

# EXHIBIT R

COMMONWEALTH OF MASSACHUSETTS  
THE TRIAL COURT OF THE COMMONWEALTH

SUFFOLK, SS.

LAND COURT DEPARTMENT  
NO.: 10 – MISC - 425681

RUSSELL & ASSOCIATES, LLC )  
a Massachusetts Limited Liability Company, )  
Plaintiff )  
vs. )  
ROBERT V. WALLACE, JR., as Trustee of the )  
BD LENDING TRUST, )  
DESERT PINE LLC, a Massachusetts Limited )  
Liability Company a/k/a Desert Palm LLC )  
and/or, alternatively, )  
DESERT PALM LLC, a Limited Liability )  
Company of Currently Unknown Origin, )  
RFF FAMILY PARTNERSHIP LIMITED )  
PARTNERSHIP, )  
a California Limited Partnership )  
THE TOWN OF SAUGUS, a Municipal )  
Corporation, and )  
PITT PIPELINE COMPANY, INC., )  
a Massachusetts Corporation, )  
GEORGE BENJAMIN CONLEY, as Executor of )  
the Will of Elizabeth Conley, deceased, )  
Defendants )  
*and* )  
LINK DEVELOPMENT LLC, a Massachusetts )  
Limited Liability Company, and )  
PETER F. RUSSELL, ESQ., individually, )  
SHOPS AT SAUGUS, )  
a Delaware Limited Liability Company, )  
CARUSO MUSIC COMPANY, a Massachusetts )  
Corporation, )  
Interested Parties )

**VERIFIED COMPLAINT  
FOR DECLARATORY JUDGMENT AND OTHER RELIEF  
AND JURY CLAIM**

**VERIFIED COMPLAINT AND JURY CLAIM**

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 2 of 12

March 25, 2010

**NOW COMES THE PLAINTIFF, RUSSELL & ASSOCIATES, LLC**, a Massachusetts Limited Liability Company, by and through Peter F. Russell, Esq., its Manager, and who, having been duly sworn upon his oath as to the truthfulness of the facts contained herein to the best of his information, knowledge and belief, does now depose and state, as and for its **VERIFIED COMPLAINT** and its **JURY CLAIM** against the above-named Defendants, only, and expressly not against the Interested Parties, who are named in compliance with MGL, Chapter 231A, Section 8, as follows:

**BACKGROUND  
OF THIS DECLARATORY JUDGMENT ACTION  
AND PLAINTIFF'S REQUESTS FOR RELIEF**

This is an action for Declaratory Judgment under the authority of MGL, Chapter 231A and MGL Chapter 185 to determine the priority of all of the encumbrances on four (4) parcels of land in Saugus, Essex County, Massachusetts, the legal title to all of which parcels is now held by the Interested Party, Link Development, LLC, all four (4) parcels comprising one (1) entire parcel of approximately twenty-two (22) acres, more or less, and located at what is commonly known as 1040 Broadway (Route One North) in Saugus, Essex County, Massachusetts (hereinafter, together, the "**Link Parcel**" and, separately, the "**Link Parcels**"). Three (3) of the Link Parcels are unregistered and the one (1) remaining Link Parcel is registered as more fully described in "**Exhibit A**" attached hereto and incorporated by reference herein. Approximately 9 acres of the Link Parcel abutting Route One North are zoned "commercial" and the remaining approximately 13 acres are zoned "residential".

There now exists a *bona fide* dispute between and among the Plaintiff, on the one hand, and some or all of the Defendants, on the other hand, as to the existence and priority of the encumbrances as and between or among them against each and/or all of the Link Parcels. This *bona fide* dispute has produced uncertainty as to rights and entitlements of each party to this action in the event of any foreclosure or other sale of the Link Parcels as to priority of payment to the lienholders.

