>Title - Short: DRAW BN CARS, TRUCKS</u>		
			Contribl: AMES, LEE J.		
			ISBN: 0385246190		
			Book Type: Reprint		
			Printing Number: 17		
			<u>Version ISBN: 0385246390 RG17</u>		
			Version/Edition: Regular Edition		
			Whse Del Date: 05/01/2001		
			RH Division: Broadway Books		
			Format: Trade Paperback		
			Imprint: Main St Books		
			On Sale Date: 04/01/1986		
			BISAC Subject Category 1: ART - DRAWING		
			<u>Retail Price USA: 8.25</u>		
			<u>Retail Price Can: 11.95</u>		
			Actual Page Count: 64		
			Trim Width: 8-3/4		
			Trim Height: 12-1/4		
			Trim Code: D		
			Production Manager: Emily Brown		
			Text Printer:		
			Text Colors: 2 Color Text Both Sides		
			Text Type Color Names: BLACK&G32		
			Text Stock Name: Finch Opaque Vellum 8/W		
			Text Stock Basis Weight: 60		
			Text Stock Caliper: 0.0047		
			Text Stock PPI: 426		
			Text Stock Sheet Size: 36-7/8 X 50		
			Text Stock Supplied By: Random House		
			Text Print Method: Offset		
			Update Print Key: Yes		
			Text Bleed: No		
			Text Graphics Throughout: Yes		
			Cvr/Jkt Printer:		
			Cvr/Jkt Colors: 5/0		
			Cvr/Jkt Flat Colors: 1		
			Cvr/Jkt Flat Colors Desc: PMS C32		
			Cvr/Jkt Foil: No		
			Cover/Jacket Emboss: No		
			Cvr/Jkt Die-Cut: No		
			Stepback Cover: No		
			Scored Flaps: No		

Continued on Page 3

Random House, Inc. Binders Kit
Westminster, MD



Purchase order

PO number/date
 2192998/04/05/2001

Page
 3

Item	Material Order qty.	Unit	Description	Price per unit	Net value
	Cvr/Jkt Stock Supplied By:				
	Vendor Suppl Cv/Jk Stock: 10pt Coated One Side				
	Full Ink Xross Flaps: No				
	Cvr/Jkt Coat: UV Coat				
	Return Indicator: Full copies only				
	EAN Placement: C4				
	Cover Insert: No				
	Text Insert: No				
	Bind Method: Perfect				
	Rough Front: No				
	Endpaper Type: No				
	Preprinted Cvr: No				
	Binder:				
	<u>Carton Pack: 24</u>				
	Carton Weight: 13.94				
	Bulk: 5				
	Book Weight: 9.29				
	Carton Stencil: Standard Carton Stencil				
	Package/Whole Book Purchase: No				
	Trim Height Numeric: 12.2500				
	Trim Width Numeric: 8.7500				
	Gross Price			USD/ 1,000 EA	
	plates				
	Makeready				
00002	4,000	Each	0385246390_RG17 Supl CvJk Stock		
	Gross Price			USD/ 1,000 EA	
	Makeready				
00003	4,000	Each	0385246390_RG17 Plts&Prnt CvJk		
	Gross Price			USD/ 1,000 EA	
	plates				
	Makeready				
00004	4,000	Each	0385246390_RG17 Coat CvJk		
	Gross Price			USD/ 1,000 EA	
	Makeready				
00005	4,000	Each	0385246390_RG17 Bind Books		
	Gross Price			USD/ 1,000 EA	
	Makeready				

Continued on Page 4 -

Random House, Inc. Binders Kit
Westminster, MD



Purchase order

PO number/date
104/05/2001

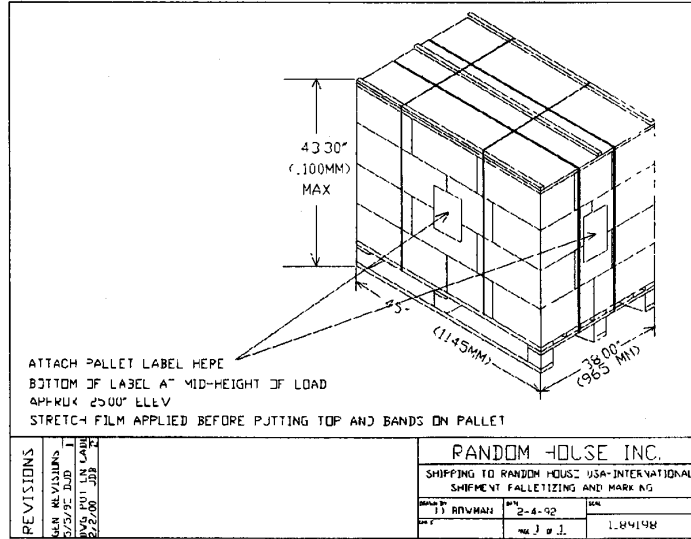
Page
4

Item	Material Order qty.	Unit	Description	Price per unit	Net value
00006	4,000	Each	0385246390_RG17 Pack Cartons	/1,000	
Total net value excl. tax USD					

Authorized Signature

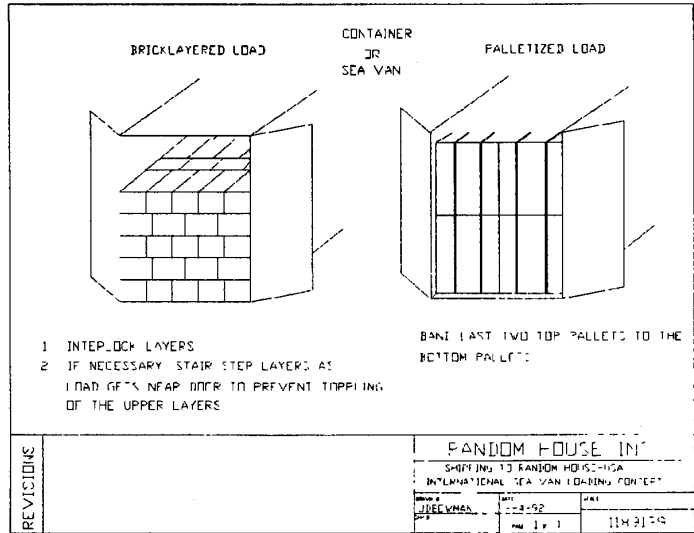
- Continued on Page 5

**Random House, Inc. Binders Kit
Westminster, MD
Appendix C**



REVISIONS WHEN REVISIONS 2/2/92 JDD BYS FOR LIA LAM 2/2/92 JDD		RANDOM HOUSE INC. SHIPPING TO RANDOM HOUSE USA-INTERNATIONAL SHIPMENT FALLETIZING AND MARK AG									
		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 33%;">SHIP BY</td> <td style="width: 33%;">DATE</td> <td style="width: 33%;">BY</td> </tr> <tr> <td>11 RIVMAN</td> <td>2-4-92</td> <td></td> </tr> <tr> <td></td> <td>W J J</td> <td>1.84198</td> </tr> </table>	SHIP BY	DATE	BY	11 RIVMAN	2-4-92			W J J	1.84198
SHIP BY	DATE	BY									
11 RIVMAN	2-4-92										
	W J J	1.84198									

**Random House, Inc. Binders Kit
Westminster, MD
Appendix D**



Random House, Inc. Binders Kit
Westminster, MD
Appendix E

Copy BILL OF LADING

MSCUK 2082150

m SC

mediterranean shipping company S.A.
GENEVA

"Said to contain, the carrier and no one else to verify shipper's representation and the latter to be ultimately responsible for shortages established at destination in case the administrator is discharged with the same bill as signed on the bill of lading"

Shipper (Shipper)		Bill to	
Shipper's address Company, Street, City, State, Zip		Bill to address	
Consignee (Consignee)		Consignee's address	
Notify Party (Notify Party)		Notify Party's address	
Port of discharge BALTIMORA		Final destination (through transship)	
Expected connection vessel LE PARI		Number of Original Bills of Lading EXPRESS B/L	
Carrier's Name MSC		All particulars furnished by shipper, carriers and no responsibility	
Name and Number of Packages BOX 20 MSCUK21891/S SEAL 09842		Description of Goods SAID TO CONTAIN: BOOKS FREIGHT PREPAID CYC PREPAID T.V. R 00.029 SEA WAY BILL	
Value ESAL COMPANY AS PER MANIFEST		Freight 6650.00	
Total Number of Packages 11		Total Weight or Measure FCU/PCL	

At the loading the Carrier is not responsible for the quantity of goods or the weight or measure of the goods unless the goods are damaged or lost or the weight or measure is not correct as shown on the bill of lading.

At the receipt of the goods the Carrier is not responsible for the quantity of goods or the weight or measure of the goods unless the goods are damaged or lost or the weight or measure is not correct as shown on the bill of lading.

