

# EXHIBIT 94

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PLAINTIFF'S RESPONSE IN OPPOSITION TO DEFENDANTS' MOTION FOR  
SUMMARY JUDGMENT

**Robert Carroll**

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**From:** Ljfranco@aol.com  
**Sent:** Tuesday, April 13, 2004 1:54 AM  
**To:** Dvdaltd@aol.com; kwrmd@comcast.net; Richard M. Ross; Byron Hollins, Esq.; Wayne Baliga, CPA, Esq.; Kim Quarles, Esq.; William J. Donwen; Melvin Spaeth, Esq.; Craig L. Jackson; Robert C. Crandall, LLB; catherine.garner@healthstream.com; Robert D. Spaeth; drblade@infoave.net; Ron Holman; James Wong; wbaliga@wideopenwest.com; robertspaeth@earthlink.net; LMRask1@aol.com; FReed2315@aol.com; William W. Walker  
**Subject:** To All CMGT, Inc. Investors Re: CMGT  
**Attachments:** CitationToDiscoverAssetsCMGT&LouisFranco04-07-2004.pdf; FinalJudgment&PermInjunct\_3-18-04DuPageCoDomestication.pdf; CMGT\_UCC FinancingStatement12-01-2003.pdf; RBGemail\_CMGTshareholders09-19-2003.pdf

Dear fellow Shareholders:

As Ronald B. Given of Mayer, Brown, Rowe & Maw indicated to you in his e-mail dated September 19, 2003, I have resigned as President & CEO of CMGT, Inc. and no longer have any employment relationship with the company.

This e-mail is to bring to your attention in my capacities of a fellow CMGT shareholder and claimant, the attached legal papers. Hardcopies and my cover letter have been sent via USPS mail to each of you at your addresses on record.

Also FYI, attached is a new legal document (final judgment and permanent injunction & Illinois domestication) which I received on Mon. 4/12/2004 after the above hardcopies were mailed - this document was not included with the hardcopies I mailed to you.

I again extend my sincere regrets for the loss of investment in CMGT that we have all so painfully suffered. I wish all of you the very best in your future endeavors.

Best regards,

Lou

Louis J. Franco  
2 S 647 White Birch Lane  
Wheaton, IL 60187

voice: 630-260-9507  
cell: 630-215-8193  
fax: 978-389-1060

E-mail: ljfranco@aol.com

=====

NOTICE: This E-mail is covered by the Electronic Communications Privacy Act, 18 U.S.C. §§ 2510-2521 and is legally privileged. This information is confidential information and is intended only for the use of the individual or entity named above. If you have received this E-mail and are not the intended recipient, or an employee or agent responsible for delivering this message to the intended recipient, you are hereby notified that any dissemination, distribution or copying of this communication is strictly prohibited. If you have received this E-mail by mistake, please notify us immediately by replying to the message and deleting it and attachment(s), if any, from your computer. Thank you for your cooperation.

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STATE OF ILLINOIS

UNITED STATES OF AMERICA

COUNTY OF DU PAGE

IN THE CIRCUIT COURT OF THE EIGHTEENTH JUDICIAL CIRCUIT

CODE 8000

Spehar Capital, LLC

CASE NUMBER

PLAINTIFF

2003 MR 001209

-VS-

CMGT, Inc.

DEFENDANT

File Stamp Here

CITATION TO DISCOVER ASSETS

To: CMGT, Inc., c/o Louis J. Franco, President/CEO, 2 S. 647 White Birch Lane, Wheaton, IL 60187

(Name and address of Defendant or Respondent)

YOU ARE COMMANDED to appear before the presiding Judge in Courtroom No. 2005 located at DuPage County Judicial Center, 505 North County Farm Road, Wheaton, Illinois on May 7, 20 04 at 9:00 a. M., to be examined under oath to discover assets or income not exempt from the enforcement of the Judgment. A Judgment against CMGT, Inc. (Judgment debtor) was entered on March 18, 2004 and \$ 17,045,780.00 remains unsatisfied.

YOU ARE COMMANDED to produce at the examination (bring with you) all books, papers, or records in your possession or over which you have control, which may contain information concerning your property and income, or indebtedness due Judgment debtor and: SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART THEREOF

The party to whom this citation to discover assets is directed is prohibited from making or allowing any transfer or other disposition of, or interfering with, any property not exempt from the enforcement of a judgment therefrom, a deduction order or garnishment, belonging to the judgment debtor or to which he or she may be entitled or which may thereafter be acquired by or become due to him or her, and from paying over or otherwise disposing of any moneys not so exempt which are due or to become due to the judgment debtor, until the further order of the court or the termination of the proceeding, whichever occurs first. The third party may not be obligated to withhold the payment of any moneys beyond double the amount of the balance due sought to be enforced by the judgment creditor.

YOUR FAILURE TO APPEAR IN COURT AS HEREIN DIRECTED MAY CAUSE YOU TO BE ARRESTED AND BROUGHT BEFORE THE COURT TO ANSWER A CHARGE OF CONTEMPT OF COURT, WHICH MAY BE PUNISHABLE BY IMPRISONMENT IN THE COUNTY JAIL.

Name: Defrees & Fiske LLC/D. Giese
Attorney For: Plaintiff
DuPage Attorney No.: 19740
Address: 200 S. Michigan Avenue
City/State/Zip: Chicago, IL 60604
Telephone: 312/372-4000

WITNESS: JOELA KAGANN, Clerk of the Eighteenth Judicial Circuit, and the seal thereof, at Wheaton, Illinois

Date: APR 07 2004

JOEL KAGANN, Circuit Court Clerk

Clerk of the Eighteenth Circuit Court

Whenever a citation is served upon a person or party other than the judgment debtor, the officer or person serving the citation shall within two (2) business days of the service upon the cited party or in the case of the service by certified or registered mail within two (2) business days of the date of mailing, serve upon the judgment debtor either a copy of the underlying judgment or a certification by clerk of the court that entered the judgment or the attorney for the judgment creditor setting forth the amount of the judgment, the name of the court, and the number of the case, a copy of the citation served upon the third person or party, and a copy of the citation notice required by this subsection. The judgment debtor shall be served by any means upon which service of a citation is allowed by rule. NOTE: THIS PROCESS MAY NOT BE SERVED LATER THAN FIVE (5) DAYS BEFORE THE DAY FOR APPEARANCE.

STATE OF ILLINOIS

UNITED STATES OF AMERICA

COUNTY OF DU PAGE

IN THE CIRCUIT COURT OF THE EIGHTEENTH JUDICIAL CIRCUIT

CODE 8000

Spehar Capital, LLC

CASE NUMBER

PLAINTIFF

2003 MR 001209

-VS-

CMGT, Inc.

DEFENDANT

File Stamp Here

CITATION TO DISCOVER ASSETS

To: CMGT, Inc., c/o Louis J. Franco, President/CEO, 2 S. 647 White Birch Lane, Wheaton, IL 60187

(Name and address of Defendant or Respondent)

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YOU ARE COMMANDED to produce at the examination (bring with you) all books, papers, or records in your possession or over which you have control, which may contain information concerning your property and income, or indebtedness due Judgment debtor and: SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART THEREOF

The party to whom this citation to discover assets is directed is prohibited from making or allowing any transfer or other disposition of, or interfering with, any property not exempt from the enforcement of a judgment therefrom, a deduction order or garnishment, belonging to the judgment debtor or to which he or she may be entitled or which may thereafter be acquired by or become due to him or her, and from paying over or otherwise disposing of any moneys not so exempt which are due or to become due to the judgment debtor, until the further order of the court or the termination of the proceeding, whichever occurs first. The third party may not be obligated to withhold the payment of any moneys beyond double the amount of the balance due sought to be enforced by the judgment creditor.