Litigation was filed by Plaintiff at the request of Link Development LLC for the benefit of the Link Parcels in late 2006 and it is noteworthy that the Mortgage loan transaction between RFF Family Partnership Limited Partnership and Link Development LLC took place in mid-October of 2007. It is believed to be uncontested that RFF Family Partnership Limited Partnership entered into its said Mortgage loan transaction with full knowledge and awareness of the engagement and active litigation of the Plaintiff for the benefit of Link Development LLC and the Link Parcels. In short summary, Plaintiff began its work on November 6, 2006 and that fact – coupled with the actual knowledge of RFF Family Partnership Limited Partnership of Plaintiff's activities for Link Development LLC - would, under the applicable law to be argued

**VERIFIED COMPLAINT AND JURY CLAIM**

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 3 of 12

March 25, 2010

before this Court, give priority to Plaintiff over RFF Family Partnership Limited Partnership in each and all of the Link Parcels concerning the Plaintiff's attorney's lien and RFF's mortgage lien.

Indeed, the pendency of the aggressive litigation by Plaintiff on behalf of its Client, Link Development LLC enabled Link Development LLC to negotiate an advantageous "Settlement Agreement" with its abutter, Shops at Saugus, LLC and the abutter's predecessor, Caruso Music Company, a copy of which "Settlement Agreement" is attached hereto and incorporated herein as "*Exhibit B*" by which Link Development LLC was to receive a total payment of \$60,000 and land of Link Development LLC was to be "swapped" or exchanged – a transaction that would add badly needed and valuable land to the entrance to the Link Parcel from Route One North and a transaction that would materially increase the value of all of the Link Parcels, especially the registered Link Parcel. Unfortunately, the parties to the "*Exhibit B*" Settlement Agreement have been yet been able to consummate the transactions contemplated therein since the making of these agreements on October 30, 2007 because of the refusal of BD Lending Trust to execute and deliver a discharge of their recorded Mortgage against the Link Parcel to be "swapped" to the Shops at Saugus LLC.

***TIME IS OF THE ESSENCE*** and *ex-parte* relief is now required and requested by Plaintiff to avoid irreparable harm to the Plaintiff because one of the Defendants, RFF Family Partnership Limited Partnership, has now scheduled a *foreclosure sale of the Link Parcels for Friday, March 26, 2010 at 11:00 a.m.* and has, through its legal counsel (who received oral notice yesterday that the Plaintiff would be filing this Verified Complaint and would be seeking a stay of the scheduled foreclosure sale), stated that RFF Family Partnership Limited Partnership does not recognize and does now contest the claims of the Plaintiff (a) that the Plaintiff is owed, as of March 21, 2010, the sum of \$857,229.13 by Link Development LLC and (b) that the Plaintiff now has an attorneys lien against the Link Parcels that is superior in right and priority to the claims of RFF Family Partnership Limited Partnership on each of the said Link Parcels because of that attorney's lien granted under MGL, Chapter 221, Section 50 – a statute that pre-dates even the ownership of the Link Parcels by Link Development LLC and therefore pre-dates any claim of mortgage lien by Defendant RFF Family Partnership Limited Partnership.

These are not the only reasons why the Plaintiff is seeking a Declaratory Judgment that its Attorneys Lien has priority over the recorded Mortgage of RFF Family Partnership Limited Partnership. Regarding the one Link Parcel of registered land described in Transfer Certificate of Title No. 80033, RFF Family Partnership Limited Partnership does not recognize and contests the claim of the Plaintiff that it is the *bona fide* assignee, as of February 26, 2009 [Document No. 478179], of the Mortgage granted by Link Development LLC to Desert Palm LLC on or about September 29, 2006 [Document No. 472370] and thus the Plaintiff now holds a priority position to that Mortgage granted by Link Development LLC to RFF Family Partnership Limited

**VERIFIED COMPLAINT AND JURY CLAIM**

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 4 of 12

March 25, 2010

Partnership [Document No. 483516] on or about October 16, 2007 regardless of its. See the copy of the Transfer Certificate of Title No. 80033 attached hereto and incorporated by reference herein as "*Exhibit C*".

