

CASE NO. 06cv 5486

ATTACHMENT NO. 2

EXHIBIT Affidavit F to Decl. B

TAB (DESCRIPTION) \_\_\_\_\_

**Spehar Affidavit**

**EXHIBIT F**

**IN THE UNITED STATES DISTRICT COURT FOR THE  
NORTHERN DISTRICT OF ILLINOIS, EASTERN DISTRICT**

DAVID GROCHOCINSKI, not individually,	)	
but solely in his capacity as the Chapter 7	)	
Trustee for the bankruptcy estate of	)	
CMGT, INC.	)	
Plaintiff,	)	No. 06 C 5486
	)	
v.	)	Judge Virginia M. Kendall
	)	
MAYER BROWN ROWE & MAW LLP,	)	
RONALD B. GIVEN, and CHARLES W.	)	
TRAUTNER,	)	
	)	
Defendants.	)	

**AFFIDAVIT OF SUSAN MILLER SPEHAR**

I, Susan Miller Spehar, swear and affirm under oath and intending to be bound that the following statements are true and correct:

1. I am a resident of the State of California and am over twenty-one (21) years of age. I have personal knowledge of the facts set forth in this Affidavit and, if called as a witness, could and would competently testify to the matters set forth herein.
2. I am married to Robert Gerard Spehar, and have been so since 1975.
3. On August 19, 2003 I was filing papers and present in my husband's office during a telephone conference call between my husband, Lou Franco ("Franco") and Ron Given ("Given"). That call was on speaker phone and I clearly overheard the entire call. On that call, my husband attempted to settle his contract dispute with Franco and Given. At the very beginning of the call, my husband stated that he was interested in settling if Franco and Given would agree that his contract applied to the Newco deal. I was shocked when Given immediately called my husband a "Motherfucker," a "Son of a

bitch." After another attempt by my husband to discuss his contract, Given called him a "whiney investment banker" who only knew "a bunch of Indians and Mexicans" and refused to discuss a settlement. Franco remained silent until my husband asked him to speak near the end of the call. Franco then said he would have to rely on Given's advice. Shortly after that the call ended. I believe the call lasted about two minutes or so.

FURTHER AFFIANT SAYETH NAUGHT

  
Susan Miller Spehar

**CALIFORNIA JURAT WITH AFFIANT STATEMENT**

- See Attached Document (Notary to cross out lines 1-6 below)
- See Statement Below (Lines 1-5 to be completed only by document signer[s], *not* Notary)

1 \_\_\_\_\_

2 \_\_\_\_\_

3 \_\_\_\_\_

4 \_\_\_\_\_

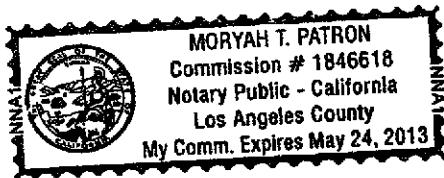
5 \_\_\_\_\_

6 \_\_\_\_\_

Signature of Document Signer No. 1 Signature of Document Signer No. 2 (if any)

State of California  
 County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this  
27 day of April, 2010, by  
Date Month Year  
 (1) Susan Miller Spehar  
Name of Signer



proved to me on the basis of satisfactory evidence to be the person who appeared before me (.) (.)

(and)  
 (2) \_\_\_\_\_  
Name of Signer

proved to me on the basis of satisfactory evidence to be the person who appeared before me.)