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Name: Defrees & Fiske LLC/D. Giese
Attorney For: Plaintiff
DuPage Attorney No.: 19740
Address: 200 S. Michigan Avenue
City/State/Zip: Chicago, IL 60604
Telephone: 312/372-4000

WITNESS: JOELA KAGANN, Clerk of the Eighteenth Judicial Circuit, and the seal thereof, at Wheaton, Illinois

Date: APR 07 2004

JOEL KAGANN, Circuit Court Clerk

Clerk of the Eighteenth Circuit Court

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EXHIBIT A

Under penalties as provided by law pursuant to Section 1-109 of the Illinois Code of Civil Procedure, the undersigned, CMGT, INC., BY ITS PRESIDENT AND CEO, LOUIS J. FRANCO, hereby certifies and states that the statements set forth in this instrument are true and correct, except as to matters therein stated to be on information and belief, and as to such, the undersigned certifies as aforesaid that he verily believes the same to be true.

Name:

Social Security and/or Tax I.D. Number:

Residence Address and Telephone Number:

Business Address and Telephone Number:

Name of Business/Businesses and/or interest in same for the two (2) years preceding the date of this request, and address of same:

Dependents:

Stocks, Bonds or other Negotiable Instruments, and where they are located:

Automobile(s)- Make, Model, Year, V.I.N., whether the same are insured and by whom (i.e. proof of insurance):

Real Property Owned and how property is held:

Name of your Bank:

Checking Account Number(s):

Savings Account Number(s):

Certificates of Deposit:

Other Personal Property Owned:

Household Goods:

Money and Jewelry on Person:

Any other title or interest and any other property, real or personal, not listed or described above:

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CMGT, INC., by its President and CEO,  
Louis J. Franco

STATE OF ILLINOIS UNITED STATES OF AMERICA COUNTY OF DU PAGE  
IN THE CIRCUIT COURT OF THE EIGHTEENTH JUDICIAL CIRCUIT

Spchar Capital, LLC

PLAINTIFF (Judgment Creditor)

-VS-

CMGT, Inc.

DEFENDANT (Judgment Debtor)

CASE NUMBER  
2003 MR 001209

FILED  
04 APR -7 AM 8:42  
CLERK OF THE  
18TH JUDICIAL CIRCUIT  
DU PAGE COUNTY, ILLINOIS  
File Stamp Here

CITATION NOTICE

Judgment Debtor Address: 2 S. 647 White Birch Lane, Wheaton, Illinois 60187

Name and Address of Attorney for Judgment Creditor or Judgment Debtor: Defrees & Fiske LLC, D. Giese  
200 S. Michigan Avenue, Suite 1100, Chicago, Illinois 60604

Amount of Judgment: \$ 17,045,780.00

Name of Person Receiving Citation: CMGT, Inc., c/o Louis J. Franco, President and CEO

Court Date and Time: May 7, 2004 at 9:00 a.m., Rm. 2005

NOTICE: The Court has issued a citation against the person named above. The citation directs that person to appear in court to be examined for the purpose of allowing the judgment creditor to discover income and assets belonging to the judgment debtor or in which the judgment debtor has an interest. The citation was issued on the basis of a judgment against the judgment debtor in favor of the judgment creditor in the amount stated above. On or after the court date stated above, the Court may compel the application of any discovered income or assets toward payment on the judgment.

The amount of income or assets that maybe applied toward the judgment is limited by federal and Illinois law. THE JUDGMENT DEBTOR HAS THE RIGHT TO ASSERT STATUTORY EXEMPTION AGAINST CERTAIN INCOME OR ASSETS OF THE JUDGMENT DEBTOR WHICH MAY NOT BE USED TO SATISFY THE JUDGMENT IN THE AMOUNT STATED ABOVE:

- (1) Under Illinois or federal law, the exemptions of personal property owned by the debtor equity interest, not to exceed \$2,000 in value, in any personal property as chosen by the debtor; Social Security and SSI benefits; veteran's benefits, circuit breaker property tax relief benefits; the debtor's equity interest, not to exceed \$1,200 in value, in any one motor vehicle, and the debtor's equity interest, not to exceed \$750 in value, in any implements, professional books, or tools of the trade of the debtor.
- (2) Under Illinois law, every person is entitled to an estate in homestead, when owned and occupied as a residence to the extent in value of \$7,500, which homestead is exempt from judgment.
- (3) Under Illinois law, the amount of wages that may be applied toward a judgment is limited to the lesser of (i) 15% of the gross weekly wages of (ii) the amount by which disposable earnings for a week exceed the total of 45 times the minimum hourly wage.
- (4) Under federal law, the amount of wages that may be applied toward a judgment is limited to the lesser of (i) 25% of disposable earnings for a week or (hi) the amount by which disposable earnings for a week exceed 30 times the federal minimum hourly wage.
- (5) Pension and retirement benefits may be claimed as exempt under Illinois law.

The judgment debtor may have other possible exemptions under the law.

THE JUDGMENT DEBTOR HAS THE RIGHT AT THE CITATION HEARING TO DECLARE EXEMPT CERTAIN INCOME OR ASSETS OR BOTH. The judgment debtor also has the right to seek a declaration at an earlier date, by notifying the Clerk in writing at 505 North County Farm Road, Wheaton, Illinois. When so notified the Clerk of the Court will provide a hearing date and the necessary form that must be prepared by the judgment debtor or the attorney for the judgment debtor and sent to the judgment creditor regarding the time and location for the hearing. This notice may be sent by regular first class mail.

Name: Defrees & Fiske LLC/D. Giese  
Attorney for Judgment Creditor/Judgment Debtor

DuPage Attorney No.: 19740

Address: 200 S. Michigan Avenue, #1100

City/State/Zip: Chicago, Illinois 60604

Telephone: 312/372-4000

*[Handwritten Signature]*  
Signature of Attorney for Judgment Creditor  
or Judgment Debtor  
Date: 4-2-2004

STATE OF ILLINOIS

UNITED STATES OF AMERICA  
IN THE CIRCUIT COURT OF THE EIGHTEENTH JUDICIAL CIRCUIT

COUNTY OF DU PAGE

Spehar Capital, LLC

PLAINTIFF

CASE NUMBER

2003 MR 1209

VS.

CMGT, Inc.

DEFENDANT

FILED  
04 APR - 7 AM 8:13  
CLERK OF THE  
18TH JUDICIAL CIRCUIT  
WHEATON, ILLINOIS

CERTIFICATE OF ATTORNEY IN CITATION PROCEEDINGS

I, the undersigned attorney for the judgment creditor that entered the judgment certify under penalties as provided by law pursuant to Section 1-109 of the Code of Civil Procedure of the Illinois Compiled Statutes that the statements set forth in this instrument are true and correct.