Moreover, a careful examination of the said "*Exhibit C*" Transfer Certificate of Title reveals that the purported Subordination Agreement that was registered on October 10, 2006 [Document No. 472387] so as to purport to place the BD Lending Trust Mortgage [Document No. 472372] in a priority position fails because it was not executed by Desert Palm LLC (the holder of the Mortgage [Document No. 472371] but was executed by Desert Pine LLC and Desert Pine LLC did not have any authority to execute any document on behalf of Desert Palm LLC. Thus the Desert Palm LLC Mortgage – now assigned to Plaintiff – is in the first priority on the registered Link Parcel and is now held and owned by Plaintiff - a position believed to be contested by both Defendant BD Lending Trust and by Defendant RFF Family Limited Partnership.

This Declaratory Judgment action is brought by the Plaintiff law firm because there are, therefore, a number of current controversies between the Plaintiff and the Defendants and the action is needed so as to finally settle and determine, among other matters in controversy, the following matters:

- (a) The attachment and priority of the Plaintiff's Attorney's Lien claims under MGL, Chapter 221, Section 50 against one or more of the Link Parcels in light of the recent holdings of the Massachusetts Supreme Judicial Court in the case of *Ropes & Gray LLP vs. Craig R. Jalbert*, 454 Mass. 407 (2009), a copy of which is attached hereto as "*Exhibit D*" and in light of the holdings in *GMAC Mortgage Corp. vs. Bayko*, USDC for the District of Massachusetts, Civil Action No. 05-11746-GAO (See the Order of Hon. Judge O'Toole dated December 12, 2007, a copy of which is attached hereto as "*Exhibit E*") and in light of the holdings in the case of *In Re: Albert*, 206 B.R. 636 (D. Mass. 1997), a copy of which is attached hereto as "*Exhibit F*"; and
- (b) The attachment and priority of the recorded Mortgage given by Link Development LLC to Desert Palm, LLC against the registered Link Parcel and thereafter assigned to Plaintiff; and
- (c) The attachment and priority of a certain Certificate of Attorney's Lien given by Link Development LLC to Plaintiff against one or more of the unregistered Link Parcels and thereafter recorded against three (3) unregistered Link Parcels (but not the registered parcel), a copy of which is attached hereto and incorporated by reference herein as "*Exhibit G*"; and
- (d) The propriety of the refusal of the Land Court to accept the registration of a certain Certificate of Attorney's Lien (identical to "*Exhibit G*") given by Link Development LLC to Plaintiff to be recorded against the one (1) Link Parcel of registered land. Interested Party Peter F. Russell attempted to timely register a sworn Certificate of Attorney's Lien against the said

**VERIFIED COMPLAINT AND JURY CLAIM**

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 5 of 12

March 25, 2010

registered Link Parcel but his attempt was refused by the Land Court, and to order the Clerk of the Court to accept such Certificate of Attorney's Lien for registration, nunc pro tunc to the date that it was tendered by Interested Party Peter Russell for registration; and

(e) The nature, extent and priority of any and all encumbrances against each and all of the Link Parcels so that the Plaintiff and the Defendants and the Interested Parties are all clear as to the priority of each party's interest in, to and as against each and all of the four (4) Link Parcels; and

(f) All other rights of the Plaintiff regarding each and all of the Link Parcels.

In this Declaratory Judgment action, the Plaintiff requests the determinations, above, to be decided and made after notice to all interested parties and a full hearing and for a **Temporary Restraining Order** to issue forthwith so as to stay a certain foreclosure sale now scheduled by Defendant RFF Family Partnership Limited Partnership for this Friday, March 26, 2010 at 11:00 a.m., and to thereafter have a contested hearing on the request of the Plaintiff for a **Preliminary Injunction** to continue the said stay until such time as the Court can conduct a full Trial on the merits of this Declaratory Judgment action because only after such a **full Trial** on the merits or **Declaratory Judgment** of the Court can the Plaintiff, each of the Defendants and each of the other Interested Parties then know and understand the implications to each of them of the priority of their respective encumbrance and other claims inasmuch as the priority and *bona fide* amounts of the each of the claims of the Plaintiff and each of the Defendants will materially affect the decisions to be made by the Plaintiff and each of the Defendants and the Interested Parties at any foreclosure or other sale of any or all of the Link Parcels.