Signature Moryah T. Patron  
(Signature of Notary Public)

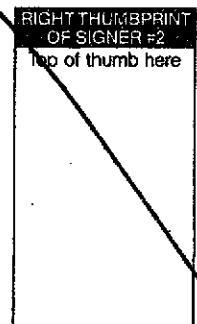
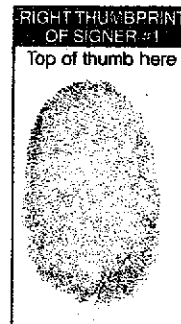
Place Notary Seal Above

**OPTIONAL**

*Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.*

**Further Description of Any Attached Document**

Title or Type of Document: Affidavit of Susan Miller Spehar  
 Document Date: 04/27/10 Number of Pages: 2  
 Signer(s) Other Than Named Above: N/A



**Spehar Affidavit**

**EXHIBIT G**



WE HELP YOU INVEST RESPONSIBLY™

R GERARD SPEHAR  
 1625 GRANDVIEW AVE  
 GLENDALE CA 91201-1205

BNV# 126108879

|||||

**Investment Report**

February 1, 2000 - February 29, 2000

Customer Service 800-544-5555  
 TouchTone Xpress 800-544-8666  
 Brokerage Services  
 Visit us online at [www.fidelity.com](http://www.fidelity.com)

**Your Portfolio Summary**

**Changes in Portfolio Value**

Beginning value as of Feb 1 \$3,580,341.27  
 Transaction costs, loads and fees -101.99  
 Change in investment value 4,055,971.97  
 Ending value as of Feb 29 \$7,636,211.25

**Value by Account**

Account Number	Net Value February 1, 2000	Net Value February 29, 2000
Retirement	\$85,118.20	\$206,888.44
Brokerage - Rollover IRA	3,495,229.07	7,429,342.81
Brokerage - Roth IRA		
<b>Total Portfolio Value</b>	<b>\$3,580,341.27</b>	<b>\$7,636,211.25</b>

**Income Summary**

	This period	Year to Date
Tax-deferred	\$ 0.24	\$ 0.60
Tax-free	1,054.87	2,481.10
<b>Total</b>	<b>\$1,054.61</b>	<b>\$2,481.60</b>

**Investment Report**

February 1, 2000 - February 29, 2000

**Brokerage** [REDACTED] R G SPEHAR - ROLLOVER IRA - FIDELITY MANAGEMENT TRUST CO - CUSTODIAN

Investment Activity		Quantity	Price per unit	Transaction amount
Settlement Date	Security			
2/29	FIDELITY CASH RESERVES			\$0.24
	Description			
	Dividend received			

**Daily Additions and Subtractions** Fidelity Cash Reserves @ \$1 per share (the following is provided to you in accordance with industry regulations)

Date	Amount	Balance	Date	Amount	Balance
2/29	\$0.24	\$55.94			

**Brokerage** [REDACTED] R G SPEHAR - ROTH INDIVIDUAL RETIREMENT ACCOUNT - FINTC CUSTODIAN - 5 YEAR AGING DATE 01/01/1998

Account Summary		Income Summary		Contributions/Distributions	
Beginning value as of Feb 1	\$3,495,229.07	This Period	Year to Date	This Period	Year to Date
Transaction costs, loads and fees	-101.99	\$1,054.37	\$2,461.10	Reportable dist.	\$ 0.00
Change in investment value	3,994,221.75				\$42,500.00
Ending value as of Feb 29	\$7,429,342.61				

Your commission schedule: Active Trader  
 Minimal annual trade requirement: 36  
 Eligible trades from Mar 1999 - Feb 2000: 36

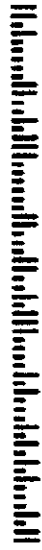
**Holdings** (Symbol) as of February 29, 2000

Stocks 100% of holdings	Quantity	Price per Unit	Total Value	Total Value
	February 29, 2000	February 29, 2000	February 1, 2000	February 29, 2000
AUTHORISZDR INC N/C FROM 891836106 (AUOR)	324,000.0000	\$22.26000	\$9,456,312.50	\$7,209,000.00
CYTGEN CORP (CYTO)	1,000.0000	17.50000	17,500.00	17,500.00
ENERGY BIOSYSTEMS CORP (ENBC)	1,000.0000	28.06300	28,063.00	28,063.00
INVU INC N/C FROM 89708V106 (INVU)	30,700.0000	5.37500	34,537.50	165,012.50
MILLER DIVERSIFIED CORP COM NEW (MLLR)	15,676.0000	0.09800	1,567.60	1,254.08



