



UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF FLORIDA

CASE NO. 05-80393 CIV HURLEY/HOPKINS

STELOR PRODUCTIONS, L.L.C., a  
Delaware limited liability company,  
f/k/a STELOR PRODUCTIONS, INC.,

Plaintiff,

vs.

STEVEN A. SILVERS, a Florida resident,

Defendant.

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**NOTICE OF FILING SECOND SUPPLEMENTAL  
DECLARATION OF STEVEN A. ESRIG**

PLEASE TAKE NOTICE that Plaintiff, by and through undersigned counsel, hereby files  
the Second Supplemental Declaration of Steven A. Esrig.

Respectfully submitted,

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By: /s/ Kevin C. Kaplan  
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**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that a true copy of the foregoing was served via Telefax, electronic mail, and U.S. mail on this 18<sup>th</sup> day of July, 2005 upon the following:

Adam T. Rabin, Esq.  
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Kenneth R. Hartmann, Esq.  
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/s/ Kevin C. Kaplan  
Kevin C. Kaplan

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Defendant.

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**SECOND SUPPLEMENTAL DECLARATION OF STEVEN A. ESRIG**

I, Steven A. Esrig, hereby declare as follows:

1. As set forth in my initial declaration, I am the President and CEO of Stelor Productions, L.L.C. (“Stelor”). I have been employed by Stelor since its inception, and I have held my current position for more than two years. The facts stated herein are based upon my own personal knowledge and/or on corporate records and documents maintained by Stelor in the ordinary course of business.

2. Stelor is actively negotiating with 12 potential licensees. The negotiations developed as a result of the success Stelor had at the recent trade show in New York. Stelor received expressions of interest from, and had preliminary discussions with, dozens of licensees in connection with the show. These 13 licensees represent the relationships that have actively developed, and that Stelor believes are likely to lead to important formal relationships. The negotiations, of course, are complicated, and will take some time, but already substantial

progress has been made, and a very strong likelihood exists that Stelor will shortly be finalizing contracts with most, if not all, of these licensees.

3. These potential licenses represent a tremendously unique opportunity to Stelor. It is the result of the years and dollars of investment Stelor has committed to the project, and the critical stage that the project has now reached. The opportunity to formalize these relationships is now, and if lost, is not likely to be presented again.

4. Each of those licensees, however, has made clear that continued access to the [www.google.com](http://www.google.com) address – and not some unknown and never-before-used substitute site – is an essential condition for their continued interest. If Stelor loses access to that address, the unique present opportunity to formalize these licenses will be entirely lost.

5. Attached hereto is a chart containing a general description of each of the 12 licensees and the status of our negotiations. Given Silvers' repeated attempts to interfere with and sabotage Stelor's business, we simply cannot at this critical juncture risk disclosing any more specific information about these licensees and our negotiations. Were we to do so, we are certain that Silvers would attempt to interfere with those negotiations to Stelor's detriment.

6. If Stelor loses access to the google.com address and with it the opportunity to enter into these licensees, the damages to Stelor's business will be incalculable. These license relationships will transform Stelor's future business, giving it a presence in the market it would never otherwise have. The loss of that opportunity would result in immeasurable damage.

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7. Nor would Stelor have any chance of collecting those damages from Silvers, even if they could be calculated. Silvers does not have the financial resources sufficient to pay even a fraction of that amount.

I declare under penalties of perjury that the foregoing is true and correct. Dated this 18 day of July, 2005.

  
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Steven A. Esrig

### LICENSEE STATUS

LICENSEE	DESCRIPTION
MAJOR CHILDRENS ENTERTAINMENT CONGLOMORATE	Reviewing a contract for regular TV episodes for the Spring of 2006
NATIONALLY RECOGNIZED SPORTING GOODS COMPANY	In discussions regarding using the Googles characters on different sporting products
MAJOR MANUFACTURER OF BEDDING/HOME PRODUCTS	Negotiating the use of the Googles on bed linens and other products for children's rooms
CONSUMER GOODS PACKAGING COMPANY	In negotiations to use the Googles on oral hygiene containers
FORTUNE 500 TOY MANUFACTURING COMPANY	Negotiating license agreement for the Googles
MAJOR TRADING CARD COMPANY	Negotiating to provide Googles trading cards for the launch of Googles.com
INTERNATIONAL CANDY COMPANY	Negotiating a contract to have healthy Google candies
MAJOR CEREAL COMPANY	Negotiating details for a Googles cereal
FORTUNE 500 PERSONAL HYGIENE COMPANY	Negotiating the use of the Googles on their products
MAJOR MANUFACTURER OF EDUCATIONAL SUPPLIES	Negotiating the use of the Googles on school items
MAJOR CHILDREN'S EVENT	In negotiations for use of Googles characters and googles.com internet site
LARGE FOOD ASSOCIATION	Negotiating use of custom songs, Googles characters and products