**JURISDICTION AND VENUE**

1. Jurisdiction over the Defendants is founded upon the provisions of MGL, Chapter 223A, Sections 2 and 3 and other applicable provisions of Massachusetts law.
2. Venue is proper in the Land Court pursuant to the provisions of MGL, Chapter 185, Section 1 and other applicable provisions of Massachusetts law including, but not limited to, MGL, Chapter 223, Section 12.

**THE PARTIES**

3. The Plaintiff, Russell & Associates LLC is a Massachusetts Limited Liability Company with its principal place of business at 200 Highland Avenue, Needham, Norfolk County, Massachusetts and is engaged in the practice of law.

***VERIFIED COMPLAINT AND JURY CLAIM***

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 6 of 12

March 25, 2010

4. The Interested Party, Peter F. Russell, is an individual with a principal place of business at 200 Highland Avenue, Needham, Norfolk County, Massachusetts; and he is the Manager and Registered Agent of and for the Plaintiff and is an attorney, licensed to practice law in the Commonwealth of Massachusetts.
5. Upon information and belief, the Interested Party, Link Development LLC, is a Massachusetts Limited Liability Company with its principal place of business at 2 Prince Street, Boston, Suffolk County, Massachusetts; and the Manager and Resident Agent of and for Link Development LLC is Jeffrey B. Karll.
6. Upon information and belief, the Defendant, Robert V. Wallace, Jr. is the Trustee of BD Lending Trust, having a principal place of business at 80 Summer Street, Boston, Suffolk County, Massachusetts.
7. Upon information and belief, the Defendant, Desert Pine LLC is a Massachusetts Limited Liability Company with its principal place of business at 2 Prince Street, Boston, Suffolk County, Massachusetts; and the Manager and Resident Agent of and for Desert Pine LLC is Jeffrey B. Karll.
8. Upon information and belief, the Defendant, Desert Pine LLC is also known as and holds a Mortgage on the registered land parcel of the Link Parcels under the name "Desert Palm LLC".
9. Upon very limited information and belief, and expressly pleading in the alternative, the Defendant, Desert Palm LLC is a Limited Liability Company with a principal place of business at a location that is presently unknown to the Plaintiff.
10. Upon information and belief, the Defendant RFF Family Partnership Limited Partnership is the name used in Massachusetts to transact business by RFF Family Partnership, L.P., a California Limited Liability Partnership with a principal place of business at 226 23<sup>rd</sup> Street, Santa Monica, California and is registered to do business in the Commonwealth of Massachusetts with the Secretary of the Commonwealth, Corporations Division; and its Registered Agent is Bay State Corporate Services, Inc. with a principal place of business at 6 Beacon Street, Suite 510, Boston, Suffolk County, Massachusetts; and its General Partner is RFF, Inc., a California Corporation, whose President is Robert B. Freedman.
11. Upon information and belief, the Defendant RFF Family Partnership Limited Partnership is also known as and does business under the names of RFF Family Partnership, L.P. and/or RFF Family Limited Liability Partnership.