*Premium Services*

R GERARD SPEHAR  
1625 GRANDVIEW AVE  
GLENDALE CA 91201-1205



**Investment Report**

June 1, 2001 - June 30, 2001

Online FAST(erm)-Automated Telephone Premium Services Team 74 8am - 8pm ET, Mon - Fri Retirement Specialist	Fidelity.com 800-544-5555 800-544-4442 800-544-5373
---	--

**Messages:**

Fidelity.com introduces another new service, the Insurance Center @ Fidelity. Visit the Insurance Center today to research different types of insurance and even view quotes from multiple insurance companies.

**Your Portfolio Summary**

**Changes in Portfolio Value**

Beginning value as of Jun 1 \$239,901.71  
Change in Investment Value -81,171.01  
Ending value as of Jun 30 \$158,730.70

**Value by Account**

	Account Number	Net Value June 1, 2001	Net Value June 30, 2001
Retirement			
Brokerage - Rollover IRA		\$7,777.42	\$5,626.17
Brokerage - Roth IRA		232,124.29	153,104.53
<b>Total Portfolio Value</b>		<b>\$239,901.71</b>	<b>\$158,730.70</b>

**Income Summary**

	This Period	Year to Date
Tax-deferred	\$1.25	\$2.91
Tax-free	1.74	13.30
<b>Total</b>	<b>\$2.99</b>	<b>\$16.21</b>

Investment Report

June 1, 2001 - June 30, 2001

**Brokerage** [REDACTED] R G SPEHAR - ROLLOVER IRA - FIDELITY MANAGEMENT TRUST CO - CUSTODIAN

**Investment Activity**

Settlement Date	Security	Description	Quantity	Price per Unit	Transaction Amount
6/29	FIDELITY CASH RESERVES	Dividend received			\$1.25

**Daily Additions and Subtractions** Fidelity Cash Reserves (the following is provided to you in accordance with industry regulations)

Date	Amount	Balance	Date	Amount	Balance
6/29	\$1.25	\$393.67			

**Brokerage** [REDACTED] R G SPEHAR - ROTH INDIVIDUAL RETIREMENT ACCOUNT - FMTC CUSTODIAN - 5 YEAR AGING DATE  
01/01/1998

**Account Summary**

Beginning value as of Jun 1	\$232,124.29
Change in Investment value	-79,019.76
Ending value as of Jun 30	\$153,104.53

**Income Summary**

This Period	Year to Date
Tax-free \$1.74	\$13.30

Your commission schedule: Active Trader  
Minimal annual trade requirement: 36  
Eligible trades from Jul 2000 - Jun 2001: 4

**Holdings** (Symbol as of June 30, 2001)

Stocks 100% of Holdings

Symbol	Quantity	Price per Unit	Total Value June 1, 2001	Total Value June 30, 2001
AUTHORISZOR INC N/C FROM 891635106 (AUTH)	324,000.0000	\$0.45000	\$229,560.00	\$145,800.00
INVU INC N/C FROM 86708V106 (INVU)	30,700.0000	0.15500	5,839.00	4,759.50
MILLER DIVERSIFIED CORP COM NEW (MLLR)	15,576.0000	0.08500	1,322.48	1,332.48
RENEGADE VENTURE (NEW) CORP (RDVN)	1,700.0000	0.40000	687.00	680.00

**Investment Report**

August 1, 2003 - August 31, 2003

Online FAST (sm)-Automated Telephone Customer Service  
 Fidelity.com  
 800-544-5555  
 800-544-6666

R GERARD SPEHAR  
 1625 GRANDVIEW AVE  
 GLENDALE CA 91201-1205

|||||

*Beginning in September, all trades in your brokerage account executed on the same business day will be aggregated onto one confirmation statement.*

