



American Arbitration Association
Dispute Resolution Services Worldwide

Western Case Management Center
John M. Bishop
Vice President

Jeffrey Garcia
Assistant Vice President

July 19, 2005

6795 North Palm Ave, 2nd Floor, Fresno, CA 93704
telephone: 877-528-0880 facsimile: 559-490-1919
internet: <http://www.adr.org/>

VIA FAX AND U.S. MAIL

Geoffrey Faust, Esq.
Law Offices of Geoffrey M. Faust
P.O. Box 751
Clayton, CA 94517

Mark J. Rice, Esq.
McNeil, Silveira, Rice, Wiley & West
55 Professional Center Parkway
Suite A
San Rafael, CA 94903

Re: 74 166 00295 04 JAFA
Robin P. Roderick
VS
Mazzetti & Associates, Inc.

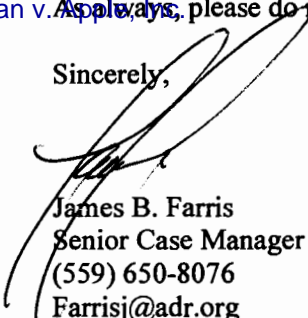
Dear Counsel:

By direction of the Arbitrator we herewith transmit to you the duly executed Award in the above matter.

Hovsepian v. Appleys, please do not hesitate to contact the undersigned if you have any questions.

Doc. 1633 Att. 3

Sincerely,



James B. Farris
Senior Case Manager
(559) 650-8076
Farrisj@adr.org

Julie A. Schermerhorn
Supervisor
(559) 490-1863
schermerhornj@adr.org

Enclosure: Final Award

cc: Joseph A. Lasky, Esq.

AMERICAN ARBITRATION ASSOCIATION
EMPLOYMENT ARBITRATION TRIBUNAL

IN THE MATTER OF THE ARBITRATION
BETWEEN

ROBIN RODERICK)	RE: Case No. 74 166 00295 04 Jafa
Claimant,)	
)	FINAL ARBITRATION AWARD
vs.)	
)	
MAZZETTI & ASSOCIATES, INC.)	
Respondent.)	
)	

I, THE UNDERSIGNED ARBITRATOR, having been designated in accordance with the Arbitration Agreement entered into by the above-named parties, and having been sworn and having heard the proofs and allegations of the parties, AWARD, as follows:

A Statement of Decision in this matter was rendered on or about June 3, 2005, which is incorporated herein by reference. The parties were invited to submit written comments to the Statement Of Decision and each did so on or about June 20, 2005. The parties were also permitted to respond to each other's comments and each responded to the comments of the other on or about July 6, 2005.

Claimant and Respondent presented a number of issues in their respective comments and responses to comments. The primary issues related to: whether each party was the prevailing party; the applicability and interpretations of California statutes CCP §998, CCP § 1284.3, CC §327-329; AAA Employment Rules, Federal Rule of Civil Procedure 68, the interpretation of Judge Patel's Order of November 9, 2004 and the reference to stock certificate Number 47 contained in the Statement of Decision.

The arbitrator has reviewed and considered all of the comments and objections of the parties to its Statement of Decision and to the comments and responses of each of the opposing parties.

Claimant commented that the subject matter in Section IV item 3 of the Statement of Decision, referring to stock certificate Number 47 was no longer relevant to the arbitration as it had been previously been withdrawn by Respondent. In his letter of March 21, 2005 to James B. Farris, Senior Case Manager of the AAA, counsel for the Respondent, Mark J. Rice, confirmed that the issue regarding to stock certificate Number 47 had been withdrawn.

In the Statement of Decision, the arbitrator contemplated preparing an interim award. The purpose was to provide the Court an opportunity to direct the arbitrator to address any matter the Court deemed should be clarified or decided by the arbitrator. However, this procedure would place a burden on the court to issue an order to the effect that no further action was to be undertaken by the arbitrator. In addition, this procedure could result in an unnecessary delay of the court proceedings because of the transmission of a prospective order from the Court and the preparation and transmittal of a final award by the arbitrator.

The arbitrator has determined that a different procedure will provide for greater flexibility, timeliness and finality without placing an additional burden on the Court. The procedure adopted by the arbitrator is to retain jurisdiction for a period of time. This procedure will allow the Court to return the matter to the arbitrator if the court so determines or accept the Award as written.

Therefore the award presented below is the final award.

AWARD

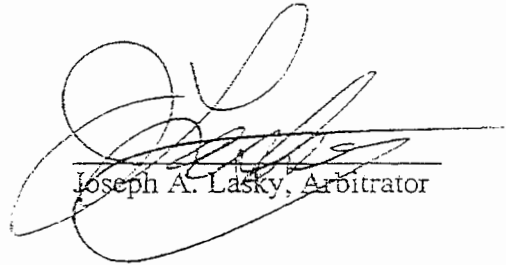
The undersigned arbitrator, having been duly designated and having been duly sworn and having duly heard the proofs and allegations of the parties, and having previously rendered a Statement of Decision dated June 3, 2005, hereby makes this AWARD as follows:

1. The purchase price to be paid by Mazzetti to Roderick is \$987.75 per share for each of the twenty shares of stock of Mazzetti for a total of \$19,755.00.
2. Mazzetti is to pay interest to Roderick for the purchase of the twenty shares of Mazzetti stock in the total amount of \$1,605.08.
3. There was no breach by Mazzetti of fiduciary obligations or independent management with regard to the determination of the purchase price of the Claimant's 20 shares in Respondent.
4. Roderick is to return to Mazzetti any stock certificate(s) for Mazzetti shares in his possession or control.
5. The issues related to tender are moot or beyond the scope of this arbitration as limited to the Court's Order.
6. The Administrative fees and expenses of the American Arbitration Association ("the Association") totaling Two Thousand Four Hundred Dollars (\$2,400.00) shall be borne by Mazzetti & Associates, Inc., and the compensation and expenses of the arbitrator totaling Seventeen Thousand One Hundred Dollars (\$17,100.00) shall be borne by Mazzetti & Associates, Inc. Therefore, Mazzetti & Associates, Inc. shall pay to the Association the sum of Twelve Thousand Nine Hundred

Dollars (\$12,900) representing amounts still due the Association and/or Arbitrator. These amounts reflect all payments made to date.

7. The arbitrator retains jurisdiction of this matter for the period of one hundred twenty (120) days from the date of this Award.
8. This Award is in full settlement of all claims submitted to this arbitration. All claims, and demands for relief not expressly granted herein are hereby denied.

Dated: July 19, 2005



Joseph A. Lasky, Arbitrator