**VERIFIED COMPLAINT AND JURY CLAIM**

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 7 of 12

March 25, 2010

12. Upon information and belief, the Defendant Town of Saugus is a Massachusetts municipality, incorporated in the Commonwealth of Massachusetts as a municipal corporation with a principal place of business at Town Hall, 298 Central Street, Saugus, Essex County, Massachusetts.
13. Upon information and belief, the Defendant Pitt Pipeline Company, Inc. is a Massachusetts Corporation and with a principal place of business at 318 Bear Hill Road, Suite 1, Waltham, Middlesex County, Massachusetts and whose President is Gerald J. Pittorino, Jr.
14. Upon information and belief, the Defendant George Conley is, or at one time was, the Executor of the Estate of Elizabeth Conley, deceased; and, further, it appears from the Certificate of Title No. 80333 relating to the registered Link Parcel, that the said Defendant is the holder of a Mortgage [Document No. 175339] registered on August 20, 1980 in the amount of \$160,000 against the said registered Link Parcel as more fully appears in the said Transfer Certificate of Title attached hereto and incorporated by reference herein as "*Exhibit C*". As of the date of the filing of this Verified Complaint, the Plaintiff has no knowledge of the whereabouts of the said George Conley or the County and State wherein the Estate of Elizabeth Conley was filed.
14. Upon information and belief, the Interested Party, Shops at Saugus LLC is a Delaware Limited Liability Company and its principal office is at 121 West Forsyth Street, Suite 200, Jacksonville, Florida and its resident agent in the Commonwealth of Massachusetts is Corporation Service Company, 84 State Street, Boston, Suffolk County, Massachusetts and the Manager of the Shops at Saugus LLC is Regency Centers, L.P. and its General Partner is Regency Centers Corporation, Celia Paulk, Vice-President.
15. Upon information and belief, the Interested Party, Caruso Music Company, is a dissolved Massachusetts Corporation and its principal place of business is at One Independent Drive, Suite 114, Jacksonville, Florida and its resident agent in the Commonwealth of Massachusetts is Corporation Service Company, 84 State Street, Boston, Suffolk County, Massachusetts and the President is Jay Donegan.
16. Upon information and belief, each of the Defendants and each of the Interested Parties claim a legal interest in one or more of the Link Parcels, as does the Plaintiff, but there is now a *bona fide* dispute as to the nature and priority of each such interest exacerbated by the foreclosure sale scheduled by RFF Family Partnership Limited Partnership for tomorrow, March 26, 2010 at 11:00 a.m., which scheduled sale now necessitates Court action to prevent irreparable harm to the Plaintiff and other parties to this litigation who may not have been given the proper notice of the said foreclosure proceeding. In short,



**VERIFIED COMPLAINT AND JURY CLAIM**

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 8 of 12

March 25, 2010

the foreclosure sale may be flawed by not following appropriate procedures and by the parties not knowing the priority of their encumbrances.

***RUSSELL & ASSOCIATES LLC INVOLVEMENT WITH  
AND BENEFITS RESULTING TO THE LINK PARCELS***

17. On or about November 6, 2006, Link Development LLC by and through Jeffrey B. Karll, its Manager, entered into a contract to engage the professional legal services of the Plaintiff to perform legal services for Link Development LLC and the benefit of its real estate investment and development in Saugus, Massachusetts; and a true and complete copy of the "Russell & Associates LLC Terms and Conditions of Engagement with Link Development LLC" is attached hereto and incorporated by reference herein as "*Exhibit H*".
16. On and following its engagement on November 6, 2006, Plaintiff prepared, filed and litigated certain litigation to protect the interest of Link Development LLC directly relating to the Saugus property by filing and prosecuting contested litigation in both the Suffolk Superior Court (*Link Development LLC v. Stuart Sojcher, et. al.* – Civil Action No. SUCV2006-05242 and filed on December 15, 2006) and in the Land Court (*Link Development LLC vs. Stuart Sojcher et. al.*, Land Court Department No. 336908 and filed in mid-January of 2007), which Land Court proceeding was then consolidated into the aforesaid Superior Court action by Order of the Chief Judge in April of 2007) and the Plaintiff thereafter engaged in motion practice and discovery and eventually engaged in a Mediation Proceeding in the first quarter of 2009; and a copy of the "Mediation Statement" of Link Development LLC, dated February 25, 2009, which summarizes the nature and scope of the contested litigation, is attached hereto and incorporated by reference herein as "*Exhibit I*".
18. In the course of the litigation, the Plaintiff obtained a Default in favor of Link Development LLC and against one of the defendants (on February 26, 2008) and the Mediation process produced a "Settlement Agreement" dated February 27, 2009, among Link Development LLC and the remaining defendants, a copy of which is attached hereto and incorporated by reference herein as "*Exhibit J*".
19. Unfortunately, as of the date of this Verified Complaint, the parties to the "*Exhibit J*" Settlement Agreement have not yet consummated the settlement and, therefore, the litigation in the Suffolk Superior Court, Civil Action No. 06-05242, remains pending as of this date and the Suffolk Superior Court litigation will therefore continue to be prosecuted by the Plaintiff.