**Your Portfolio Summary**

**Changes in Portfolio Value**

Beginning value as of Aug 1 \$4,618.43  
 Change in Investment value -1,458.90  
 Ending value as of Aug 31 \$3,159.53  
 Your portfolio commission schedule: Bronze  
 Total eligible trades for portfolio period 0  
 Sep 2002 - Aug 2003

**Value by Account**

Retirement  
 Fidelity Rollover IRA  
 Fidelity Roth IRA  
 Total Portfolio Value



Account Number	Net Value August 1, 2003	Net Value August 31, 2003
[Redacted]	\$2,178.51	\$1,626.59
[Redacted]	2,438.92	1,533.94
[Redacted]	\$4,618.43	\$3,159.53

**Income Summary**

Tax-deferred  
 Tax-free  
 Total

	This period	Year to Date
Tax-deferred	\$0.08	\$0.75
Tax-free	0.02	0.16
Total	\$0.10	\$0.91

**Investment Report**

August 1, 2003 - August 31, 2003

**Fidelity Rollover IRA** [REDACTED] **R G SPEHAR - ROLLOVER IRA - FIDELITY MANAGEMENT TRUST CO - CUSTODIAN**

**Investment Activity**

Settlement Date	Security	Description	Quantity	Price per Unit	Transaction Amount
8/28	FIDELITY CASH RESERVES	Dividend received			\$0.08

**Daily Additions and Subtractions Fidelity Cash Reserves (the following is provided to you in accordance with industry regulations)**

Date	Amount	Balance	Amount	Balance
8/29	\$0.08	\$120.59		

**Fidelity Roth IRA** [REDACTED] **R G SPEHAR - ROTH INDIVIDUAL RETIREMENT ACCOUNT - FMTC CUSTODIAN - 5 YEAR AGING DATE 01/01/1998**

**Account Summary**

Beginning value as of Aug 1	\$2,439.92	This Period	\$0.02	Year to Date	\$0.16
Change in investment value	-905.98	Tax-free			
Ending value as of Aug 31	\$1,533.94				

Your commission schedule  
 Account eligible trades from Sep 2002 - Aug 2003  
 Bronze 0

**Income Summary**

This Period	\$0.02	Year to Date	\$0.16
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Holdings (Symbol as of August 31, 2003)	Performance August 31, 2003	Quantity August 31, 2003	Price per Unit August 31, 2003	Total Value August 31, 2003	Total Value August 31, 2002
Stoaks 96% of holdings AUTHORIZOR INC/N/C FROM 691535106 (AUTH)		302,000.000	\$0.005	\$2,416.00	\$1,510.00

Core Account 2% of holdings  
 FIDELITY CASH RESERVES (FDRXX)  
 7-day yield: 0.79%  
 23.94

**Spehar Affidavit**

**EXHIBIT H**

**Subject:** CMGT/Authoriszor Telecons 2-3 JUL 2001

**From:** <Louman01@aol.com>

**Date:** Fri, 29 Jun 2001 12:46:32 EDT

**To:** "Gerry Spehar" <gspehar@loop.com>

**CC:** "Michael A. Bowers" <mabowers@home.com>, <Craigjackson21@aol.com>, "William W. Walker" <william.w.walker@worldnet.att.net>, "Anthony Ghosn" <anthony.ghosn@opalna.com>

Gerry: This is to confirm the individuals to be involved in teleconferences between Authoriszor, CMGT and yourself, as follows:

**MONDAY 2 July 2001 12:00 Noon EST (GMT -5)** - High level discussion to further Authoriszor and CMGT planning to forge a strategic partnership and define next steps. Participants:

\* For CMGT: Lou Franco, Chairman, President & CEO  
Mike Bowers, EVP & CFO  
Bill Walker, EVP & CMO