1. That judgment was entered on March 18, 2004 in Superior Court of California for Los Angeles County  
Court of County of Los Angeles in the State of California

2. The case number of that proceeding is EC 037602

3. The amount of Judgment	\$ <u>17,045,780.00</u>
(a) Allowable costs previously expended	\$ _____
(b) Filing and summons costs of prior supplementary proceedings	\$ _____
(c) Filing and service costs for this citation	\$ _____
(d) Interest of Judgment to this date	\$ _____
<b>TOTAL</b>	\$ <u>17,045,780.00</u>

DEDUCT: Total amount paid by or on behalf of the judgment debtor prior to this citation \$ 0.00

**BALANCE DUE JUDGMENT CREDITOR \$ 17,045,780.00**

Name: Defrees & Fiske LLC/DCG  PRO SE

DuPage Attorney Number: 19740

Attorney for: Plaintiff

Address: 200 S. Michigan Ave., Suite 1100

City/State/Zip: Chicago Illinois 60604

Telephone: 312/372-4000

Judgment Creditor or Attorney

STATE OF ILLINOIS

UNITED STATES OF AMERICA

COUNTY OF DU PAGE

IN THE CIRCUIT COURT OF THE EIGHTEENTH JUDICIAL CIRCUIT

CODE 8000

Spehar Capital, LLC

CASE NUMBER

PLAINTIFF

2003 MR 001209

-VS-

CMGT, Inc.

DEFENDANT

File Stamp Here

CITATION TO DISCOVER ASSETS

To: Louis J. Franco, President/CEO, c/o CMGT, Inc., 2 S. 647 White Birch Lane, Wheaton, IL 60187

(Name and address of Defendant or Respondent)

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YOU ARE COMMANDED to produce at the examination (bring with you) all books, papers, or records in your possession or over which you have control, which may contain information concerning your property and income, or indebtedness due Judgment debtor and: SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART THEREOF

The party to whom this citation to discover assets is directed is prohibited from making or allowing any transfer or other disposition of, or interfering with, any property not exempt from the enforcement of a judgment therefrom, a deduction order or garnishment, belonging to the judgment debtor or to which he or she may be entitled or which may thereafter be acquired by or become due to him or her, and from paying over or otherwise disposing of any moneys not so exempt which are due or to become due to the judgment debtor, until the further order of the court or the termination of the proceeding, whichever occurs first. The third party may not be obligated to withhold the payment of any moneys beyond double the amount of the balance due sought to be enforced by the judgment creditor.

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Name: Defrees & Fiske LLC/D. Giese
Attorney For: Plaintiff
DuPage Attorney No.: 19740
Address: 200 S. Michigan Avenue
City/State/Zip: Chicago, IL 60604
Telephone: 312/372-4000

WITNESS: JOEL A KAGANN, Clerk of the Eighteenth Judicial Circuit, and the seal thereof, at Wheaton, Illinois

Date: APR 07 2004



JOEL KAGANN
Clerk of the Eighteenth Circuit Court

Whenever a citation is served upon a person or party other than the judgment debtor, the officer or person serving the citation shall within two (2) business days of the service upon the cited party or in the case of the service by certified or registered mail within two (2) business days of the date of mailing upon the judgment debtor either a copy of the underlying judgment or a certification by clerk of the court that entered the judgment or the attorney for the judgment creditor setting forth the amount of the judgment, the name of the court, and the number of the case, a copy of the citation served upon the third person or party, and a copy of the citation notice required by this subsection. The judgment debtor shall be served by any means upon which service of a citation is allowed by rule. NOTE: THIS PROCESS MAY NOT BE SERVED LATER THAN FIVE (5) DAYS BEFORE THE DAY FOR APPEARANCE.

JOEL A. KAGANN, CLERK OF THE 18TH JUDICIAL CIRCUIT COURT ©
WHEATON, ILLINOIS 60189-0707



EXHIBIT A

Under penalties as provided by law pursuant to Section 1-109 of the Illinois Code of Civil Procedure, the undersigned, LOUIS J. FRANCO, AS PRESIDENT AND CEO OF CMGT, INC., hereby certifies and states that the statements set forth in this instrument are true and correct, except as to matters therein stated to be on information and belief, and as to such, the undersigned certifies as aforesaid that he verily believes the same to be true.

Name:

Social Security and/or Tax I.D. Number:

Residence Address and Telephone Number:

Business Address and Telephone Number:

Name of Business/Businesses and/or interest in same for the two (2) years preceding the date of this request, and address of same:

Dependents:

Stocks, Bonds or other Negotiable Instruments, and where they are located:

Automobile(s)- Make, Model, Year, V.I.N., whether the same are insured and by whom (i.e. proof of insurance):

Real Property Owned and how property is held:

Name of your Bank:

Checking Account Number(s):

Savings Account Number(s):

Certificates of Deposit:

Other Personal Property Owned:

Household Goods:

Money and Jewelry on Person:

Any other title or interest and any other property, real or personal, not listed or described above:

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Louis J. Franco, as President and CEO of  
CMGT, INC.

STATE OF ILLINOIS

UNITED STATES OF AMERICA

COUNTY OF DU PAGE

IN THE CIRCUIT COURT OF THE EIGHTEENTH JUDICIAL CIRCUIT

Spehar Capital, LLC

CASE NUMBER

2003 MR 001209

PLAINTIFF (Judgment Creditor)

-VS-

CMGT, Inc.

DEFENDANT (Judgment Debtor)

FILED  
 APR - 7 AM 8:14  
 CLERK OF THE CIRCUIT COURT OF THE 18TH JUDICIAL CIRCUIT  
 WHEATON, ILLINOIS  
 File Stamp Here

CITATION NOTICE

Judgment Debtor Address: 2 S. 647 White Birch Lane, Wheaton, Illinois 60187

Name and Address of Attorney for Judgment Creditor or Judgment Creditor: Defrees & Fiske LLC, D. Giese  
200 S. Michigan Avenue, Suite 1100, Chicago, Illinois 60604

Amount of Judgment: \$ 17,045,780.00

Name of Person Receiving Citation: Louis J. Franco, President and CEO, CMGT, Inc.

Court Date and Time: May 7, 2004 at 9:00 a.m. Rm. 2005

NOTICE: The Court has issued a citation against the person named above. The citation directs that person to appear in court to be examined for the purpose of allowing the judgment creditor to discover income and assets belonging to the judgment debtor or in which the judgment debtor has an interest. The citation was issued on the basis of a judgment against the judgment debtor in favor of the judgment creditor in the amount stated above. On or after the court date stated above, the Court may compel the application of any discovered income or assets toward payment on the judgment.

The amount of income or assets that maybe applied toward the judgment is limited by federal and Illinois law. THE JUDGMENT DEBTOR HAS THE RIGHT TO ASSERT STATUTORY EXEMPTION AGAINST CERTAIN INCOME OR ASSETS OF THE JUDGMENT DEBTOR WHICH MAY NOT BE USED TO SATISFY THE JUDGMENT IN THE AMOUNT STATED ABOVE:

- (1) Under Illinois or federal law, the exemptions of personal property owned by the debtor equity interests, not to exceed \$2,000 in value, in any personal property as chosen by the debtor; Social Security and SSI benefits; veteran's benefits, circuit breaker property tax relief benefits; the debtor's equity interest, not to exceed \$1,200 in value, in any one motor vehicle, and the debtor's equity interest, not to exceed \$750 in value, in any implements, professional books, or tools of the trade of the debtor.
- (2) Under Illinois law, every person is entitled to an estate in homestead, when owned and occupied as a residence to the extent in value of \$7,500, which homestead is exempt from judgment.
- (3) Under Illinois law, the amount of wages that may be applied toward a judgment is limited to the lesser of (i) 15% of the gross weekly wages or (ii) the amount by which disposable earnings for a week exceed the total of 45 times the minimum hourly wage.
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The judgment debtor may have other possible exemptions under the law.