**VERIFIED COMPLAINT AND JURY CLAIM**

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 9 of 12

March 25, 2010

20. As of March 21, 2010, Link Development LLC is indebted to the Plaintiff in the total sum of \$859,229.13 for the professional services and costs of the Plaintiff expended in the prosecution of this litigation since November 6, 2006 as is stated in the Affidavit of Jeffrey B. Karll, the Manager of Link Development LLC attached hereto as "*Exhibit K*". Moreover, this sum is reasonably expected to increase as the litigation continues and as interest agreed to by the parties in the "*Exhibit H*" engagement letter continues to accrue.
21. Also, as stated in the Affidavit of Jeffrey B. Karll of Link Development LLC attached hereto and incorporated by reference herein as "*Exhibit L*", the professional services rendered by Plaintiff have now enabled Link Development LLC to be able to continue to market the Link Parcels for sale and have produced direct benefits to the Link Parcel.

**VERIFICATION**

I, **Peter F. Russell, Esq.**, in my capacity as an attorney licensed to practice law in the Commonwealth of Massachusetts and as the **Manager of the Plaintiff, Russell & Associates, LLC**, having been first duly sworn upon my oath, do hereby state that I have read the foregoing Background Statement and each of the 22 numbered paragraphs, above, line-by-line, and that the facts contained therein are true and correct and/or reasonably believed by me to be true after reasonable inquiry.

**SUBSCRIBED AND SWORN TO UNDER THE PAINS AND PENALTIES OF PERJURY,  
THIS 25<sup>th</sup> DAY OF MARCH, 2010:**

---

**Peter F. Russell, as Manager of and  
Authorized Agent of and for the Plaintiff,  
Russell & Associates, LLC, a  
Massachusetts Legal Liability Company**

**RELIEF SOUGHT FROM THE COURT**

**WHEREFORE**, the Plaintiff, Russell & Associates, LLC, a Massachusetts Limited Liability Company, requests and prays that the Court take the following actions and grant to the Plaintiff the following temporary and permanent relief:

- A. Immediately issue a *ex-parte Temporary Restraining Order* to RFF Family Partnership Limited Partnership, its Managers, Members, Attorney, Auctioneers and Agents, and each and all of them or any other person or entity acting in consort with any of them, prohibiting

**VERIFIED COMPLAINT AND JURY CLAIM**

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 10 of 12

March 25, 2010

the foreclosure sale of any of the Link Parcels from taking place without further Order of this Court; and

- B. Immediately appoint a **Special Process Server** for the purpose of serving RFF Family Limited Partnership with the Temporary Restraining Order and for serving any other legal process in this case; and
- C. Schedule a **hearing** on a date certain on the Plaintiff's **Request for a Preliminary Injunction**, enjoining and restraining RFF Family Partnership Limited Partnership, its Managers, Members, Attorney, Auctioneers and Agents, and each and all of them or any other person or entity acting in consort with any of them, from scheduling, advertising or conducting any foreclosure sale of any of the Link Parcels and prohibiting any foreclosure sale of any of the Link Parcels from taking place without further Order of this Court after a Trial or other hearing of the Declaratory Judgment action on the merits; and, further, to provide a reasonable notice to all Defendants and Interested Parties of the date and time of the hearing on the Request of the Plaintiff for a Preliminary Injunction and to order the Clerk of the Court to forthwith issue the appropriate process for service upon all Defendants and Interested Parties; and
- D. Waive any requirement that any bond be posted by the Plaintiff inasmuch as the fair market value of the land is, upon information and belief, in excess of the sum total of the legitimate lien claims against the Link Parcels and there is adequate protection afforded by the value of the land; and
- F. Grant a Declaratory Judgment to the Plaintiff declaring that the Plaintiff has a first position priority lien against each and all of the Link Parcels pursuant to the legal authority of *Ropes & Grey LLP vs. Craig R. Jalbert* and other cited authority for the full amount of its reasonable legal fees and costs and expenses of litigation incurred in the preservation of the real property of Link Development LLC and in the obtaining of other benefits to the Link Parcels; and to determine and declare the priority of payment to the Defendants of the remaining liens and encumbrances against the Link Parcels upon the sale of all or any of the Link Parcels; and
- G. Grant a Declaratory Judgment to the Plaintiff declaring that the Plaintiff, as assignee of the Mortgage given by Link Development LLC to Desert Palm LLC, has a first position priority lien against the registered Link Parcel; and
- H. Grant a Declaratory Judgment to the Plaintiff, as assignee of the Mortgage given by Link Development LLC to Desert Pine LLC, has a first (or second) position priority lien against the three (3) registered Link Parcels; and