\* Gerry Spehar

\* For Authoriszor: Paul Ayres, President & CEO  
Andrew Cussons, CFO  
Garcia Hanson, COO

**TUESDAY 3 July 2001 12:00 Noon EST (GMT-5)** - Discussion focusing on Authoriszor and CMGT technology platforms and integrating respective application software (i.e., embed Authoriszor 2000/3000 in CMGT Absence Expert/Absence Spectrum) as a basis for furthering a co-marketing strategic partnership. Participants:

\*For CMGT: Lou Franco, Chairman, President & CEO  
Mike Bowers, EVP & CFO  
Craig Jackson, VP & CIO  
Rob Crandall, VP Software Development  
Anthony Ghosn, Managing Dir.&COO,OPAL Business

Solutions

Bharat Saoji, Sr. Project Mgr., OPAL Business

Solutions

\*Gerry Spehar

\* For Authoriszor: Paul Ayres, President & CEO  
Andrew Cussons, CFO  
Garcia Hanson, COO  
\_\_\_\_\_ Butterfield (spelling/title?)  
Other(s) ? (names(s)/title(s))

You can fill in the blanks on names/titles for Authoriszor and advise me as soon as possible.

FYI, Anthony Ghosn will be E-mailing you e-versions of OPAL's capabilities,

etc.

Best regards,

Lou

Louis J. Franco, RHU  
Chairman, President & CEO  
CMGT, Inc.  
4 Danada Square, # 385  
Wheaton, IL 60187

Voice: 630-260-9507  
Cell: 630-215-8193  
Fax: 978-389-1060  
E-mail: Louman01@aol.com

=====  
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=====  
CMGT, Inc. Management  
=====

**Spehar Affidavit**

**EXHIBIT I**



**Gerry Spehar**

**From:** Louman01@aol.com  
**Sent:** Thursday, September 25, 2003 9:28 AM  
**To:** wbaliga@yahoo.com; Given, Ronald B.  
**Subject:** Re: CMGT Call

In a message dated 9/24/2003 9:10:15 PM Central Daylight Time, wbaliga@yahoo.com writes:

Ron/Lou: Pursuant to our discussions today, I will be happy to discuss this matter with Bryon. We should discuss two items after Bryon's call:

1. The practical impact of removing the TRO
2. A discussion I had with G. Spehar with Lou's permission. After discussing CMGT status along the lines Lou and I discussed and the MOIC, Gerry, proposed voluntarily removing the TRO, arrange for closure of the Trautner deal and ultimate buy-out of the Trautner position in a six month time frame by the AZ N.A. tribe. I directed him to discuss the proposal with Ron as Lou's counsel (also pursuant to my discussion with Lou).

"Given, Ronald B." <RGiven@mayerbrownrowe.com> wrote:

We just talked. Byron is going to call Wayne tomorrow. FYI: Byron called while I was out to lunch. I returned the call and left a message. I have not heard back from him. I will keep you posted.

—Original Message—

**From:** wayne baliga [mailto:wbaliga@yahoo.com]  
**Sent:** Wednesday, September 24, 2003 8:57 AM  
**To:** Louman01@aol.com  
**Cc:** Given, Ronald B.  
**Subject:** Re: Fwd: CMGT Call

Lou/Ron: I look forward to this discussion. I'm available at 9:30 a.m. at my office #.

Louman01@aol.com wrote:

Wayne:

I am forwarding Ron Given's E-mail confirming we're on to talk with him Wed. the 24th at 9:30 AM CDT. I'll call you so we can 3-way.

Hope you had a productive & safe trip.