*ATTN
LARRY*

LIVORNO D'5111 2080

Random House, Inc. Binders Kit
Westminster, MD

Appendix F

(Forwarding Agent)

Shipper: **NYK 500 2306645**

Container: **RANDOM HOUSE, INC.
400 MAHN ROAD
WESTMINSTER, MARYLAND 21157, U.S.A.
ATTN: MS. WENDY-CAREY LEPPD**

NYK LINE
NIPPON YUSEN KAISHA

BILL OF LADING

RECEIVED by the Carrier from the Shipper in apparent good order and condition unless otherwise indicated herein, the Goods, or the contents of packages, to be carried subject to all the terms and conditions provided for on the face and back of this Bill of Lading by the vessel named herein or any substitute at the Carrier's option and/or other means of transport, from the place of receipt at the port of loading to the port of discharge or the place of delivery shown hereon and there to be delivered with order or assign.

If required by the Carrier, this Bill of Lading duly endorsed must be surrendered in exchange for the Goods or delivery order.

In accepting this Bill of Lading, the Merchant agrees to be bound by all the stipulations, exceptions, terms and conditions on the face and back hereof whether written, typed, stamped or printed as fully as if signed by the Merchant; any local custom or privilege to the contrary notwithstanding, and agrees that all agreements or freight engagements for and in connection with the carriage of the Goods are superseded by this Bill of Lading.

In witness whereof, the undersigned, on behalf of Nippon Yusen Kaisha the Master and the owner of the Vessel has signed the number of Bills of Lading stated under, all of this tenor and date, one of which being accepted, the others to stand void.

Place of Receipt: **TOKYO, JAPAN**
Place of Discharge: **LOS ANGELES, CA**
Place of Delivery: **BALTIMORE, MD DRT**

Customer No (Ship No - Marks & Nos. No. of Containers)	Kind of Packages	Description of Goods	Gross Weight (KGS)	Measurement (MS)
NO MARK	7 CONTAINERS	TEL. (410)848-1900 EXT. 4006 FAX (410)386-7715 ATTN: MS. SHARDN BROWN TEL. (410)539-0540 FAX (410)547-6936	133,862	226.080
ALCU4775849 NYKLRT266 NYKU667B118 NYKLRT247 TEXU7384421 NYKLRT230 TEXU7416088 NYKLRT252 YRIU549D449 NYKLRT260 TRLU449B800 NYKLRT235 TRLU495B626 NYKLRT271	800KS "MIN TUSCANY" "AL FRED PORTALE'S TWELVE" 164 PALLETS (8,761 CARTONS)	"SHIPPER'S LOAD & COUNT" "SAID TO CONTAIN" 7 CONTAINERS	(132,252)	(203,706)
TOTAL NUMBER OF CONTAINERS OR PACKAGES (IN WORDS) SEVEN (7) CONTAINERS ONLY			M.L.B. CARGO	

Freight & Charges	Revenue Type	Unit	Per	Prepaid	Collect
B. FRT (12-00219A)	40*X	7	USD	YAN	USD
C. A. F.	(USD)			8,000	USD
B. S. C.	40*X	7	USD	YAN	USD
PEAK SEASON SURCHG	40*X	7	USD	YAN	USD
DRT CHARGE	40*X	7	USD	YAN	USD
T. H. C. (L)	40*X	7	JPY	YAN	JPY
			USD TOTAL		USD
			JPY TOTAL		JPY

Place of Receipt: **TOKYO**
Place of Delivery: **TOKYO**
Date: **SEP 10 2000**

Number of Original Bills of Lading: **EXPRESS B/L**
NIPPON YUSEN KAISHA

**Random House, Inc. Binders Kit
Westminster, MD**

Appendix G

Shipper:
ABC Book Company
Hong Kong

INVOICE # ABC123
DATE 16-Jul-2001
PAGE 1/1

CONSIGNEE:
RANDOM HOUSE INC
400 HAHN ROAD
WESTMINSTER
MD 21157 USA

VESSEL . NYK PROCYON 52E27
ETD . 10-Jul-2001 ETA . 1-Aug-2001
FROM HONG KONG TO BALTIMORE
TERMS . CIF BALTIMORE

PARTICULARS	COUNTRY OF ORIGIN	JOB NO	QUANTITY COPIES	UNIT PRICE USD	AMOUNT USD
PRINTED BOOKS TO BE ENTITLED .					
Fodor's - Europe's Great Cities	CHINA	00-03-404	7,002	6.4	44,812.80
ISBN# 0-679-00365-7 Whse. Production Order # - 1234567					
Babar's Bath Book	CHINA	00-03-405	500	.75	375.00
ISBN# 0-679-83434-6 Whse. Production Order # - 2345678					
Prepaid Ocean Freight Charges - \$3,750 USD					
Prepaid Insurance Charges - 65 USD					

TOTAL 45,187.80

Total USD – Forty five thousand one hundred eighty seven and eight cents only

FOR AND ON BEHALF OF

AUTHORIZED SIGNATURE
JOHN DOE – ABC Book Company
Phone – 011-XX-XXXXXXX
Fax: - 011-XX-XXXXXXX
E-Mail: John.Doe@abcbookcomp.com

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Random House, Inc. Binders Kit
Westminster, MD

Appendix H

PACKING LIST

CONSIGNEE RANDOM HOUSE, INC 400 Hahn Road Westminster, Maryland 21157, U.S.A. Attn: Ms. Wendy-Cares Tel: (410) 845-1900 ext. 4008 Fax: (410) 895-7735		INVOICE NO. 20811 DATE SEPT. 10, 2000 MARKS & NUMBERS
SHIPPED PER NYK SPRINGTIDE	SAILING ON/ABOUT SEPT. 10, 2000	
FROM TOKYO	VIA LOS ANGELES	
TO BALTIMORE		

PACKAGE NO.	DESCRIPTION	QUANTITY	NET WEIGHT	GROSS WEIGHT	MEASUREMENT
BOOKS					
"IN TUSCANY" Warehouse Production Order #7199048					
CONTAINER NO. TEXU 734421					
P/NO. 1-24	24 PALLETS	854 Ctns. 1,296 Ctns.	812 cpa. 15,552 cpa.	8355 Kgs. 19,800 Kgs.	
CONTAINER NO. TRLU 495200					
P/NO. 25-49	24 PALLETS	854 Ctns. 1,296 Ctns.	812 cpa. 15,552 cpa.	8325 Kgs. 19,800 Kgs.	
CONTAINER NO. NYKU 6078118					
P/NO. 49-72	24 PALLETS	854 Ctns. 1,296 Ctns.	812 cpa. 15,552 cpa.	8325 Kgs. 19,800 Kgs.	
CONTAINER NO. TEXU 7418998					
P/NO. 73-96	24 PALLETS	854 Ctns. 1,296 Ctns.	812 cpa. 15,552 cpa.	8425 Kgs. 19,800 Kgs.	
CONTAINER NO. MLCU 477840					
P/NO. 97-116	20 PALLETS	654 Ctns. 1,080 Ctns.	612 cpa. 12,960 cpa.	6825 Kgs. 16,500 Kgs.	
CONTAINER NO. TRLU 600119					
P/NO. 117-136	20 PALLETS	654 Ctns. 1,080 Ctns.	612 cpa. 12,960 cpa.	6825 Kgs. 16,500 Kgs.	

(Books continued)

**Random House, Inc. Binders Kit
Westminster, MD**

PACKING LIST

CONSIGNEE PAGE 2 SHIPPED PER FROM TO	INVOICE NO. J0091 DATE SEPT 10, 2000 MARKS & NUMBERS SAILING ON/ABOUT VIA
--	---

PACKAGE NO.	DESCRIPTION	QUANTITY	NET WEIGHT	GROSS WEIGHT	MEASUREMENT
CONTAINER NO. TRLU-55856-6					
P/NO.157-158	18 PALLETS @54 Ctns. 1,026 Ctns.	@12 cps. 12,312 cps.		6825 Kgs. 15,675 Kgs.	
P/NO.156	1 PALLET Extra Jackets	31 Ctns. 372 cps. 2 B/Ls. (1,000 shvs.)	@12 cps.	480 Kgs.	
P/NO.158-163	6 PALLETS @54 Ctns. 324 Ctns.	@12 cps. 3,888 cps.		6825 Kgs. 1380 Kgs.	
P/NO.164	1 PALLET 10 Ctns.	@12 cps. 120 cps.		185 Kgs.	
P/NO.187	"ALFRED PORTALE'S TWELVE" 1 PALLET 26 Ctns.	Warehouse Production Order #7198484 @8 cps. 208 cps.		382 Kgs.	
TOTAL		7 CONTAINERS (8,781 Cartons on 164 PALLETS)	105,028 cps	193,862 Kgs.	