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Name: Defrees & Fiske LLC/D. Giese  
Attorney for Judgment Creditor/Judgment Creditor

DuPage Attorney No.: 19740

Address: 200 S. Michigan Avenue, #1100

City/State/Zip: Chicago, Illinois 60604

Telephone: 312/372-4000

*[Handwritten Signature]*  
 Signature of Attorney for Judgment Creditor  
 or Judgment Creditor  
 Date: 4-2-2004

STATE OF ILLINOIS

UNITED STATES OF AMERICA  
IN THE CIRCUIT COURT OF THE EIGHTEENTH JUDICIAL CIRCUIT

COUNTY OF DU PAGE

Spehar Capital, LLC

PLAINTIFF

VS.

CMGT, Inc.

DEFENDANT

CASE NUMBER  
2003 MR 1209

FILED  
04 APR -7 AM 8:44  
JES KAGANN  
CLERK OF THE  
18TH JUDICIAL CIRCUIT  
DU PAGE COUNTY, ILLINOIS

CERTIFICATE OF ATTORNEY IN CITATION PROCEEDINGS

I, the undersigned attorney for the judgment creditor that entered the judgment certify under penalties as provided by law pursuant to Section 1-109 of the Code of Civil Procedure of the Illinois Compiled Statutes that the statements set forth in this instrument are true and correct.

1. That judgment was entered on March 18, 2004 in Superior Court of California for Los Angeles County  
Court of County of Los Angeles in the State of California

2. The case number of that proceeding is EC 037602

3. The amount of Judgment	\$ <u>17,045,780.00</u>
(a) Allowable costs previously expended	\$ _____
(b) Filing and summons costs of prior supplementary proceedings	\$ _____
(c) Filing and service costs for this citation	\$ _____
(d) Interest of Judgment to this date	\$ _____

**TOTAL** \$ 17,045,780.00

DEDUCT: Total amount paid by or on behalf of the judgment debtor prior to this citation \$ 0.00

**BALANCE DUE JUDGMENT CREDITOR** \$ 17,045,780.00

Name: Defrees & Fiske LLC/DCG  PRO SE

DuPage Attorney Number: 19740

Attorney for: Plaintiff

Address: 200 S. Michigan Ave., Suite 1100

City/State/Zip: Chicago Illinois 60604

Telephone: 312/372-4000

Judgment Creditor or Attorney



INCORPORATING SECTION  
P.O. Box 898  
FRANCHISE TAX SECTION  
P.O. Box 7040  
UNIFORM COMMERCIAL CODE  
P.O. Box 793  
DOVER, DELAWARE 19903

STATE OF DELAWARE  
DEPARTMENT OF STATE  
HARRIET SMITH WINDSOR  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JOHN G. TOWNSEND BUILDING  
401 FEDERAL STREET, SUITE 4  
DOVER, DELAWARE 19901

DIVISION OF CORPORATIONS  
GENERAL INFORMATION  
(302) 739-3073  
NAME RESERVATION  
(900) 420-8042  
CORPORATION STATUS  
(900) 555-2677

APRIL 6, 2004

2003 MR 001209  
3611

CMGT, INC.  
C/O LOUIS J. FRANCO, JR., PRESIDENT  
2S647 WHITE BIRCH LANE  
WHEATON, IL 60187

Dear Sir/Madam:

We are enclosing copies of SUMMONS AND COMPLAINT served on HARRIET SMITH WINDSOR, Secretary of State of the State of Delaware, in the matter of SPEHAR CAPITAL, LLC v. CMGT, INC..

You are hereby notified that such service of process was made on the Secretary of State pursuant to 8 Del. C. § 321b.

**DO NOT RETURN THESE DOCUMENTS TO THE SECRETARY OF STATE.** Please contact the Plaintiff or the Plaintiff's Attorney as stated on the attached copies with any questions regarding this matter. All correspondence should be sent to the Plaintiff or the Plaintiff's Attorney.

Sincerely,

Robert C. Mathers  
Corporations Administrator

RCM/jrf, skm  
Enc.

CERTIFIED MAIL/RETURN RECEIPT REQUESTED

1005

2005

3611

ORDER

2116-N (Rev. 9/99)

STATE OF ILLINOIS UNITED STATES OF AMERICA COUNTY OF DU PAGE  
IN THE CIRCUIT COURT OF THE EIGHTEENTH JUDICIAL CIRCUIT

Spehar Capital, LLC

-VS-

CMGT, Inc.

CASE NUMBER

2003 MR 001209

RECEIVED & FILED

APR 05 2004

2:29  
Secretary of State

FILED  
04 MAR 31 PM 1:08  
JES Kaganan  
CLERK OF THE  
18TH JUDICIAL CIRCUIT  
DU PAGE COUNTY, ILLINOIS  
File Stamp Here


ORDER

This matter coming on to be heard, <sup>on Plaintiff's Motion for leave to file and domesticate Out of State</sup> the Court being fully advised in the premises and having jurisdiction of the subject matter, IT IS ORDERED HEREBY:

Plaintiff is granted leave to file and domesticate the March 18, 2004 California Order of Final Judgment and Permanent Injunction against CMGT, Inc.

Said order will be registered in this court under case no. 2003 MR 001209.

CERTIFICATION  
I, Joel Kagann, Clerk of the 18th Judicial Circuit Court, DuPage County, Illinois, do hereby certify this to be a true and correct copy as it appears from the records and files in my office.  
IN WITNESS WHEREOF, I have hereunto set my hand and caused to be affixed the Seal of the said Court.  
DATE: APR 01 2004  
JOEL KAGANN, Clerk  
by Robert Koller, Deputy Clerk



Name: M. Leonard/Defrees + Fiske

DuPage Attorney No.: 19740

Attorney for: Plaintiff

Address: 200 S. Michigan Ave # 1100

City/State/Zip: Chicago, IL 60604

Telephone: (312) 392-4000

ENTER: Bonnie M. Wheaton  
JUDGE

ENTERED

MAR 31 2004

BONNIE M. WHEATON, JUDGE  
JIM HODONOVSKY  
DEPUTY COURT ROOM CLERK

Final Judgment Order and Permanent Injunction

2003 MR 061209

228  
8990

1 RODI, POLLOCK, PETTKER, GALBRAITH  
& CAHILL, A Law Corporation  
2 ANDREW W. BODEAU (SBN 183600)  
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3 444 South Flower Street, Suite 1700  
Los Angeles, California 90071-2901  
4 Telephone: (213) 895-4900  
Facsimile: (213) 895-4921

5 STEVEN A. KLEND A, LLC  
6 STEVEN A. KLEND A, ESQ. (admitted *pro hac vice*)  
600 Grant Street, Suite 300  
7 Denver, Colorado 80203  
Telephone: (303) 514-3179  
8 Facsimile: (303) 861-1777

9 Attorneys for Plaintiff,  
SPEHAR CAPITAL, LLC, a California limited liability company

**FILED**  
LOS ANGELES SUPERIOR COURT

MAR 18 2004

JOHN A. CLARKE, CLERK

*Jeff W. Lipp*  
BY JEFF W. LIPP, DEPUTY

"F.O."