**VERIFIED COMPLAINT AND JURY CLAIM**

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 11 of 12

March 25, 2010

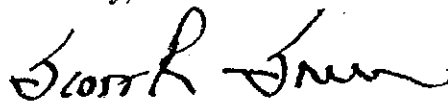
- I. Grant a Declaratory Judgment to the Plaintiff, determining and declaring the priority of the Plaintiff's recorded Certificate of Attorney's Lien consensually given by Link Development LLC to Plaintiff against each of the three (3) unregistered Link Parcels as opposed to all other claims; and
- J. Order the Clerk of the Land Court to accept for immediate registration the Certificate of Attorney's Lien consensually given by Link Development LLC to Plaintiff that the Interest Party Peter F. Russell, Esq., on behalf of the Plaintiff, attempted to register in the Land Court but which tender was refused, such registration to be effective, *nunc pro tunc*, to the same date that the tender was made; and
- K. For continued and future interest on the amount of the Judgment sum after March 21, 2010, computed at the contract rate of interest agreed to in "*Exhibit H*", from the date of the commencement of this action, i.e., March 25, 2010, pursuant to the authority of MGL, Chapter 231, Section 6B and for a finding by the Court of the first to occur of the date of breach by Link Development LLC and/or date of demand to Link Development LLC by the Plaintiff.
- L. For *costs and expenses* of the Plaintiff pursuant to the authority of Chapter 261, Section 1 and subject to the restrictions of Chapter 261, Section 4; and
- M. For the *reasonable counsel fees* of the Plaintiff if permitted by law; and
- N. For such other temporary and permanent relief which to the Court shall seem meet and just.

**JURY CLAIM**

The Plaintiff demands trial by jury as to all matters so-triable.

Respectfully submitted,

**Russell & Associates, LLC,**  
a Massachusetts Limited Liability Company  
by its attorney,



---

Scott R. Stevenson, Esq.  
BBO#: 480390

***VERIFIED COMPLAINT AND JURY CLAIM***

**Russell & Associates, LLC v. Robert V. Wallace, Jr., etc., et. al.**

**Land Court Department of the Trial Court**

Page 12 of 12

March 25, 2010

**STEVENSON & LYNCH, P.C.**

62 Derby Street, Suites 4-5

Hingham, Massachusetts 02043

Telephone: (781) 741-5000

Facsimile Copier: (781) 741-5050

E-Mail: [SStevenson@StevensonLynch.com](mailto:SStevenson@StevensonLynch.com)

**Dated: March 25, 2010**

cc: ***VIA EMAIL*** to: [MMacClary@burnslev.com](mailto:MMacClary@burnslev.com) (without exhibits)  
***VIA HAND DELIVERY*** (with exhibits)

**RFF Family Partnership Limited Partnership**

**c/o Michael D. MacClary, Esq., its Attorney**

Burns & Levinson LLP

125 Summer Street

Boston, MA 02110

VIA Email to: [MMacClary@burnslev.com](mailto:MMacClary@burnslev.com)