B/L No. NYK5002306645


CARTON MARK
 IN THIS CASE
 12 CPS / CTN
 U.S. / CANADA
 ON SALE DATE: 10/11/2000
 CATEGORY: TRAVEL-PICTORIALS
 PRINTED IN JAPAN

ISBN 0-7878-0536-0
 35 LBS.
 BROADWAY BOOKS

The solid wood packing materials are
 totally free from bark, and apparently
 free from live plant pests.

ALFRED PORTALE'S TWELVE
 8 COPIES / CTN
 U.S. / CANADA
 ON SALE DATE: 10/17/2000
 CATEGORY: COOKBOOKS - SEASONAL
 PRINTED IN JAPAN

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Country

Primary Contact
Email
Telephone
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Secondary Contact
Email
Telephone
Fax Number
Sales Support
Email
Telephone
Fax Number

Belgium

Robert Minnebach
Robert.minnebach@be.danzas.com
32-3-561-0347
32-3-561-0339
Patrica De Wint
patricia.Dewint@be.danzas.com
32-3-561-0340
32-3-561-0339
Fons Vleugels
fons.vleugels@be.danzas.com
32-3-561-0340
23-3-561-0339

Country

Primary Contact
Email
Telephone
Fax
Secondary
Email
Telephone
Fax
Branch Manger
Email
Telephone
Fax

China (Mainland)

Jacky Cai
jacky.cai@cn.danzas.com
8620 3887 8311 Ext 265
8620 3887 8001 or 3887, 8390
Lily Lai
lily.lai@cn.danzas.com
8620 3887 8680
8620 3887 8390
Joyce FU
joyce.fu@cn.danzas.com
8620 3887 8680
8620 3887 8001 or 3887/8390

Country

Primary Contact
Email
Direct Telephone
Fax
Secondary Contact
Email
Direct Telephone
Fax

France

Nathalie Douaud
Nathalie.douaud@fr.danzas.com
33-2-51-70-80-56
33-2-51-70-80-49
Catherine Chesnais
Catherine.chenais@fr.danzas.com
33-2-51-70-80-91
33-2-51-70-80-49

Country

Primary Contact

GERMANY

Manfred Amann

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45

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**Random House, Inc. Binders Kit
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Email manfred.amamm@dhl.com
Telephone Number (0)421-3041-245
Fax Number (0)421-3041-249
Secondary Contact Torsten Grabsch
Email torsten.grabsch@dhl.com
Telephone Number (0)421-3041-232
Fax Number (0)421-3041-249

Country

Primary Contact
Email
Direct tel
Secondary Contact
Email
Telephone Number
Fax Number

Hong Kong

Katherine Wong
Mailto: Katherine.Wong@dhl.com
852-24003080
Edmond Law
mailto: edmond.law@dhl.com
852-24003065
852-29459357

Country:

Primary Contact:
Secondary Contact :
Phone:
Fax:
Email
Secondary Contact :
Email
Phone
Fax

Italy

Rosella Benedetti
Claudia Gastaldo
39-045-921-7252
39-045-921-7247/214
Rosella.benefetti@it.danzas.com
Claudia Gastaldo(Mr)
Verona.intercontinental@it.danzas.com
039-45-9217-259
039-45-9217-247-214

Country

Primary Contact
Email
Secondary Contact
Email
Phone Number
Fax Number

Japan

Fumika Ueda
fummika.ueda@jp.danzas.com
Yoshinao Hashimoto
yoshinao.hashimoto@jp.danzas.com
81-3-563-28221
81-3-563-28219

Country

Primary Contact
Email
Telephone Number
Fax Number
Secondary Contact
Email
Telephone Number

Korea

Sunja Jeong
sunja.jeong@kr.danzas.com
82-2-2600-5776
82-2- 699-0052
Allan Yoo
allan.yoo@kr.danzas.com
82-2-2600-5677

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Fax Number 82-2- 699-0052

Country

Primary Contact

Email

Telephone

Fax

Secondary Contact

Email

Telephone

Primary Contact

Email

Telephone

Fax

Malaysia

Catherine Tiew (PORT KELANG)

catherine.tiew@my.danzas.com

603-3165-6633

603-3165-9888/9898

JP.Wong

jp.wong@my.danzas.com

603-3165-6633

Pohchoo Png (Penang)

pohchoo.png@my.danzas.com

604-331-1785

604-324-3096

Country

Primary Contact

Email

Secondary Contact

Email

Telephone

Fax Number

Portugal

Joao Rego

joao.rego@pt.danzas.com

Alberto Teixeira

alberto.teixeira@pt.danzas.com

351-22-943-0642

351-22-943-0644

Country

Primary Contact

Email

Telephone Number

Secondary Contact

Email

Telephone Number

Fax Number

Singapore

Jannie Tain

jannie.tian@sg.danzas.com

65-548-9584

Stella Gan

stella.gan@sg.danzas.com

65-548-9544

65-548-8062

Country

Primary Contact

Email

Telephone

Secondary Contact

Email

Telephone

Fax Number

Spain

Francisco Heras

francisco.heras@es.danzas.com

34-93-298-28-00

Alberto Casa

alberto.casa@es.danzas.com

34-93-223-2800

34-93-223-3368

Country

Primary Contact

Taiwan

Eddie Huang

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Email eddie.huang@tw.danzas.com
Telephone 886-02-33036611
Secondary Andies Lin
Email andies.lin@tw.danzas.com
Fax 886-0233932363

Country: **Thailand**
Primary Contact Sasakorn Bongkok
Email sasakorn.bongkod@th.danzas.com
Secondary Contact Urairat Chodchongsathaporn
Email urairat.chodchongsathaporn@th.danzas.com
Telephone Number 662-651-5440
Fax Number 662-651-5441-3

Country **United Kingdom**
Primary Contact Glenda Spencer
Email glenda.spencer@qb.danzas.com
telephone Number 441322-620956
Fax Number 441322-620906
Secondary Contact Trevor Carr
Email Trevor.carr@qb.danzas.com
Telephone Number 44(0)1322-620953
Fax Number 44(0)1322-620906

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 2nd Floor Flagship House
 Victory Way, Crossways
 Dartford, Kent DA2 6QD UK

From: Alison McDonald
Sent: Wednesday, December 10, 2008 1:29 PM
To: Melissa Lazarov <mlaz@gagosian.com>
Subject: FW: Prince

Do you know? Rizzoli is interested in possible early distribution...

From: Andy Avini
Sent: Wednesday, December 10, 2008 12:29 PM
To: Alison McDonald; Jessica Arisohn
Subject: RE: Prince

I don't know

From: Alison McDonald
Sent: Wednesday, December 10, 2008 11:42 AM
To: Andy Avini; Jessica Arisohn
Subject: Prince

What shows does Richard Prince have coming up?

Alison McDonald
Gagosian
980 Madison Ave
4th floor
NY, NY 10075
T. 212.744.2313
F. 212.472.1219
amcdonald@gagosian.com

From: Alison McDonald
Sent: Thursday, January 8, 2009 12:36 PM
To: 'Tony Manzella' <tony@echeloncolor.com>
Cc: Paul <paul@graphicthoughtfacility.com>; Darlina Goldak <dgoldak@gagosian.com>
Subject: RERedacted Prince high res for Rizzoli

Tomorrow is fine.

From: Tony Manzella [mailto:tony@echeloncolor.com]
Sent: Thursday, January 08, 2009 11:29 AM
To: Alison McDonald
Cc: Paul; Darlina Goldak
Subject: ReRedacted Prince high res for Rizzoli

these collects will take awhile, so they may ship tomorrow. thanks, tm

On Jan 8, 2009, at 8:05 AM, "Alison McDonald" <amcdonald@gagosian.com> wrote:

Tony/Paul,

Rizzoli is distributing the Redacted Prince books for the gallery. They would like to include these in their upcoming Fall catalogue and need some materials from us in order to do this properly.

Tony – can you provide us with DVDs of all the final high resolution images used in both publications (this would be good for all of our jobs as a rule anyway).

Paul – would you provide final art files on the covers Redacted and a selection of page layouts.

Darlina – do you need any confirmation regarding specifications (size/weight/page count/illustration count), let me know (maybe Paul can help).

They would like materials from the gallery this week if possible.

Thanks,
 Alison

From: Darlina Goldak
Sent: Thursday, January 08, 2009 10:48 AM
To: Alison McDonald
Subject: Redacted Prince high res for Rizzoli

Anthony would like high res digital files of the cover art and 5-6 spreads for both the Redacted and Prince/Canal books. He also wants high res files of the works only, but I can easily provide those on our side once the layouts have been picked. He would like them by the end of this week if possible. I can set up a folder on the ftp site if that necessary.

Thanks,
 Darlina

From: Alison McDonald
Sent: Thursday, January 8, 2009 1:46 PM
To: Darlina Goldak <dgoldak@gagosian.com>
Cc: Nicole Heck <nheck@gagosian.com>
Subject: FW: Rizzoli catalogue spreads

Darlina,

Once we get the files from Tony you can provide everything to Rizzoli.