CLERK OF THE  
18TH JUDICIAL CIRCUIT  
OF PAGE COUNTY, ILLINOIS

*Joel Kagann*

MAR 31 AM 10:04

**FILED**

11 SUPERIOR COURT OF THE STATE OF CALIFORNIA

12 FOR THE COUNTY OF LOS ANGELES

13 (NORTH CENTRAL DISTRICT -- BURBANK)

14 SPEHAR CAPITAL, LLC, a California  
15 limited liability company,

16 Plaintiff,

17 v.

18 CMGT, INC., a Delaware corporation, and  
19 DOES 1 through 100, inclusive,

20 Defendants.


CASE NO. EC 037602

**JUDGMENT AND PERMANENT INJUNCTION**  
 I, *Joel Kagann*, Clerk of the 18th Judicial Circuit Court, DuPage County, Illinois, do hereby certify this to be a true and correct copy as it appears from the records and files in my office. IN WITNESS WHEREOF, I have hereunto set my hand and caused to be affixed the Seal of the said Court.

DATE: APR 01 2004

*Joel Kagann*  
 JOEL KAGANN, Clerk

by *Robert Keltner*  
 Deputy Clerk



22 This matter came before the Court on the motion of Plaintiff, Spehar Capital, LLC

23 ("Spehar") for a default judgment against defendant, CMGT, Inc. ("CMGT"). On February 26,  
24 2004, at 08:30 a.m., the Court held a hearing on Spehar's motion, during which Spehar Capital's  
25 President, Gerry Spehar, testified and presented evidence regarding its damages from CMGT's  
26 breach of Spehar Capital's contract. Having reviewed the pleadings and heard testimony and  
27 received evidence on Spehar's damages, and being sufficiently advised of their premises, the  
28 Court enters the following findings of fact and conclusions of law:

1 1. CMGT was validly served with Spehar's First Amended Complaint on December  
2 8, 2003.

3 2. The Court has jurisdiction over CMGT under Cal. Code Civ. P. 410.10, because  
4 CMGT has purposefully availed itself of the benefits and burdens of doing business in California  
5 and CMGT has sufficient minimum contacts with California to satisfy due process. CMGT has  
6 directed a steady and numerous stream of business contacts and communications to California  
7 during the past two years, specifically:

8 a. Spehar Capital contracted with CMGT in California.

9 b. CMGT has transacted business in California by providing services to several clients  
10 that are located in California and partnering with other California businesses.

11 c. Over the course of the over 2 years preceding this action, CMGT's President, Lou  
12 Franco, deliberately directed extensive daily telephone and email communications to Spehar  
13 Capital in California, and CMGT's President has traveled to California to meet with CMGT's  
14 clients, and Spehar Capital.

15 d. CMGT attempted to raise capital from at least one investor, the Washoe tribe,  
16 which is located in California.

17 3. CMGT has not answered Spehar's First Amended Complaint, entered an  
18 appearance or responded in any way to any pleading in this case.

19 4. The clerk entered a default against CMGT on January 12, 2004.

20 5. Because CMGT has not answered Spehar's First Amended Complaint, all  
21 allegations in the First Amended Complaint are deemed to have been confessed. Johnson v.  
22 Stanhiser, 72 Cal.App.4<sup>th</sup> 357, 361 (1999). The Court incorporates these deemed admissions by  
23 reference herein as findings of fact.

24 6. Spehar has proven damages in the following amounts for the following items for  
25 which Spehar's contract with CMGT entitles Spehar to compensation:

26 a. Legal Expenses	58,863.00
27 b. Cash Success Fee	150,000.00
28 c. Management Consulting Fee	100,000.00

1	d.	Stock Compensation	11,253,627.00
2	e.	<u>Investment Banking Rights</u>	<u>5,483,290.00</u>
3		Total	17,045,780.00

4 7. Spehar's damages are: (a) based on either specific dollar amounts that are set forth  
5 in its contract with CMGT, or on facts, figures, projections and assumptions that are either the  
6 same as, or not materially different from, the facts, figures, projections and assumptions that  
7 CMGT presented to and that were relied on by both CMGT and potential investors; and (b)  
8 otherwise supported by the evidence that Spehar presented.

9 8. Spehar Capital's damages are reasonably certain to have been realized but for  
10 CMGT's wrongful acts.

11 THEREFORE, the Court:

12 1. Enters judgment IN FAVOR of Spehar Capital, LLC and AGAINST CMGT, Inc.  
13 in the total amount of \$17,045,780;

14 2. Imposes a constructive trust in favor of Spehar Capital, LLC on all assets of any  
15 type whatsoever of CMGT and Newco that either CMGT or Newco have transferred: (a) between  
16 themselves; (b) to Newco or CMGT shareholders or any other financiers of CMGT or Newco  
17 (including persons who have loaned or contributed money or other capital to CMGT); or (c) to  
18 another person or entity other than in the ordinary course of CMGT's business, as CMGT's  
19 business existed and operated at the commencement of this action;

20 3. Permanently ENJOINS AND RESTRAINS CMGT, Inc. and its officers, agents,  
21 servants, employees, representatives, and all persons acting in concert or participating with them,  
22 from engaging in, committing, or performing, directly or indirectly, any and all of the following  
23 acts:

24 (a) proceeding with the asset sale transaction between CMGT and Newco;

25 (b) proceeding with an asset purchase, business or asset sale, or any other financing  
26 arrangement of any type whatsoever between CMGT and any other person or entity without the  
27 express written consent of Spehar Capital, LLC;

28



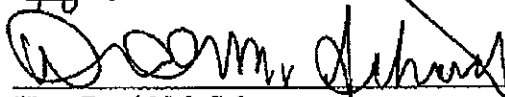
1 (c) consummating or taking any further steps toward consummating, the asset purchase  
2 transaction or any other financing, capital-raising, purchase, sale or other transaction between  
3 CMGT and Newco, or any other transaction of any type by CMGT whose terms do not expressly  
4 acknowledge, incorporate and comply with all terms of the CMGT-Spehar agreement and this  
5 judgment;

6 (d) selling, transferring, pledging or encumbering any of CMGT's assets or property, other  
7 than in the ordinary course of ordinary course of CMGT's business, as CMGT's business existed  
8 and operated at the commencement of this action; and

9 (e) licensing, selling, disposing of, or otherwise authorizing the use any of CMGT's  
10 software by a person or entity other than CMGT, taking any action or acting in any way that  
11 would diminish the value to CMGT of CMGT's software.

12 4. Releases the \$25,000 bond that Spehar Capital posted in connection with the  
13 preliminary injunction that the Court entered on October 3, 2003. To allow Spehar to domesticate  
14 this judgment in any other jurisdiction, the Court's preliminary injunction shall remain in full  
15 force and effect until midnight on the 20<sup>th</sup> day after this judgment enters.

16 ENTERED AND ORDERED this 18 day of March, 2004.

17 

18 Hon. David M. Schacter  
19 Superior Court Judge, Los Angeles County

1 PROOF OF SERVICE BY MAIL  
2 (1013a, 2015.5 C.C.P.)

3 STATE OF CALIFORNIA )  
4 COUNTY OF LOS ANGELES )

5 I am employed in the County of Los Angeles, State of California. I am over the age of  
6 eighteen years and not a party to the within action. My business address is 444 South Flower  
Street, Suite 1700, Los Angeles, California 90071-2901.