Best regards,

Lou

Louis J. Franco, RHU  
 President & CEO  
 CMGT, Inc.  
 2 S 647 White Birch Lane  
 Wheaton, IL 60187

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

E-mail1: Louman01@aol.com  
E-mail2: lfranco@cmgt.com

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CMGT, Inc. Management

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> ATTACHMENT part 2 message/rfc822  
Subject: CMGT Call  
Date: Tue, 23 Sep 2003 13:54:37 -0500  
From: "Given, Ronald B." <rgiven@mayerbrownrowe.com>  
To: "Louis J. Franco, RHU (E-mail)" <louman01@aol.com>

When: Wednesday, September 24, 2003 9:30 AM-10:00 AM (GMT-06:00)  
Central Time (US & Canada).

\*~\*~\*~\*~\*~\*~\*~\*~\*~\*

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[Yahoo! SiteBuilder](#) - Free, easy-to-use web site design software

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[Yahoo! SiteBuilder](#) - Free, easy-to-use web site design software

Thanks, Wayne for the update re: Gerry's desire to discuss rescinding his TRO action/proposing a new deal. I poke with Ron and he is awaiting Gerry's call so we may consider what he has to say.

Have a good/safe Omaha trip. We can discuss the impact of the TRO being dropped when you return.

Best regards,

Lou

Louis J. Franco, RHU  
President & CEO  
CMGT, Inc.  
2 S 647 White Birch Lane  
Wheaton, IL 60187

voice: 630-260-9507

cell: 630-215-8193

fax: 978-389-1060

E-mail1: Louman01@aol.com

E-mail2: lfranco@cmgt.com

---

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**CMGT, Inc. Management**

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4/22/2010

FRANKLIN DECLARATION

Exhibits

**Exhibit A**

File



JOHN D. CAHILL  
JOHN D. PETTKER  
WILLIAM R. CHRISTIAN  
HENRY P. FRAMOV, JR.  
ALLAN E. CERIAN  
C. STEPHEN DAVIS  
CRIS K. O'NEALL  
THOMAS CURTISS, JR.  
ELIZABETH B. BLAKELY  
TIMOTHY G. CEPERLEY  
ALFRED KLEIN  
KENNETH A. FRANKLIN  
WADE E. NORWOOD  
ANDREW W. BODEAU  
JEAN M. BEASLEY

**RODI, POLLOCK, PETTKER, GALBRAITH & CAHILL**  
A LAW CORPORATION  
444 SOUTH FLOWER STREET  
SUITE 1700  
LOS ANGELES, CALIFORNIA 90071-2901  
TEL: (213) 895-4800

KARL B. RODI (1906-1982)  
DANIEL C. BOND (1942-1977)  
PAUL E. SCHWAB (1896-1973)

OF COUNSEL  
JOHN P. POLLOCK  
ROBERT A. YAHRO  
DAVID K.W. CHANG

TELECOPIERS  
(213) 895-4921  
(213) 895-4922  
(213) 895-4750

OUR FILE NUMBER  
5945-L1

September 9, 2003

Via Facsimile

Louis J. Franco  
President and CEO  
CMGT, Inc.  
2 S 647 White Birch Lane  
Weaton, IL 60187

Ronald B. Given  
Mayer, Brown, Rowe & Maw  
190 S. La Salle Street  
Chicago, IL 60603-3441

Re: Spehar Capital, LLC v. CMGT, Inc.

Dear Gentlemen:

This will confirm my voicemail message this morning to Mr. Franco and my telephone conversation this morning to Mr. Given.

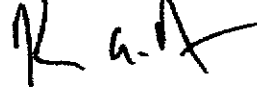
As I advised you, our firm represents Spehar Capital, LLC. We will be proceeding ex parte tomorrow, September 10, 2003, at 1:30 p.m., in the Los Angeles County Superior Court, North Central District (Glendale), located at 600 E. Broadway, Glendale, California 91206, in either Department "D" or "E" to obtain a temporary restraining order and order to show cause regarding a preliminary injunction. The relief sought is as follows:

- 1) To prevent CMGT from proceeding with the asset sale transaction between CMGT and Newco;
- 2) Preventing CMGT from consummating, taking any further steps towards consummating the asset purchase agreement between CMGT and Newco, or any other transaction by CMGT which terms do not comply with all terms of the CMGT-Spehar Capital agreement; and
- 3) Selling, transferring, pledging or encumbering any of CMGT's assets or property other than the ordinary course of business.

