

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

WILLIAM V. AGUIAR III, an individual

Plaintiff,

v.

FLOYD WEBB, an individual, et. al.

Defendants.

CIVIL ACTION NO.
07-11673-MLW

**DECLARATION OF FLOYD WEBB IN OPPOSITION TO PLAINTIFF'S
MOTION TO AMEND COMPLAINT**

I, Floyd Webb, declare as follows:

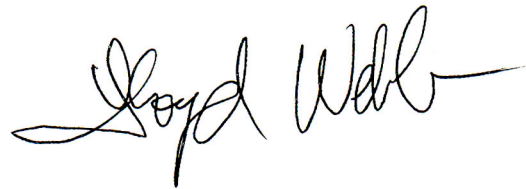
1. I am a Defendant in the above-captioned case. I have personal knowledge of the facts set forth in this declaration. I am over eighteen years of age. If called upon to testify I would and could testify competently to the matters stated herein.
2. 3 to 1 Studios, LLC ("3 to 1") is an Illinois limited liability company organized in February 2006.
3. 3 to 1 Studios is a media and film production company. It was formed to pursue web, industrial, and commercial film production ventures. It was not formed to pursue any ventures related to my film.
4. I became a partner in 3 to 1 Studios in February 2006.
5. I do not operate or control 3 to 1 Studios.
6. I began the work on my film in March 2005, before I became a partner in 3 to 1 Studios.

7. 3 to 1 Studios is not producing or distributing my film, *The Search for Count Dante*.
8. 3 to 1 Studios had no involvement with the trailers for the film.
9. 3 to 1 Studios had no involvement with the website for the film.

Dated: November 5, 2007

By:

Floyd Webb

A handwritten signature in black ink, appearing to read "Floyd Webb", with a long horizontal flourish extending to the right.