7 On March 11, 2004, I served the foregoing document described as **JUDGMENT AND**  
8 **PERMANENT INJUNCTION AGAINST CMGT, INC.** on the interested parties in this action  
by placing true copies thereof enclosed in a sealed envelope and addressed as follows:

9 Louis J. Franco  
10 President and CEO  
11 CMGT, Inc.  
12 2 S 647 White Birch Lane  
13 Wheaton, Illinois 60187

CMGT, Inc.  
c/o The Delaware Secretary of State  
Townsend Bldg.  
Dover, Delaware 19901

14 I deposited each envelope in the mail at Los Angeles, California. The envelopes were  
15 mailed with postage thereon fully prepaid.

16 I am "readily familiar" with the firm's practice for collection and processing  
17 correspondence for mailing with the U.S. Postal Service. Under that practice it would be  
18 deposited with the U.S. Postal Service on that same day with postage thereon fully prepaid at Los  
19 Angeles, California in the ordinary course of business. I am aware that on motion of the party  
20 served, service is presumed invalid if postal cancellation date or postage meter date is more than  
21 one day after the date of deposit for mailing in affidavit.

22 Executed at Los Angeles, California on March 11, 2004.

23  STATE I declare under penalty of perjury under the laws of the State of California  
24 that the foregoing is true and correct.

25  FEDERAL I declare under penalty of perjury that the foregoing is true and correct.

26 Fern Jenkins  
27 Type or print name

28   
Signature

To: The Secured Parties referenced on the attached UCC Financing Statement  
From: CMGT, Inc.  
Date: December 1, 2003  
Re: Security Agreement

This confirms that CMGT, Inc. has granted to the Secured Parties referenced on the attached UCC Financing Statement a security interest in all of CMGT, Inc.'s assets, including proceeds, whether now owned or hereafter acquired or coming into existence and wherever located, as security for any and all obligations of CMGT, Inc. to any of said Secured Parties, whether such obligations now exist or hereafter come into existence.

CMGT, INC.

By: Rocin J. Jones  
Its: President & CEO

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

---

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME  
**CMGT. INC.**

OR  
 1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
**2 S 647 WHITE BIRCH LANE WHEATON IL 60187 USA**

1d. TAX ID # SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any  
**CORP. DELAWARE 3101373**  NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR  
 2b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

2d. TAX ID # SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any  
 NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME

OR  
 3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX  
**ROSS RICHARD M**

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
**2 S 647 WHITE BIRCH LANE WHEATON IL 60187 USA**

4. This FINANCING STATEMENT covers the following collateral:

**ALL OF DEBTOR'S ASSETS, INCLUDING PROCEEDS, WHETHER NOW OWNED OR HEREAFTER ACQUIRED OR COMING INTO EXISTENCE AND WHEREVER LOCATED.**

**A SECURITY INTEREST IS HEREBY GRANTED BY DEBTOR TO EACH SECURED PARTY IN ALL ASSETS AND PROCEEDS.**

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILLEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS Attach Addendum (if applicable) 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional) (ADDITIONAL FEE)

8. OPTIONAL FILER REFERENCE DATA All Debtors Debtor 1 Debtor 2

IL SOS

00623221-2

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME  
 OR CMGT. INC.

9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME

OR 11b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

11c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

11d. TAX ID #: SSN OR EIN ADDL INFO RE ORGANIZATION DEBTOR 11e. TYPE OF ORGANIZATION 11f. JURISDICTION OF ORGANIZATION 11g. ORGANIZATIONAL ID#, if any  NONE

12.  ADDITIONAL SECURED PARTY'S or  ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME

OR 12b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

HOLMAN LINDA

12c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

2 S 647 WHITE BIRCH LANE WHEATON IL 60187 USA

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

16. Additional collateral description:

17. Check only if applicable and check only one box.  
 Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.  
 Debtor is a TRANSMITTING UTILITY  
 Filed in connection with a Manufactured-Home Transaction — effective 30 years  
 Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME		
OR <b>CMGT, INC.</b>		
9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

## 10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

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11a. ORGANIZATION'S NAME			
OR			
11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION   11g. ORGANIZATIONAL ID #, if any

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME			
OR			
12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
<b>HOLMAN</b>	<b>RON</b>		
12c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY
<b>2 S 647 WHITE BIRCH LANE</b>		<b>WHEATON</b>	<b>IL   60187   USA</b>

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9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME  
 OR  
 9b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME, SUFFIX

CMGT, INC.

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11a. ORGANIZATION'S NAME  
 OR  
 11b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX

11c. MAILING ADDRESS      CITY      STATE      POSTAL CODE      COUNTRY

11d. TAX ID #:    SSN OR EIN    ADD'L INFO RE ORGANIZATION DEBTOR    11e. TYPE OF ORGANIZATION    11f. JURISDICTION OF ORGANIZATION    11g. ORGANIZATIONAL ID #, if any     NONE

12.  ADDITIONAL SECURED PARTY'S  or  ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME  
 OR  
 12b. INDIVIDUAL'S LAST NAME      FIRST NAME      MIDDLE NAME      SUFFIX

LEVINE      JAN

12c. MAILING ADDRESS      CITY      STATE      POSTAL CODE      COUNTRY

2 S 647 WHITE BIRCH LANE      WHEATON      IL      60187      USA

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 Filed in connection with a Public-Finance Transaction — effective 30 years

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9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME CMGT, INC.		
OR	9b. INDIVIDUAL'S LAST NAME	
	FIRST NAME	MIDDLE NAME, SUFFIX

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11a. ORGANIZATION'S NAME			
OR	11b. INDIVIDUAL'S LAST NAME		FIRST NAME
		MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE
		POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION
			11g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

12.  ADDITIONAL SECURED PARTY'S or  ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME			
OR	12b. INDIVIDUAL'S LAST NAME HOLLINS		FIRST NAME BYRON
		MIDDLE NAME	SUFFIX
12c. MAILING ADDRESS 2 S 647 WHITE BIRCH LANE		CITY WHEATON	STATE IL
		POSTAL CODE 60187	COUNTRY USA

13. This FINANCING STATEMENT covers  timber to be cut or  oil- or gas-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

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 Filed in connection with a Public-Finance Transaction — effective 30 years



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	FIRST NAME	MIDDLE NAME, SUFFIX

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11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

12.  ADDITIONAL SECURED PARTY'S or  ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME <b>TRAUTNER</b>	FIRST NAME <b>CHARLES</b>	MIDDLE NAME <b>W.</b>	SUFFIX	
12c. MAILING ADDRESS <b>2 S 647 WHITE BIRCH LANE</b>		CITY <b>WHEATON</b>	STATE <b>IL</b>	POSTAL CODE <b>60187</b>	COUNTRY <b>USA</b>

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 Filed in connection with a Public-Finance Transaction -- effective 30 years

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OR			
11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY
11d. TAX ID #: SSN OR EIN	ADDL INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION   11g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME			
OR			
12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
<b>BALIGA</b>	<b>WAYNE</b>	<b>J.</b>	
12c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY
<b>2 S 647 WHITE BIRCH LANE</b>		<b>WHEATON</b>	<b>IL   60187   USA</b>

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- Filed in connection with a Manufactured-Home Transaction -- effective 30 years
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OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

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OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L. INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME <b>RASK</b>	FIRST NAME <b>LEE</b>	MIDDLE NAME	SUFFIX	
12c. MAILING ADDRESS <b>2 S 647 WHITE BIRCH LANE</b>		CITY <b>WHEATON</b>	STATE <b>IL</b>	POSTAL CODE <b>60187</b>	COUNTRY <b>USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

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15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.