Thanks

-----Original Message-----

From: Roland [<mailto:roland@graphthoughtfacility.com>]
Sent: Thursday, January 08, 2009 1:41 PM
To: Alison McDonald, Nicole Heck
Subject: Rizzoli catalogue spreads

Hello Alison and Nicole

I am uploading indesign files for Richard Prince **Redacted**, catalogue
onto the Britannia server. Folder. Rizzoli Catalogues.

As we don't have hi-res images here the best is for you or Rizzoli to link
them up with our files. All text in these documents is outlined, so you
don't need any of the fonts

Redacted

Best
Roland

From: Tony Manzella <tony@echeloncolor.com>
Sent: Friday, January 9, 2009 11:40 AM
To: Darlina Goldak <dgoldak@gagosian.com>
Subject: ReRedacted Prince high res for Rizzoli

today for monday morning delivery. thanks, tm

On Jan 9, 2009, at 8:12 AM, Darlina Goldak wrote:

Hi Tony,

Can you let me know when these will ship?

Thank you,
 Darlina

From: Tony Manzella [mailto:tony@echeloncolor.com]
Sent: Thursday, January 08, 2009 11:29 AM
To: Alison McDonald
Cc: Paul; Darlina Goldak
Subject: ReRedacted Prince high res for Rizzoli

these collects will take awhile, so they may ship tomorrow. thanks, tm

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 Alison

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Sent: Thursday, January 08, 2009 10:48 AM
To: Alison McDonald
Subject: Redacted Prince high res for Rizzoli

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Thanks,
 Darlina

Fri, Jul 24, 2009 11:16 AM

Subject: Re: Catalogue copy for Prince and Warhol**Date:** Wednesday, January 14, 2009 7:31 PM**From:** Lynn Scrabis <lynnscribis@rizzoliusa.com>**To:** Anthony Petrillose <apetrillose@rizzoliusa.com>**Conversation:** Catalogue copy for Prince and Warhol

Thanks. I gave him Indo and Prince to review. You could give him Warhol tomorrow.

On 1/14/09 5:50 PM, "Anthony Petrillose" <apetrillose@rizzoliusa.com> wrote:

> Hi Lynn,
> Indochine and Richard Prince are in Universe publishing, CAT COPY/2009 FALL,
> Rizzoli. Warhol/Sonnebend will be there tomorrow.
>
> I believe CM reviewed both Indo and RP but I should have him look at all
> three tomorrow along with Warhol/Sonnebend.
>
> I'm also attaching Indo and RP.
>
> Thank,
> -A.

> On 1/14/09 3:35 PM, "Lynn Scrabis" <lynnscribis@rizzoliusa.com> wrote:

>> Hi Anthony,
>>
>> Where can I find the catalogue copy for R. Prince and Warhol? It's not on
>> the server, and I need to print for CM.
>>
>> Also, did he ever review Indochine? I don't have a copy with his comments on
>> it.
>>
>> Am I missing any?
>>
>> Thx,
>>
>> Lynn
>>
>

Fri, Jul 24, 2009 11:17 AM

Subject: Re: Book Blads - Warhol & Prince
Date: Friday, January 16, 2009 2:06 PM
From: Brendan at An Art Service <brendan@anartservice.com>
To: Anthony Petrillose <apetrillose@rizzoliusa.com>
Conversation: Book Blads - Warhol & Prince

Great. Will look for it.
-Brendan

On 1/16/09 11:43 AM, "Anthony Petrillose" <apetrillose@rizzoliusa.com> wrote:

> Brendan,
> I'm sending down the hi res artwork. This is the only set I have. Please
> return back when you're finished.
> Thanks again.
> -Anthony
>
>
> On 1/15/09 11:36 AM, "Brendan" <brendan@anartservice.com> wrote:
>
>> Sounds great. Yousendit works perfect.
>>
>> Sent from mobile
>>
>>
>> On Jan 15, 2009, at 11:10 AM, Anthony Petrillose <apetrillose@rizzoliusa.com>
>>> wrote:
>>>
>>> Hi Brendan,
>>>
>>> Nice speaking to you earlier.
>>>
>>> I realized I have the final CS3 InDesign files for each book (and
>>> corresponding hi res files). Could I send you a copy of the InDesign
>>> files
>>> to work from?
>>>
>>> Thanks,
>>> Anthony Petrillose
>>> Rizzoli
>>> 300 Park Avenue South, 3rd Floor
>>> New York, NY 10010
>>> tel: 212-387-3631
>>>
>>>
>

A-2218

From: Alison McDonald
Sent: Wednesday, January 21, 2009 10:22 PM
To: Anthony Petrillose <apetrillose@rizzoliusa.com>
Subject: Canal Zone / Rizzoli redlined agreement
Attach: Canal Zone revised Rizzoli Agt.PDF

Anthony,

Here is the Prince contract with our changes.

My best,
Alison

CONFIDENTIAL

GGP001383



300 Park Avenue South
New York, NY 10010
(T) 212.387.3413 • (F) 212.387.3434

MEMORANDUM OF AGREEMENT dated January 15~~21~~, 2009

Between

GAGOSIAN GALLERY, 980 Madison Avenue, New York, NY 10075 (Publisher)

and

RIZZOLI INTERNATIONAL PUBLICATIONS, 300 Park Avenue South, New York, NY 10010 (Distributor)

for the book *Richard Prince CANAL ZONE* (The Work).

1. Publisher grants to the Distributor the exclusive worldwide right to distribute and sell the Work in the English language in the book trade and to libraries and schools, book clubs. Publisher retains the exclusive right to sell and distribute the Work direct to consumers through its galleries via direct mail, Internet sales to customers, and over the counter sales.

2. The on sale date shall be September 8, 2009; specifications are 10.8 x 13.2 inches, 120 pages, 66 color collages, at a retail price of US \$80. ISBN: 978-0-8478-3260-6.

3. Publisher shall deliver no fewer than 1,000 copies of the Work to Distributor's warehouse (Random House, Westminster, MD) no later than August 3, 2009. Publisher shall be responsible for costs of delivering books into Distributor's warehouse and for conforming to Distributor's delivery specifications as outlined in the bindery kit, copies attached, and to pay for any handling costs associated with rework for non-complying deliveries. Publisher shall ensure that copies of the Work delivered to Distributor have appropriate ISBN bar codes. If bar codes are not affixed by Publisher, Publisher shall be responsible for the costs incurred by Distributor to affix stickers with barcodes to the Work. Distributor shall deduct such costs, if any, from its payments to Publisher as set forth below.

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Gagosian Gallery
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 New York, NY 10075
 Attn: Alison McDonald

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11. This Agreement contains the entire understanding of the parties with respect to the

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For Gagosian Galleries

For Rizzoli International Publications, Inc.

Date: _____

Date: _____

A-2223

From: Alison McDonald
Sent: Wednesday, March 18, 2009 11:33 AM
To: Melissa Lazarov <mlaz@gagosian.com>
Subject: Canal Zone / Rizzoli redlined agreement
Attach: Canal Zone revised Rizzoli Agt.PDF

Here is the Prince contract with the changes we made noted.

My best,
Alison

CONFIDENTIAL

GGP001384

<https://portal.randomhouse.com/prin>

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CONTENT:

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Richard Prince; Conti

GENERAL INFOR

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SubTitle:

Division: Rizzoli (D7

Product Line: Rizzol

Product Type: Rizzo

Language: E

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Network Price Cana

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Contributor 2: Jame

Contributor 3:

Contributor 4:

Contributor 5:

Span/Year: Fall '09

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Richard Prince

November 8 – December 20, 2008

Gagosian Gallery

555 West 24th Street, New York, NY 10011

T. 212.741.1111

www.gagosian.com

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All artworks © 2008 Richard Prince

Editor: Melissa Lazarov

Managing editor: Alison McDonald

Gagosian Gallery coordinators: Justin Adlan, Andisheh Avini,
Thomas Duncan, Anita Foden, Darlina Goldak, Nicole Heck,
Kim Higby, Richie Lasansky, Yayoi Sakurai, and Allison Smith

Richard Prince studio coordinators: Betsy Biscone
and Eric Brown

Copy editor: Jennifer Knox White

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A-2229

Richard Prince

CANAL ZONE

Fictional essay by author James Frey.

Richard Price is one of America's leading contemporary artists working today and *Canal Zone* features his newest paintings.