Louis J. Franco  
Ronald B. Given  
September 9, 2003  
Page 2

If you wish to discuss this matter, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read 'K. A. Franklin', with a stylized flourish at the end.

Kenneth A. Franklin

KAF:vm

263878\_1.doc

**Group Send Report**

Time : 08-09-03 11:01am  
Tel line : 4  
Name : RODI, POLLOCK

Job number : 451  
Date : 08-09 10:56am  
Document pages : 03  
Start time : 08-09 10:56am  
End time : 08-09 11:01am  
Successful  
Fax number

☎+1151485945830001#18783881068#  
☎13127068137#

Unsuccessful

Pages sent

**RODI, POLLOCK, FETTER, GALBRAITH & CARILL**  
A LAW CORPORATION  
444 SOUTH FLOWER STREET, SUITE 1700  
LOS ANGELES, CALIFORNIA 90071-8901  
TELEPHONE: (313) 595-4920  
FACSIMILE: (313) 595-4921

**FACSIMILE COVER SHEET**

<b>DATE:</b>	September 9, 2003	<b>TOTAL NUMBER OF PAGES:</b>	3 (including Cover Sheet)
<b>TO:</b>	Louis J. Franco CMGT, Inc. Ronald B. Givan Mayer, Brown, Rowe & Maw	<b>FAX:</b>	(978) 389-1080
		<b>PHONE:</b>	(630) 280-9807
		<b>FAX:</b>	(312) 708-8137
		<b>PHONE:</b>	(312) 701-7382
<b>FROM:</b>	Kenneth A. Franklin	<b>FILE#:</b>	6045-L1
<b>RE:</b>	Spehar v. CMGT, Inc.		

**MESSAGE:** Please see attached!

Originals with enclosures will be sent by:

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FRANKLIN DECLARATION

**Exhibit B**

# FILE

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JOHN D. PETTKER  
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ALLAN E. CERAN  
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OUR FILE NUMBER

5945-L1

September 9, 2003

Via Facsimile

Louis J. Franco  
President and CEO  
CMGT, Inc.  
2 S 647 White Birch Lane  
Weaton, Illinois 60187

Ronald B. Given  
Mayer, Brown, Rowe & Maw  
190 S. La Salle Street  
Chicago, Illinois 60603-3441

Re: Spehar Capital, LLC v. CMGT, Inc.

Dear Gentlemen:

This will confirm my voicemail message this afternoon to Mr. Franco and Mr. Given.

As I advised you, the *ex parte* for tomorrow, September 10, 2003, at 1:30 p.m., will be held in the Burbank Branch of the Los Angeles County Superior Court, North Central District (Burbank), located at 300 E. Olive Avenue, Burbank, California 91502, in Department "B."

If you wish to discuss this matter, please do not hesitate to contact me.

Very truly yours,



Kenneth A. Franklin

KAF:vm

263878\_1.doc

**RODL, POLLOCK, PETKER, GALBRAITH & CARRIL**  
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**FACSIMILE COVER SHEET**

<b>DATE:</b>	September 9, 2003	<b>TOTAL NUMBER OF PAGES:</b>	2 (including Cover Sheet)
<b>TO:</b>	Louis J. Franco CMGT, Inc. Ronald B. Given Mayer, Brown, Rowe & New	<b>FAX:</b>	(978) 389-1060
		<b>PHONE:</b>	(830) 260-8507
		<b>FAX:</b>	(812) 706-5137
		<b>PHONE:</b>	(312) 701-7352
<b>FROM:</b>	Kenneth A. Franklin	<b>FILE#:</b>	5945-L1
<b>RE:</b>	Spehar v. CMGT, Inc.		

**MESSAGE:** Please see attached.

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