- Debtor is a TRANSMITTING UTILITY
- Filed in connection with a Manufactured-Home Transaction — effective 30 years
- Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME <b>CMGT. INC.</b>			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME <b>REED-EGLY, INC.</b>					
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
12c. MAILING ADDRESS <b>2 S 647 WHITE BIRCH LANE</b>		CITY <b>WHEATON</b>	STATE <b>IL</b>	POSTAL CODE <b>60187</b>	COUNTRY <b>USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

15. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.

- Debtor is a TRANSMITTING UTILITY
- Filed in connection with a Manufactured-Home Transaction — effective 30 years
- Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME			
CMGT, INC.			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

## 10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
	CARROLL	R.	LEONARD		
12c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
	2 S 647 WHITE BIRCH LANE	WHEATON	IL	60187	USA

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

15. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.

Debtor is a TRANSMITTING UTILITY

Filed in connection with a Manufactured-Home Transaction — effective 30 years

Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME <b>CMGT, INC.</b>			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME <b>ROSS</b>	FIRST NAME <b>JOHN</b>	MIDDLE NAME <b>S.</b>	SUFFIX	
12c. MAILING ADDRESS <b>2 S 647 WHITE BIRCH LANE</b>		CITY <b>WHEATON</b>	STATE <b>IL</b>	POSTAL CODE <b>60187</b>	COUNTRY <b>USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.  
Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.  
 Debtor is a TRANSMITTING UTILITY  
 Filed in connection with a Manufactured-Home Transaction — effective 30 years  
 Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME <b>CMGT. INC.</b>			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

## 10. MISCELLANEOUS:

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## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME <b>QUARLES</b>	FIRST NAME <b>ROB</b>	MIDDLE NAME	SUFFIX	
12c. MAILING ADDRESS <b>2 S 647 WHITE BIRCH LANE</b>		CITY <b>WHEATON</b>	STATE <b>JL</b>	POSTAL CODE <b>60187</b>	COUNTRY <b>USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

15. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.

- Debtor is a TRANSMITTING UTILITY
- Filed in connection with a Manufactured-Home Transaction — effective 30 years
- Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME <b>CMGT, INC.</b>		
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME, SUFFIX

## 10. MISCELLANEOUS:

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## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME				
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
				COUNTRY
11d. TAX ID #, SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any
				<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S OR ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME				
OR	12b. INDIVIDUAL'S LAST NAME <b>QUARLES</b>	FIRST NAME <b>KIM</b>	MIDDLE NAME <b>G.</b>	SUFFIX
12c. MAILING ADDRESS <b>2 S 647 WHITE BIRCH LANE</b>		CITY <b>WHEATON</b>	STATE <b>IL</b>	POSTAL CODE <b>60187</b>
				COUNTRY <b>USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

15. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.

Debtor is a TRANSMITTING UTILITY

Filed in connection with a Manufactured-Home Transaction — effective 30 years

Filed in connection with a Public-Finance Transaction — effective 30 years



# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME <b>CMGT. INC.</b>			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME <b>REGAN</b>	FIRST NAME <b>KEVIN</b>	MIDDLE NAME <b>W.</b>	SUFFIX	
12c. MAILING ADDRESS <b>2 S 647 WHITE BIRCH LANE</b>		CITY <b>WHEATON</b>	STATE <b>IL</b>	POSTAL CODE <b>60187</b>	COUNTRY <b>USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

16. Additional collateral description:

17. Check only if applicable and check only one box.  
Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.  
 Debtor is a TRANSMITTING UTILITY  
 Filed in connection with a Manufactured-Home Transaction — effective 30 years  
 Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME  
**CMGT. INC.**

OR

9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME

OR

11b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

11c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

11d. TAX ID #: SSN OR EIN ADD'L INFO RE ORGANIZATION DEBTOR 11e. TYPE OF ORGANIZATION 11f. JURISDICTION OF ORGANIZATION 11g. ORGANIZATIONAL ID #, if any  NONE

12.  ADDITIONAL SECURED PARTY'S  or  ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME

OR

12b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX  
**DONWEN WILLIAM J.**

12c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY  
**2 S 647 WHITE BIRCH LANE WHEATON IL 60187 USA**

13. This FINANCING STATEMENT covers  timber to be cut or  oil-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

15. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.  
 Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.  
 Debtor is a TRANSMITTING UTILITY  
 Filed in connection with a Manufactured-Home Transaction — effective 30 years  
 Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME		
OR <b>CMGT. INC.</b>		
9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

## 10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME			
OR			
11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION
11g. ORGANIZATIONAL ID #, if any			<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME			
OR			
12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
<b>SPAETH</b>	<b>MELVIN</b>		
12c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY
<b>2 S 647 WHITE BIRCH LANE</b>		<b>WHEATON</b>	<b>IL   60187   USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (# Debtor does not have a record interest):

17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.

- Debtor is a TRANSMITTING UTILITY
- Filed in connection with a Manufactured-Home Transaction -- effective 30 years
- Filed in connection with a Public-Finance Transaction -- effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME <b>CMGT INC.</b>			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

## 10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #:	SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any
					<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
	<b>WONG</b>	<b>JAMES</b>	<b>M.</b>		
12c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
<b>2 S 647 WHITE BIRCH LANE</b>		<b>WHEATON</b>	<b>IL</b>	<b>60187</b>	<b>USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

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Debtor is a TRANSMITTING UTILITY

Filed in connection with a Manufactured-Home Transaction — effective 30 years

Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

8a. ORGANIZATION'S NAME		
OR <b>CMGT, INC.</b>		
8b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

## 10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME			
OR			
11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY
11d. TAX ID #: SSN OR EIN	ADDL INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION   11g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME			
OR			
12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
<b>WONG</b>	<b>CELIA</b>		
12c. MAILING ADDRESS		CITY	STATE   POSTAL CODE   COUNTRY
<b>2 S 647 WHITE BIRCH LANE</b>		<b>WHEATON</b>	<b>IL   60187   USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

## 16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

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# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME <b>CMGT, INC.</b>			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

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11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME <b>GARNER</b>	FIRST NAME <b>CATHERINE</b>	MIDDLE NAME <b>H.</b>	SUFFIX	
12c. MAILING ADDRESS <b>2 S 647 WHITE BIRCH LANE</b>		CITY <b>WHEATON</b>	STATE <b>IL</b>	POSTAL CODE <b>60187</b>	COUNTRY <b>USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

15. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.  
Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.  
 Debtor is a TRANSMITTING UTILITY  
 Filed in connection with a Manufactured-Home Transaction — effective 30 years  
 Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME		
CMGT, INC.		
OR 9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

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## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only gne name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR 11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION		11g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S OR ASSIGNOR S/P'S NAME - insert only gne name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR 12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
FRANCO	LOUIS	J.			
12c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
2 S 647 WHITE BIRCH LANE		WHEATON	IL	60187	USA

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

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Filed in connection with a Manufactured-Home Transaction — effective 30 years

Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT			
9a. ORGANIZATION'S NAME			
CMGT, INC			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only <u>one</u> name (11a or 11b) - do not abbreviate or combine names				
11a. ORGANIZATION'S NAME				
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE COUNTRY
11d. TAX ID #: SSN OR EIN	ADDL INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