ART

120 pages, 10.8 x 13.2"

66 color collages

ISBN: 978-0-8478-3260-6

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Date: September 1, 2009

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IN COLLABORATION WITH GAGOSIAN GALLERY

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 Story Locale:
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TITLE: Canal Zone
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 AUTHOR: Richard Prince

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 Cat page: _____

<p>ISBN 13: 978-0-8478-3260-6 ISBN 10: Price: \$80.00 Canadian Price Pages: 120 Trim Size: 10.8 x 13.2" Ctn. Qty:</p>	<p>Format: HC w/o jacket Reading line: Illustrations: 66 color collages BISAC Category: Custom Category:</p>	<p>MARKETING LAUNCH PLANS: Marketing: Publicity: On Line Publicity:</p>	<p>POSITIONING STATEMENT: Richard Prince is one of America's leading contemporary artists working today. <i>Canal Zone</i> features his newest paintings, which are literally "put together" by using magazine cut-outs, violent drips of paint, scribbles, and oil-sticks to create a new way for Prince to make his paintings.</p> <p>KEYNOTE: A beautifully designed volume, <i>Canal Zone</i> provides a tropical setting gone mad, with an extreme variation of the American male set in a post-apocalypse world, complete with fleshy pin-ups, Rastafarians, electric guitars, and vixen bodies running wild. With a text by author James Frey (<i>A Million Little Pieces</i>).</p> <p>KEY SELLING POINTS: 1 The book's visuals are fresh and personal, in transforming his birthplace (the Panama Canal Zone) into a fictive space. 2 Accompanying fictional story by controversial author James Frey. 3 <i>Canal Zone</i>, is an organic, post-nuclear, new order for civilization, taking its place among other great modern visions of the apocalypse, from Joseph Conrad's <i>Heart of Darkness</i> and Pablo Picasso's <i>Guernica</i>, to The Beatles' "Helter Skelter" and Michel Houellebecq's prophetic <i>Platform</i>. 4 Beautifully designed and unique format allowing the reader to fully appreciate the wonderful and rich detail of 66 of Prince's latest original artworks.</p>
<p>NOTES:</p>	<p>TERRITORIES:</p>	<p>FIRST PRINT: LAYDOWN GOAL:</p>	<p>Unknown Deleted:</p>

Published on the occasion of the exhibition

Richard Prince

November 8–December 20, 2008

Gagosian Gallery

555 West 24th Street, New York, NY 10011

T. 212.741.1111

www.gagosian.com

Publication © 2008 Gagosian Gallery

Ding Dong the Witch Is Dead © 2008 James Frey

All artworks © 2008 Richard Prince

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Managing editor: Allison McDonald

Gagosian Gallery coordinators: Justin Adian, Andisheh Avini,

Thomas Duncan, Anita Foden, Darlina Goldak, Nicole Heck,

Kim Higby, Richie Lasansky, Yayoi Sakurai, and Allison Smith

Richard Prince studio coordinators: Betsy Blscone and Eric Brown

Copy editor: Jennifer Knox White

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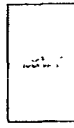


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to Petrillose Deposition -
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A-2235

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PRIVATE ROOF CLUB
GRAMERCY PARK HOTEL
2 LEXINGTON AVENUE, NY

RSVP KAREN HO
KAREN@GAGOSIAN.COM
212.741.1111

GGP001696A

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PEX 104

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RICHARD PRINCE

November 8–December 20, 2008
Opening reception Saturday, November 8, 6–8pm

Gagosian Gallery
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RICHARD PRINCE

November 8 - December 20, 2008

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Richard Prince



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"The story was basically about a guy who lands in St Barth, gets off the plane, is immediately told that there's been a nuclear holocaust in the rest of the world, and he looks at his family and says 'We can't go back.'"

--Richard Prince

Gagosian Gallery is pleased to announce "Canal Zone," an exhibition of new paintings by Richard Prince.

Following his burlesque dialogues with the art of De Kooning, Picasso, and *Naughty Nurse* pulp fiction, Prince has turned to his own biographical roots for inspiration. The Panama Canal Zone, where he was born, was, until 1979, a political exclave of the U.S., part-colonial company enclave and part-socialist government, purportedly dominated by virulent separatist racism. In his characteristic manner, Prince has transformed the former reality of his birthplace into a fictive space: "Canal Zone" provides an anarchic tropical scenario in which extreme emanations of the (white American male) *id* - fleshy female pin-ups, Rastafarians with massive dreadlocks, electric guitars, and virile black bodies - run riot.

Aside from their "storyboard" looks and their ability to absorb information based on Prince's original "pitch," what is evidently new in these paintings is the way they are, literally, "put together," like provisional magazine lay-outs.

Exhibit 000541

A-2239

4. 1.



Some images, scanned from originals, are printed directly onto the base canvas; others are "dragged on," using a primitive collage technique whereby printed figures are roughly cut out, then the backs of those figures painted and pasted directly onto the base canvas with a squeegee so that the excess paint squirts out on and around the image. On top of this are violently suggestive swipes and drips of livid paint and scribbles of oil-stick crayon which, together with the comic, abstract sign-features that mask each figure's face, add to the powerful push-pull between degree and effect. This has become a completely new way for Prince to make a painting, where much of what shows up on the surface is incidental to the process.

Thomas More's *Utopia* of 1518 described a fictional island in the Atlantic Ocean that possessed a seemingly perfect socio-political-legal system. Since then, the term has been used both for intentional communities attempting to create ideal societies and ideals that are impossible to achieve. Prince's island and its unfettered imaginings that vacillate between humorous delinquency and Sadeian excess, is a rather more carnivalesque response to the original concept. "Canal Zone," this orgiastic, post-nuclear, new order for civilization as we once knew it, takes its place among other great modern visions of the apocalypse, from Joseph Conrad's *Heart of Darkness* and Pablo Picasso's *Guernica*, to The Beatles' "Helter Skelter" and Michel Houellebecq's prophetic *Platform*.

Richard Prince was born in 1949 in the Panama Canal Zone and lives and works in upstate New York. His work has been the subject of major exhibitions, including the Whitney Museum of American Art, New York; the San Francisco Museum of Modern Art; Museum Boijmans van Beuningen, Rotterdam; Museum für Gegenwartskunst, Basel; Kunstmuseum Wolfsburg; Serpentine Gallery, London (2008). A retrospective survey opened at the Solomon R. Guggenheim Museum in 2007 and traveled to The Walker Art Center, Minneapolis in 2008.

For more information, please contact Melissa Passman at 212.741.1111 or mpassman@gagosian.com.

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GAGOSIAN GALLERY

RICHARD PRINCE

CANAL ZONE

NOVEMBER 8 - DECEMBER 20,
2008

555 West 24th Street
New York, NY 10011
T. 212.741.1111 F. 212.741.9611
Hours: Tue-Sat 10-6

The gallery will be closed Dec 24, 2009 through
Jan 3, 2010
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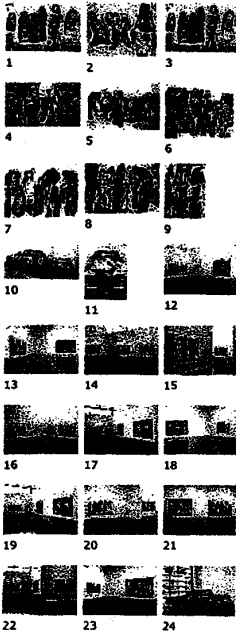
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C00542

MENU EXHIBITION

GAGOSIAN GALLERY

BACK



RICHARD PRINCE
 Back to the Garden, 2008
 Inkjet, acrylic and collage on canvas
 80 x 120 inches (203.2 x 304.8 cm)

