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11 Attorneys for Plaintiff
CAPITAL TRUST, INC.

12
13 **IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA
(SAN FRANCISCO DIVISION)**

14 CAPITAL TRUST, INC.,

15 Plaintiff,

16 vs.

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

28 Defendants.

Case No. C 09-02492 JSW

**APPLICATION AND ~~PROPOSED~~
ORDER FOR SUBSTITUTION OF
COUNSEL FOR PLAINTIFF CAPITAL
TRUST, INC. AND WITHDRAWAL OF
CROWELL & MORING LLP**

Judge: Hon. Jeffrey S. White

1 TO THE CLERK OF THE COURT AND ALL PARTIES OF RECORD:

2 Please take notice that Plaintiff CAPITAL TRUST, INC. substitutes Brian P. Brosnahan
3 and Margaret A. Ziemianek of the law firm of KASOWITZ BENSON TORRES & FRIEDMAN
4 LLP as counsel of record in this case, in place of Ethan P. Schulman and Nathaniel P. Bualat of
5 the law firm CROWELL & MORING LLP.

6 Plaintiff's former counsel and attorneys of record, Mr. Schulman, Mr. Bualat and Crowell
7 & Moring LLP, will withdraw as counsel and attorneys of record for Plaintiff upon approval by
8 this Court:


9 Ethan P. Schulman
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10 Nathaniel P. Bualat
E-Mail: nbualat@crowell.com
CROWELL & MORING LLP
11 275 Battery Street, 23rd Floor
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14 Pursuant to the Notice of Appearance filed in this action, Brian P. Brosnahan and
15 Margaret A. Ziemianek of KASOWITZ BENSON TORRES & FRIEDMAN LLP have appeared
16 as Counsel of Record for Plaintiff CAPITAL TRUST, INC., effective immediately, and will
17 replace CROWELL & MORING LLP as lead counsel of record. All further notices and papers
18 should be served on Kasowitz Benson Torres & Friedman LLP:

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20 Brian P. Brosnahan (SBN 112894)
E-Mail: bbrosnahan@kasowitz.com
Margaret A. Ziemianek (SBN 233418)
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22 101 California Street, Suite 2300
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25 The undersigned consent to the above withdrawal and substitution:

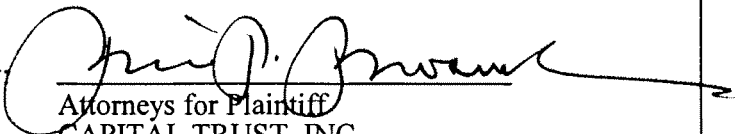
26 DATED: October 8, 2010

27 By: 
28 Deborah Ginsberg, Vice-President
on behalf of Plaintiff CAPITAL TRUST, INC.

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DATED: October 8, 2010

KASOWITZ BENSON TORRES & FRIEDMAN LLP

By: 
Attorneys for Plaintiff
CAPITAL TRUST, INC.

DATED: October 8, 2010

CROWELL & MORING LLP

By: /s/ Ethan P. Schulman
Attorneys for Plaintiff
CAPITAL TRUST, INC.

PROPOSED ORDER

IT IS HEREBY ORDERED THAT the substitution of Kasowitz Benson Torres & Friedman LLP and the withdrawal of Crowell & Moring LLP as counsel of record for Plaintiff CAPITAL TRUST, INC. is approved.

Dated: October 12, 2010


Hon. Jeffrey S. White