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 6 Attorneys for Plaintiff  
 VERITAS-B MEZZ B7, LLC AS SUCCESSOR-IN-  
 INTEREST TO CAPITAL TRUST, INC.

8 UNITED STATES DISTRICT COURT  
 9 NORTHERN DISTRICT OF CALIFORNIA  
 10 SAN FRANCISCO DIVISION

12 VERITAS-B MEZZ B7, LLC AS  
 SUCCESSOR-IN-INTEREST TO CAPITAL  
 13 TRUST, INC.,

14 Plaintiff,

15 v.

16 WALTER R. LEMBI, individually and as  
 trustee of the WALTER AND LINDA LEMBI  
 17 FAMILY TRUST DATED JUNE 30, 2004;  
 FRANK E. LEMBI, individually and as trustee  
 18 of the OLGA LEMBI RESIDUAL TRUST  
 CREATED UNDER THE PROVISIONS OF  
 19 PART THREE OF THE LEMBI FAMILY  
 REVOCABLE TRUST DATED FEBRUARY  
 20 17, 1984, and as the trustee of the FRANK E.  
 LEMBI'S TRUST DATED FEBRUARY 17,  
 21 1984; BILLIE SALEVOURIS, individually;  
 BILLIE Z. SALEVOURIS, as trustee for THE  
 22 BILLIE SALEVOURIS TRUST DATED  
 AUGUST 23, 1983 AS RESTATED ON MAY  
 23 24, 2002; DAVID M. RAYNAL, individually  
 and as trustee for the DAVID M. RAYNAL  
 24 REVOCABLE TRUST DATED MAY 9,  
 2002; RALPH DAYAN, individually and as  
 25 co-trustee for the AMENDED AND  
 RESTATED DAYAN FAMILY  
 26 REVOCABLE TRUST DATED DECEMBER  
 31, 1991,

27 Defendants.  
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Case No. C 09-02492 JSW

**STIPULATION AND ~~PROPOSED~~  
 ORDER REGARDING VOLUNTARY  
 DISMISSAL WITH PREJUDICE**  
 [F.R.C.P. 41(a)]


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**STIPULATION OF VOLUNTARY DISMISSAL WITH PREJUDICE**

In accordance with Federal Rule of Civil Procedure 41(a)(1)(A)(ii), Plaintiff, Veritas-B Mezz B7, LLC as Successor-in-Interest to Capital Trust, Inc., by and through its undersigned counsel, does hereby stipulate and agree to a voluntary dismissal with prejudice of all claims asserted against Defendants in the above-styled action. Each party agrees to bear their own attorneys' fees and costs.


Dated: September 30, 2011

STEIN & LUBIN LLP

By:   
Julie L. Fieber  
Attorneys for Veritas-B Mezz B7, LLC, as Successor-In-Interest to Plaintiff Capital Trust, Inc.


Dated: September 27, 2011

EDWARD C. SINGER JR.

By:   
Edward C. Singer Jr.  
Attorneys for Defendants  
WALTER R. LEMBI, individually and as trustee of the WALTER AND LINDA LEMBI FAMILY TRUST DATED JUNE 30, 2004 and FRANK E. LEMBI, individually and as trustee of the OLGA LEMBI RESIDUAL TRUST CREATED UNDER THE PROVISION OF PART THREE OF THE LEMBI FAMILY REVOCABLE TRUST DATED FEBRUARY 17, 1984 and as the trustee of the FRANK E. LEMBI SURVIVOR'S TRUST DATED FEBRUARY 17, 1984

Dated: September 27, 2011

FRIEDMAN DUMAS & SPRINGWATER LLP

By:   
Ellen Friedman  
Attorneys for Defendants  
BILLIE Z. SALEVOURIS, individually and as trustee for THE BILLIE SALEVOURIS TRUST DATED AUGUST 23, 1983 AS RESTATED ON MAY 24, 2002; DAVID M. RAYNAL, individually and as trustee for the DAVID M. RAYNAL REVOCABLE TRUST DATED MAY 9, 2002; RALPH DAYAN, individually and as co-trustee for the AMENDED AND RESTED DAYAN FAMILY REVOCABLE TRUST DATED DECEMBER 31, 1991

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In accordance with the above Stipulation of Voluntary Dismissal With Prejudice Pursuant to Rule 41(a),

**IT IS HEREBY ORDERED AS FOLLOWS:**

1. Plaintiff's complaint in the above-captioned action is DISMISSED in its entirety, pursuant to Rule 41(a)(1)(A)(ii) of the Federal Rules of Civil Procedure;
2. Plaintiff's claims are dismissed with prejudice;
3. Each side shall bear its own attorneys' fees and costs, and all parties waive any right to seek attorneys' fees or costs incurred in connection with the above-captioned action.

Dated: October 3, 2011

  
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Honorable Jeffrey S. White