VIDEOS



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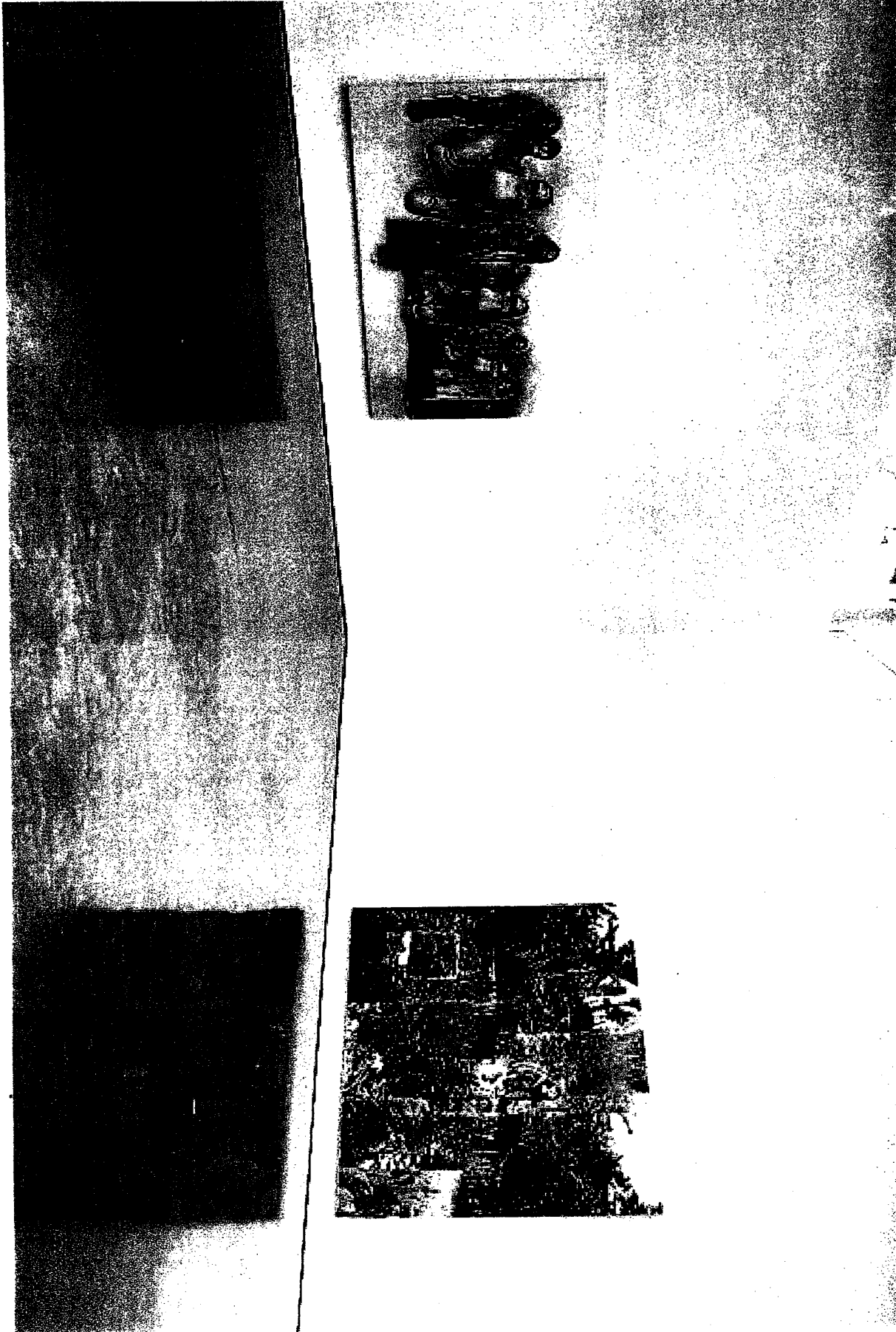
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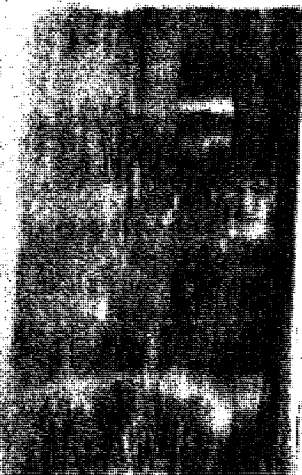
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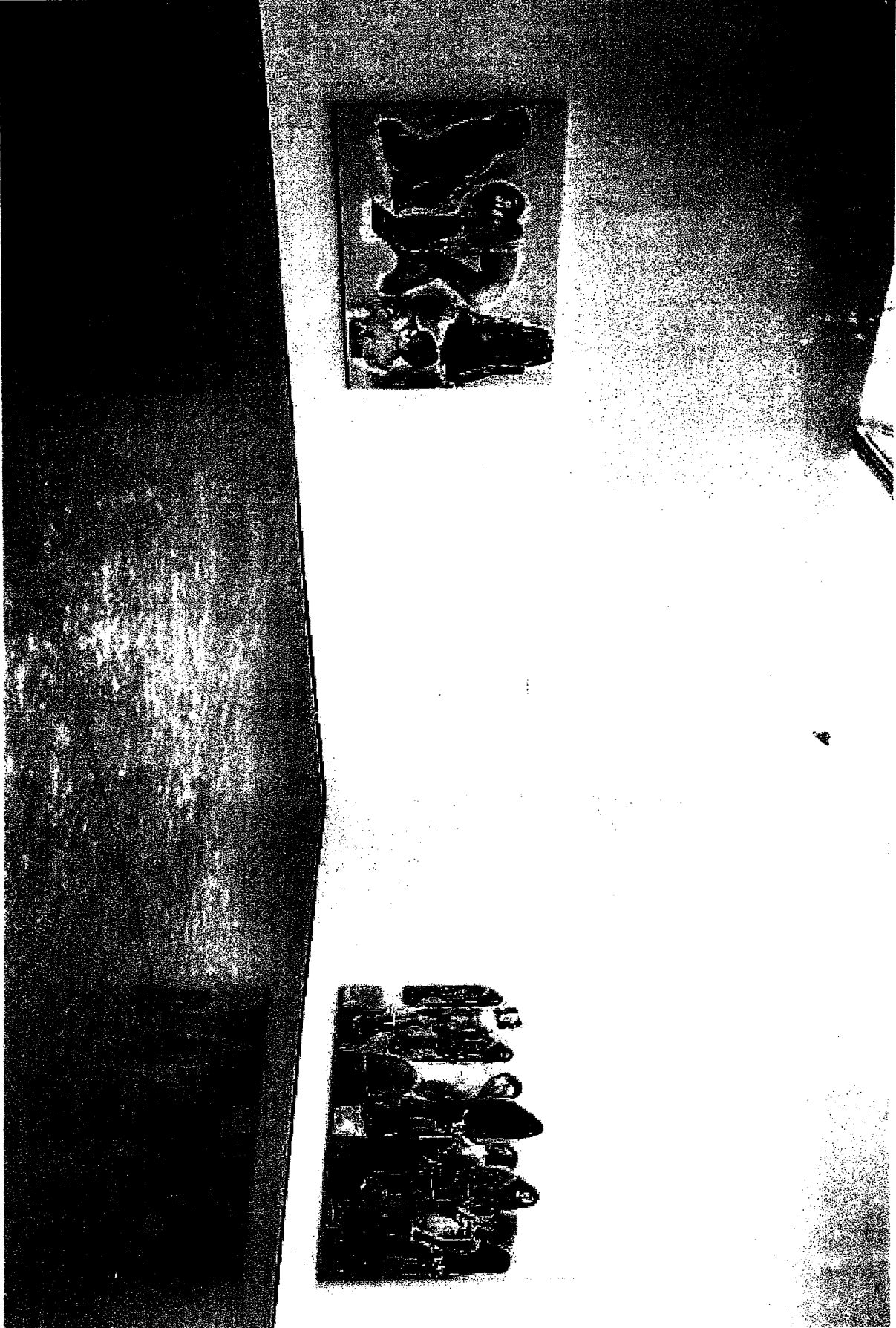
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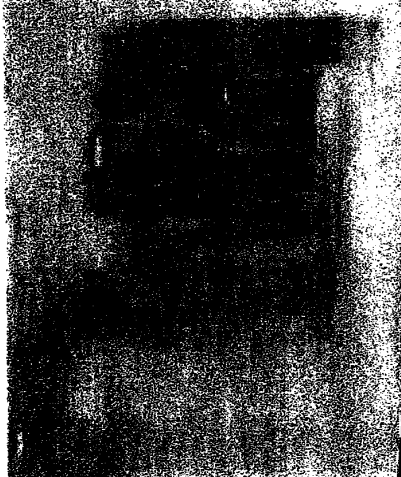
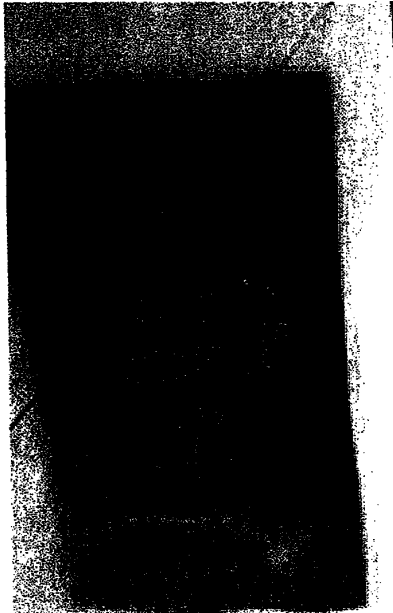