12. <input checked="" type="checkbox"/> ADDITIONAL SECURED PARTY'S <input type="checkbox"/> or <input type="checkbox"/> ASSIGNOR S/P'S NAME - insert only <u>one</u> name (12a or 12b)				
12a. ORGANIZATION'S NAME				
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
	WALKER	WILLIAM	W.	
12c. MAILING ADDRESS		CITY	STATE	POSTAL CODE COUNTRY
2 S 647 WHITE BIRCH LANE		WHEATON	IL	60187 USA

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.  
 Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.  
 Debtor is a TRANSMITTING UTILITY  
 Filed in connection with a Manufactured-Home Transaction — effective 30 years  
 Filed in connection with a Public-Finance Transaction — effective 30 years



# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME <b>CMGT. INC.</b>			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

## 10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME <b>DI BENEDETTO</b>	FIRST NAME <b>DEBORAH</b>	MIDDLE NAME <b>V.</b>	SUFFIX	
12c. MAILING ADDRESS <b>2 S 647 WHITE BIRCH LANE</b>		CITY <b>WHEATON</b>	STATE <b>IL</b>	POSTAL CODE <b>60187</b>	COUNTRY <b>USA</b>

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

## 16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.

Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.

Debtor is a TRANSMITTING UTILITY

Filed in connection with a Manufactured-Home Transaction — effective 30 years

Filed in connection with a Public-Finance Transaction — effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME CMGT. INC.			
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

10. MISCELLANEOUS:

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11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME					
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

12.  ADDITIONAL SECURED PARTY'S or  ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME					
OR	12b. INDIVIDUAL'S LAST NAME JACKSON	FIRST NAME CRAIG	MIDDLE NAME L.	SUFFIX	
12c. MAILING ADDRESS 2 S 647 WHITE BIRCH LANE		CITY WHEATON	STATE IL	POSTAL CODE 60187	COUNTRY USA

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

14. Description of real estate:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

16. Additional collateral description:

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Debtor is a  Trust or  Trustee acting with respect to property held in trust or  Decedent's Estate

18. Check only if applicable and check only one box.  
 Debtor is a TRANSMITTING UTILITY  
 Filed in connection with a Manufactured-Home Transaction -- effective 30 years  
 Filed in connection with a Public-Finance Transaction -- effective 30 years

# UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

## 9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

9a. ORGANIZATION'S NAME		
CMGT, INC.		
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME, SUFFIX

## 10. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

## 11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (11a or 11b) - do not abbreviate or combine names

11a. ORGANIZATION'S NAME			
OR	11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX
11c. MAILING ADDRESS		CITY	STATE
			POSTAL CODE
			COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION
			11g. ORGANIZATIONAL ID#, if any
			<input type="checkbox"/> NONE

## 12. ADDITIONAL SECURED PARTY'S or ASSIGNOR S/P'S NAME - insert only one name (12a or 12b)

12a. ORGANIZATION'S NAME			
OR	12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
	CRANDALL	ROBERT	C.
12c. MAILING ADDRESS		CITY	STATE
2 S 647 WHITE BIRCH LANE		WHEATON	IL
			POSTAL CODE
			60187
			COUNTRY
			USA

13. This FINANCING STATEMENT covers  timber to be cut or  as-extracted collateral, or is filed as a  fixture filing.

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15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

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Debtor is a TRANSMITTING UTILITY

Filed in connection with a Manufactured-Home Transaction — effective 30 years

Filed in connection with a Public-Finance Transaction — effective 30 years

## **lfranco**

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**From:** Given, Ronald B. [RGiven@mayerbrownrowe.com]  
**Sent:** Friday, September 19, 2003 10:44 AM  
**To:** Louis J. Franco; Wong, James M.; Byron Hollins; Catherine H. Garner; CC-1 Ltd. Partnership ; Deborah V. DiBenedetto; Forest Reed; Gerry Spehar; Kevin W. Regan; Kim Quarles; Lee Rask; Melvin Spaeth; R. Leonard Carroll; Robert C. Crandall; Robert C. Crandall; Robert D. Spaeth; Robert D. Spaeth; Robert D. Spaeth; Ron Holman; Wayne J Baliga; William J. Donwen; William W. Walker  
**Subject:** Purported Spehar TRO

As you know, Gerry Spehar has initiated a purported TRO in Los Angeles relating to the NEWCO transaction. As a consequence of this action by Gerry Spehar, and presuming that it is not immediately withdrawn, (x) Lou Franco has advised me that he must now reluctantly plan to leave his position with CMGT and pursue other opportunities, and (y) representatives of NEWCO have indicated that they intend to terminate the LOI in short order. There is no expectation that Gerry Spehar will do the right thing.

As Lou Franco told you, Gerry Spehar asserted that his contract applied to the NEWCO transaction, an assertion that CMGT, NEWCO and counsel strongly believe has absolutely no substantive basis. Notwithstanding the fact that we believed, and continue to believe, that Gerry Spehar's claim is absolutely spurious, Gerry Spehar knows that he was entitled to assert his claim against CMGT, in the same way that each of you are entitled to assert your claims, after the NEWCO transaction occurred and when CMGT would finally have something of value that is worth anyone's time and effort to argue about, namely shares of NEWCO stock. That would have at least been a fair way for Gerry Spehar to deal with this situation.

It seems obvious that there is no jurisdictional basis for Gary Spehar to bring his lawsuit in Los Angeles when CMGT is a Delaware corporation operating from Illinois. Moreover, injunctions are only appropriate if regular "legal" remedies are inadequate. In this case it is hard to imagine that even Gerry Spehar feels he is entitled to more than the 20% of NEWCO stock that we had hoped to get to CMGT. Injunctive action is also clearly inappropriate if, as seems likely, all Gerry Spehar is really seeking is money. Gerry Spehar seems to want to resolve his claim prior to the claims of any other stakeholders and has found lawyers willing to accommodate him no matter what.

Spurious or not, CMGT has no money to fight this battle. As Lou Franco advised you in his communications regarding the proposed NEWCO transaction, his efforts on your behalf over the years have left him on the verge of financial disaster and he needs to turn to productive pursuits. You are aware that Gerry Spehar chose to try to serve Debbie Franco with notice of his purported TRO last Saturday morning at home. This is simply going too far. Although NEWCO would very much like to do the transaction that it proposed to you, a transaction that you approved in an overwhelming and enthusiastic fashion, no one should expect it or any other third-party to go forward in the face of these despicable tactics.

I know there is concern about CMGT breaching its current client contracts, and questions have arisen whether those clients might seek redress from CMGT shareholders. Lou Franco and I will work on this issue before he leaves.

Many have questioned how it is that an individual who does not seem to have done anything for CMGT can inflict such direct and intentional harm on those whose contributions are beyond dispute. The answer may simply be that CMGT has run out of time and can no longer act on your behalf to protect your interests from Gerry Spehar.

Feel free to contact Lou or me with any questions or comments that you might have regarding the current situation. I have appreciated the opportunity of working with you these last three years. Best regards.

Ronald B. Given

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190 S. LaSalle Street  
Suite 3132

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Phone: (312) 701-7382  
Fax: (312) 706-8137  
Cell: (312) 286-5252  
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>  
>

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Evajejan T. Bugajski  
Phone: (312) 701-7632  
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>

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