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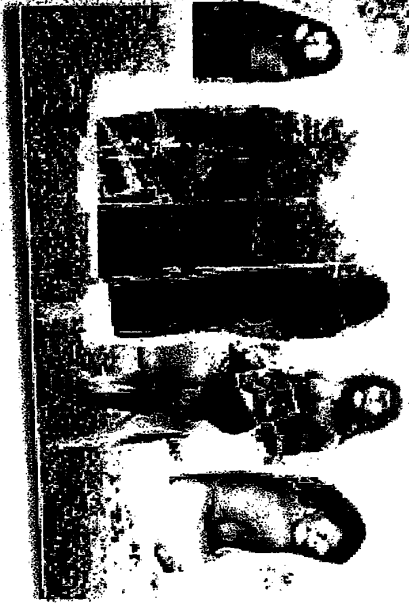
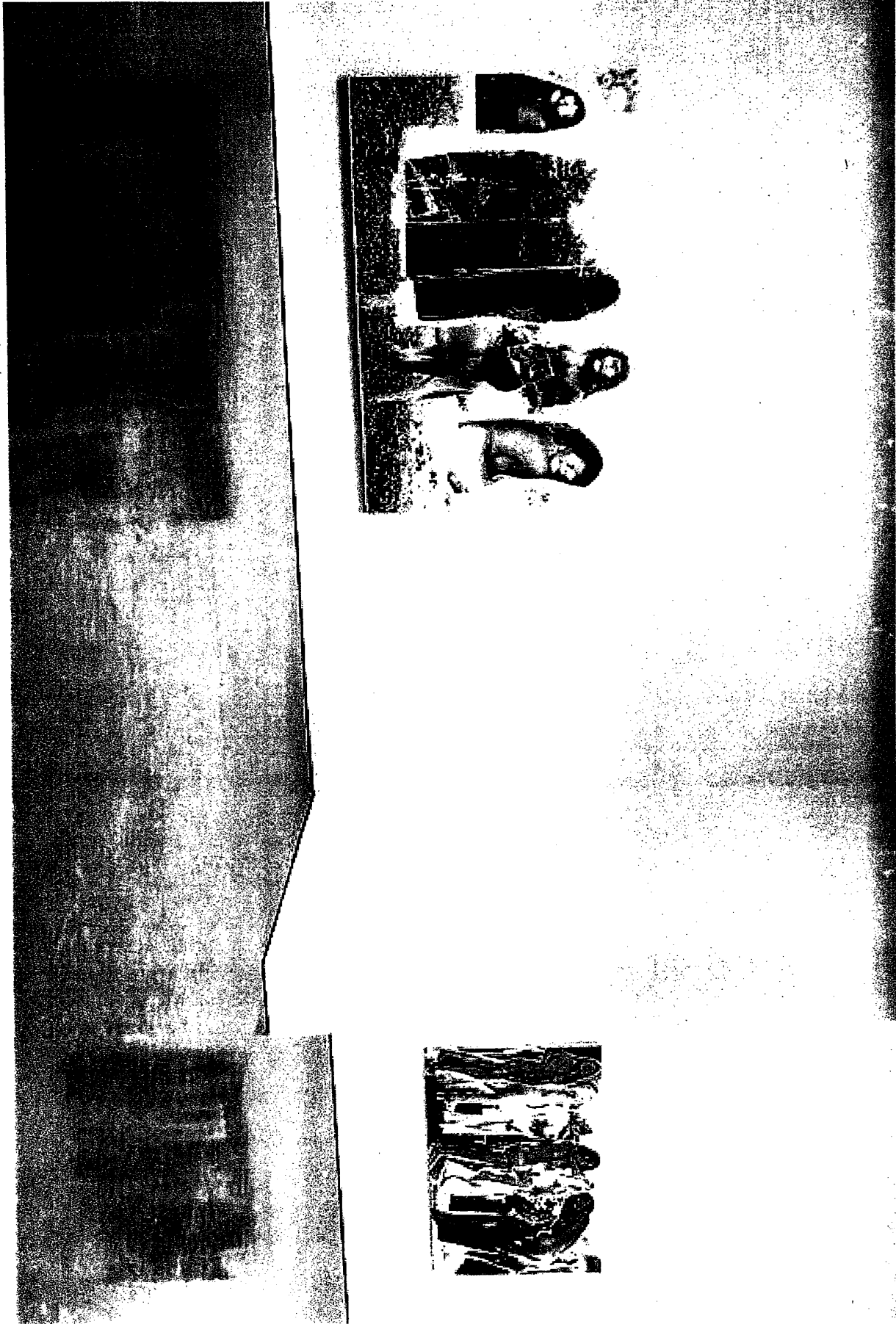
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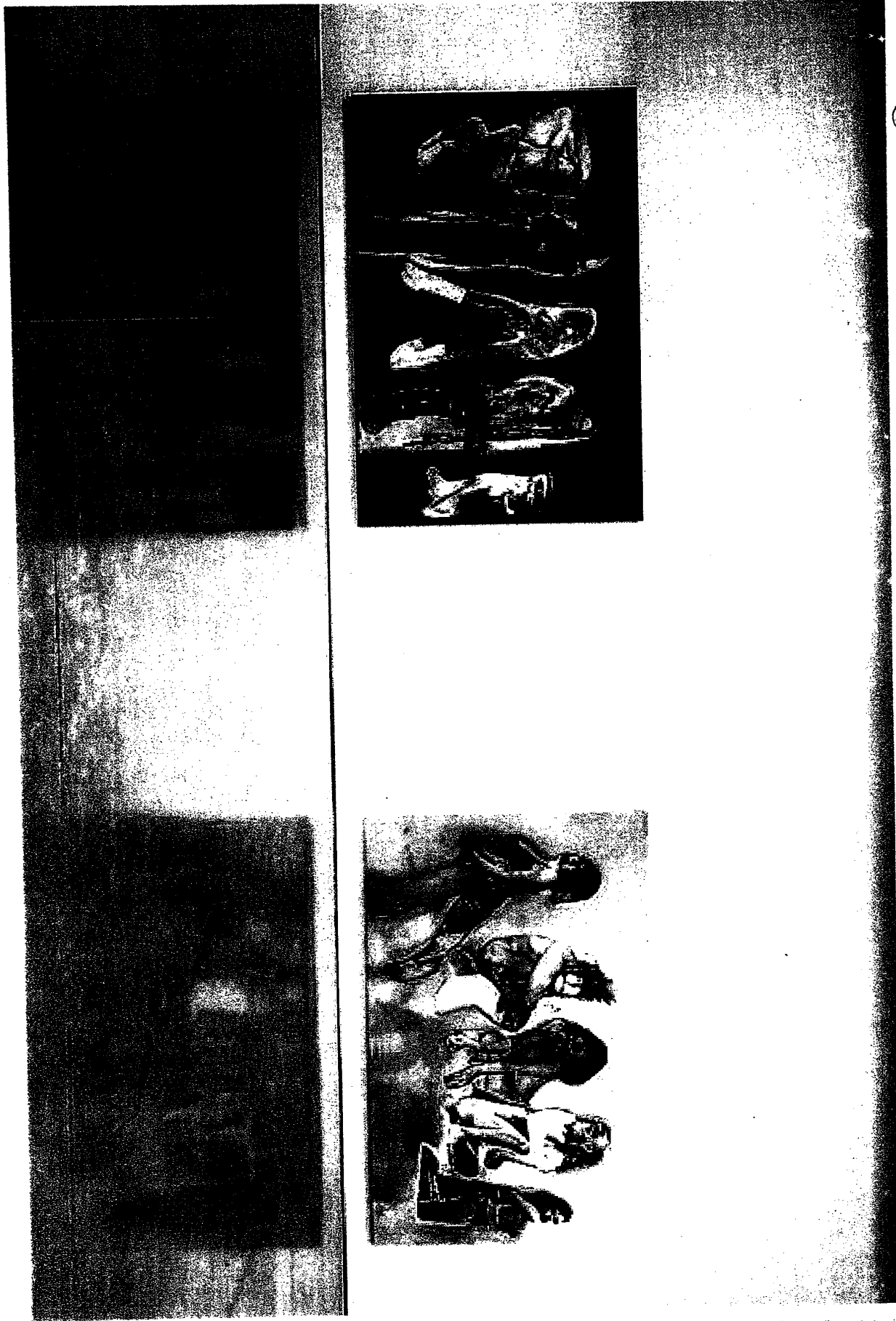
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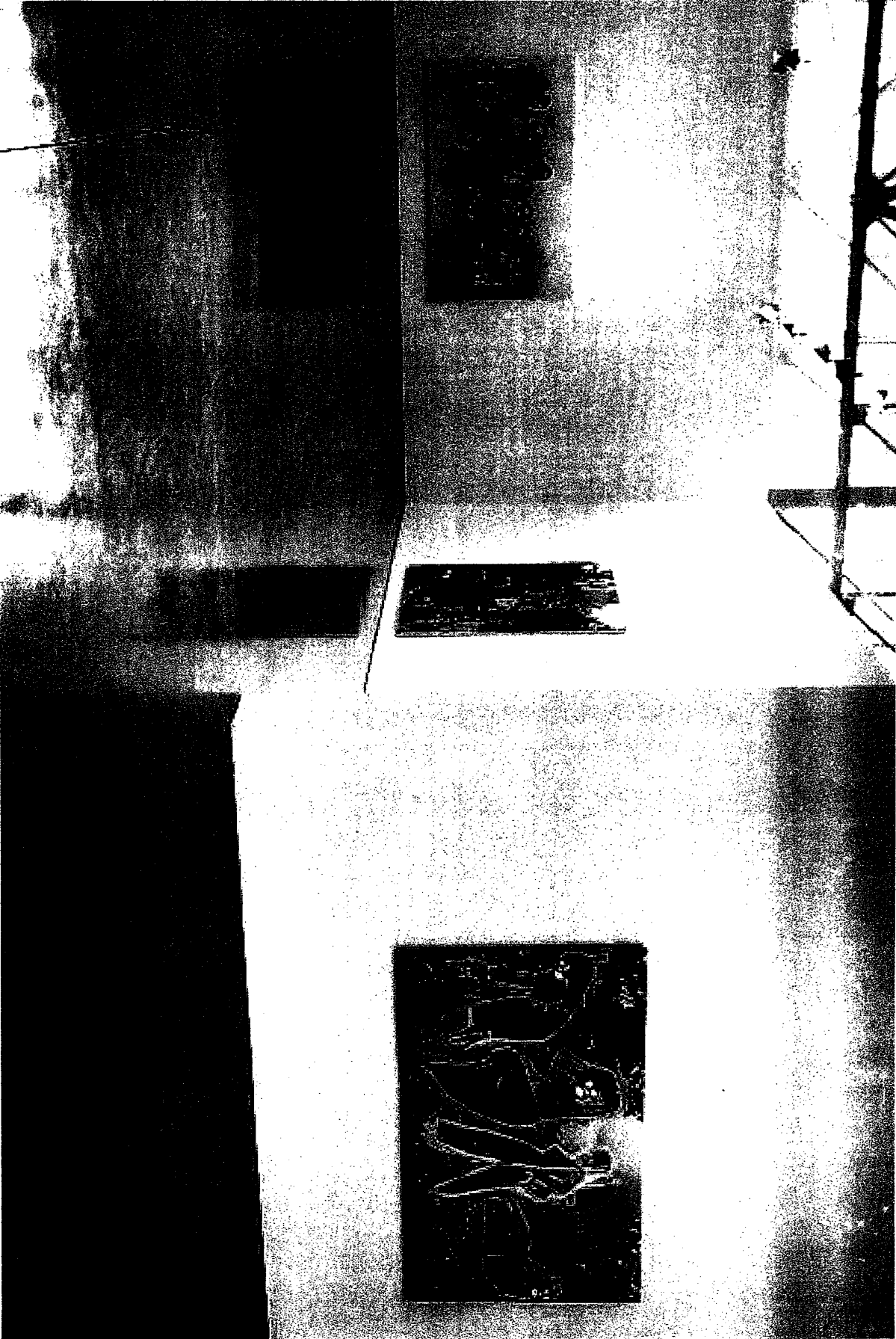
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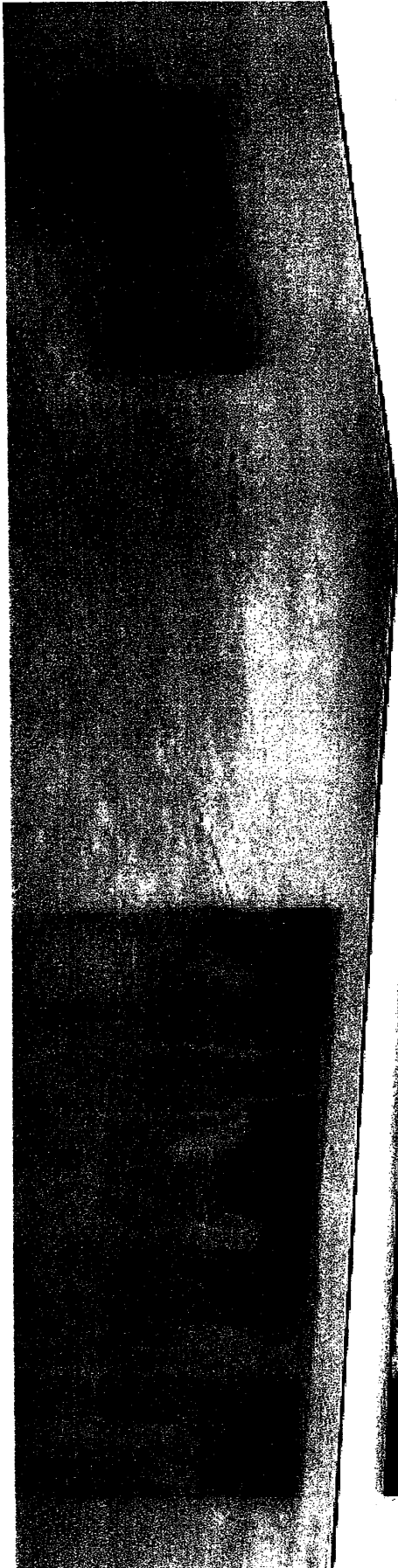
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WITHERS BERGMAN LLP

Hollis Gonerka Bart (HB-8955)
Dara G. Hammerman (DH-1591)
Azmina Jasani (AJ-4161)
430 Park Avenue, 10th Floor
New York, New York 10022
212.848.9800 (p)
212.848.9888 (f)

*Attorneys for Defendants Gagosian Gallery, Inc.
and Lawrence Gagosian*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
PATRICK CARIOU,

08 Civ 11327 (DAB) (ECF)

Plaintiff,

-against-

NOTICE OF JOINT APPEAL

RICHARD PRINCE, GAGOSIAN GALLERY, INC.,
LAWRENCE GAGOSIAN, and RIZZOLI
INTERNATIONAL PUBLICATIONS, INC,

Defendants.
-----X

Notice is hereby given that defendants Richard Prince, Gagosian Gallery, Inc., and Lawrence Gagosian (“Defendants”) hereby jointly appeal to the United States Court of Appeals for the Second Circuit from Memorandum Order of this Court, dated March 18, 2011, pursuant to 28 U.S.C. § 1292(a).

A copy of the Court’s March 18, 2011 Memorandum and Order is annexed hereto.

Dated: New York, New York
March 25, 2011

Hollis Gonerka Bart
Withers Bergman LLP
430 Park Avenue, 10th Floor
New York, New York 10022
(212) 848-9802

*Attorneys for Defendants-Appellants
Gagosian Gallery, Inc. and Lawrence Gagosian*

Jonathan Schiller
George Carpinello
Joshua Schiller
Boies, Schiller & Flexner LLP
575 Lexington Avenue, 7th Floor
New York, NY 10022
(212) 446-2388

By:



*Attorneys for Defendant-Appellant
Richard Prince*

SERVICE OF PROCESS TO:

Daniel J. Brooks
Schnader, Harrison, Segal & Lewis
140 Broadway, Suite 3100
New York, NY 10005-1101
(212) 973-8000

Eric A. Boden
Schnader, Harrison, Segal & Lewis
140 Broadway, Suite 3100
New York, NY 10005-1101
(212) 973-8000

*Attorneys for Plaintiff-Appellee
Patrick Cariou*

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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

PATRICK CARIOU,

Plaintiff,

08 Civ 11327 (DAB)

-against-

RICHARD PRINCE, GAGOSIAN GALLERY, INC.,
LAWRENCE GAGOSIAN, and RIZZOLI
INTERNATIONAL PUBLICATIONS, INC.,

STIPULATION OF COUNSEL

Defendants.

Plaintiff and Defendants, by their counsel, hereby stipulate and order as follows:

WHEREAS the Court by its decision of April 6, 2011 provided that "Defendants shall provide Plaintiff with unredacted copies of the notices sent to the owners no later than April 18, 2011. Should Defendants believe that information contained in those notices requires confidential treatment, they shall submit a stipulated confidentiality agreement, signed by all Parties, no later than April 12, 2011." The parties now agree as follows:

1. Pursuant to Judge Batts' Order dated April 7, 2011, the parties agree that the names and addresses in the March 28, 2011 letters sent by Defendants to the owners of the paintings shall be treated as confidential pursuant to the Protective Order dated August 10, 2009.

Dated: April 11, 2011

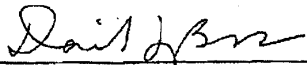
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By: John Schiller

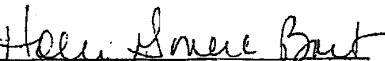
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Joshua I. Schiller
575 Lexington Ave, 7th Floor
New York, NY 10022
(212) 446-2300
Attorneys for Defendant Richard Prince

SCHNADER HARRISON SEGAL & LEWIS LLP

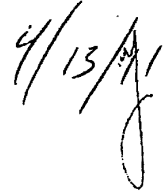
By: 
Daniel J. Brooks
140 Broadway, Suite 3100
New York, NY 10005-1101
(212) 973-8000
Attorneys for Plaintiff Patrick Cariou

WITHERS BERGMAN LLP

By: 
Hollis Gonerka Bart
430 Park Avenue, 10th Floor
New York, NY 10022-3505
(212) 848-9800
*Attorneys for Defendants Gagostan Gallery, Inc.
and Lawrence Gagostan*

SO ORDERED:

U.S.D.J.


4/13/11